SOM DATT FINANCE CORPORATION LIMITED

2022-2023

30TH

ANNUAL REPORT

BOARD OF DIRECTORS

MANAGING DIRECTOR
Mrs. Vijay Rathee

NON-EXECUTIVE NON-INDEPENDENT DIRECTOR
Mr. Kuldip Singh Rathee

INDEPENDENT DIRECTORS
Mr. Rajvir Singh Chhillar
Mr. Hardeep Kumar Mahotra

AUDITORS

D.S. Talwar & Co., Chartered Accountants
S-58, Greater Kailash-II,
New Delhi-110048

SHARE TRANSFER AGENT

RCMC Share Registry Private Ltd.
B-25/1, Okhla Industrial Area, Phase -2,
Near Rana Motors, New Delhi – 110020

REGISTERED OFFICE

516, Suneja Tower-I, District Centre,
Janakpuri, Delhi-110058

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NOTICE

Notice is hereby given that the 30th (Thirtieth) Annual General Meeting (AGM) of the Members of **Som Datt Finance Corporation Limited** will be held on Friday, 21st July, 2023 at 12.00 Noon through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2023 and the Reports of the Board and the Auditors thereon.

2. To appoint a Director in place of Mr. Kuldip Singh Rathee (DIN-00041032) who retires by rotation and, being eligible, offers himself for re-appointment.

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 in relation to "Clarification on holding of annual general meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
2. The relevant details pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed to this Notice.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 15th July, 2023 to 21st July, 2023 (both days inclusive).
6. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with RCMC Share Registry Pvt. Ltd. at B-25/1, Okhla Industrial Area, Phase -2, Near Rana Motors, New Delhi – 110020 in case the shares are held by them in physical form.
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to RCMC Share Registry Pvt. Ltd. at B-25/1, Okhla Industrial Area, Phase -2, Near Rana Motors, New Delhi – 110020 in case the shares are held in physical form.
8. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Annual Report for FY 2022-23 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.somdattfin.com,website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL https://www.evoting.nsdl.com.
9. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by October 1, 2023, and linking PAN with Aadhaar by June 30, 2023 vide its circular dated March 16,

2023. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DP. In case a holder of physical securities fails to furnish PAN and KYC details before October 1, 2023 or link their PAN with Aadhaar before June 30, 2023, in accordance with the SEBI circular dated March 16, 2023, RTA is obligated to freeze such folios.

10. Members are requested to:

(a) provide their e-mail addresses for sending the notice/documents etc. to them through email and also requested to register their email IDs and changes therein for future communication.

(b) Send their queries, if any, at least 7 days in advance of the meeting through email-compliancesdfl@gmail.com to the Company, so that the information can be made available at the Meeting.

11. As per Section 72 of the Act, the facility for submitting nomination is available for 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 SH-13. The form can be downloaded from the Company's website at somdattfinance.com.

12. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for Transmission or transposition of securities. In view of this and 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 dematerialized form.

Pursuant to SEBI circular dated 25th January, 2022, securities of the Company shall be issued in dematerialized form only while processing service requests in relation to issue of duplicate securities certificate, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website and on the website of the Company's Registrar and Transfer Agents. It may be noted that any service request can be processed only after the folio is KYC Compliant.

Members can contact the Company or Company's Registrars and Transfer Agents, RCMC Share Registry Pvt. Ltd. on the mail id investor.services@rcmcdelhi.com, for assistance in this regard.

13. Relevant Documents referred to in the accompanying Notice, Registers and all other statutory documents will be made available for inspection in the electronic mode. Members can inspect the same by sending an email to the Company at compliancesdfl@gmail.com.

14. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

15. In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the venue of the AGM. The route map for the venue of the AGM is therefore not attached.

Voting through electronic means:

I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL. The instructions for e-voting are given herein below:

II. The remote e-voting period commences on Tuesday, 18th July, 2023 at 9:00 A.M.(IST) and ends on Thursday, 20th July, 2023 at 5:00 P.M.(IST). During this period, Members holding shares either in physical form or in dematerialized form, as on 14th July, 2023 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Those 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 during the AGM.

III. The Board of Directors has appointed Mrs. Jyoti Narang (Membership No. 5698 CP No: 5199) of Naveen Narang & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

IV. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate

in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

V. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

VI. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

Details of process and manner of E-voting

The remote e-voting period begins on Tuesday, 18th July, 2023 at 9:00 A.M.(IST) and ends on Thursday, 20th July, 2023 at 5:00 P.M.(IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 14th July, 2023 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 14th July, 2023.

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.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com 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 & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a 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 & voting during the meeting. **4.** Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.
Individual Shareholders holding securities in demat mode with CDSL	**1.** Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. **2.** After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL.** Click on **NSDL** to cast your vote. **3.** If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration **4.** Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. 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.
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:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) 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.

c) How to retrieve your 'initial password'?

(i) 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, 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'.

(ii) If your email ID is not registered, please follow 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:

a) 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.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) 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?

1. 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.

2. 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".

3. Now you are ready for e-Voting as the Voting page opens.

4. 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.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional 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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nnarang@gmail.com with a copy marked to evoting@nsdl.co.in. 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.

2. 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 to reset the password.

3. 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 or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre and Mr. Amit Vishal at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. 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 email to compliancesdfl@gmail.com.
2. 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 compliancesdfl@gmail.com. If you are an 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**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted 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.
3. 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.
4. 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.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. 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 meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join 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.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at compliancesdfl@gmail.com. The same will be replied by the company suitably.

By Order of the Board of Directors

Place: Gurugram
Date : 27th June, 2023

Simran Malhotra
Company Secretary
Membership No.-A43075

DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT), REGULATIONS, 2015

Name of the Director	**Mr. Kuldip Singh Rathee**
DIN	00041032
Date of Birth	28.08.1954
Date of Appointment	27.12.2019
Qualification	B.A (Economic Honours)
Brief Resume and Experience / Expertise	He is an entrepreneur with over 30 years of experience. His main line of business includes manufacturing of automotive components. The flagship company ASK Automotive Group that he has founded has a turnover of more than Rs. 2500 crore. For his business necessities he has been dealing with various Banks/Financial Institutions and managing the funds of ASK Automotive Group for over 30 years.
Disclosure of Relationships between Directors inter-se	Mr. Kuldip Singh Rathee, Non-Executive Director of the Company is spouse of Mrs. Vijay Rathee, Managing Director of the Company.
Directorship held in other Public Companies	NIL
Chairman/ Membership of Committees in other Public Limited Companies C= Chairman M= Member	NIL
No. of Shares held on 31.03.2023	3542191

DIRECTORS' REPORT

Your Directors have pleasure in presenting their report on the business and operation of your Company together with the Audited Financial Statements for the year ended March 31, 2023.

FINANCIAL HIGHLIGHTS

The Company's financial performance for the year ended March 31, 2023 along with previous year figures are given hereunder:

(Rs. in Lacs)

FINANCIAL RESULTS	Year ended 31.03.2023	Year ended 31.03.2022
Gross Total Income	134.48	539.26
Profit / Loss before Depreciation & Taxation	81.80	471.23
Less: Depreciation	0.99	0.51
Profit Before tax	80.81	470.72
Less: Provision for Income Tax	13.56	78.69
Add: Adjustment of tax relating to earlier periods	0.99	(2.21)
Less: Provision for Deferred Tax	7.75	10.21
Net Profit /(Loss) after Tax	72.07	384.03
Add: Other Comprehensive Income/(Loss) for the Year, net of tax	0.01	(0.04)
Total Comprehensive Income for the Year	72.08	383.99
Retained Earnings as at the beginning of the Year	898.05	590.87
Profit After Tax	72.07	384.03
Other Comprehensive Income	0.01	(0.04)
Retained Earnings before appropriation	970.13	974.86
Less: Special Reserve (As per RBI Guidelines)	14.41	76.81
Retained Earnings as at the end of the Year	955.72	898.05

DIVIDEND AND RESERVES

During the year under review, your Directors do not recommend any dividend. Similarly, no amount was recommended to transfer to Reserves.

OPERATIONS AND STATE OF COMPANY AFFAIRS

During the year under review, your Company's total Income has decreased from Rs. 539.26 Lacs to 134.48 Lacs and its profit after tax decreased from Rs. 384.03 Lacs to 72.07 Lacs.

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis, as required under Regulation 34(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 read with Schedule V of said Regulations, forms part of this Directors' Report**.**

DIRECTORS, KEY MANAGERIAL PERSONNEL AND COMMITTEES

Mr. Kuldip Singh Rathee, Director retires by rotation and being eligible offers himself for re-appointment. A resolution seeking shareholders' approval for his re-appointment along with other required details forms part of the Notice of 30th Annual General Meeting (AGM).

Pursuant to the provisions of Section 203 of the Companies Act 2013 ("the Act"), Mrs. Vijay Rathee, Managing Director and Mrs. Simran Malhotra, Company Secretary and Chief Financial Officer are the Key Managerial Personnel of the Company as on March 31, 2023.

The Company has several Committees and the details alongwith its meetings have been included in the Corporate Governance Report.

SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

The Company in terms of the provisions of the Act, has no Subsidiary, Associate and/or Joint Venture Companies during the year ended 31st March, 2023.

DECLARATION FROM INDEPENDENT DIRECTORS

The Company has received necessary declaration from Independent Directors of the Company under Section 149(7) the Act that the Independent Directors of the Company meet with the criteria of their Independence laid down in Section 149(6) of the Act.

BOARD EVALUATION

The evaluation of Board, Committee(s) and individual Directors was carried out based on structured questionnaire encompassing parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc.

VIGIL MECHANISM (WHISTLE BLOWER POLICY)

The Company has in place the Vigil Mechanism (Whistle Blower Policy) with a view to provide for adequate safeguards against victimization of persons who use such mechanism and made provisions for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. The details of the Vigil Mechanism (Whistle Blower Policy) are available on the Company's website at www.somdattfin.com.

NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Policy as approved by the Board is available on the Company's website at www.somdattfin.com.

MEETINGS OF THE BOARD

During the year under review, 5 (Five) Board Meetings were held on May 25, 2022, August 12, 2022, September 10, 2022, 05 November, 2022 and 08 February, 2023. In accordance with the requirement from time to time other Committee meetings were held. The attendance of the Directors who attended the Board Meetings and Committees thereof have been included in the Corporate Governance Report.

CODE OF CONDUCT

The Code of Conduct ("Code") laid down by the Board is in operation in the Company. All Board members and senior management personnel have affirmed the compliance with the Code. The declaration to this effect is enclosed in the Corporate Governance Report.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(3)(c) of the Act, to the best of knowledge and belief and according to the information and explanations obtained, your Directors make the following statements that:
a. In the preparation of the annual accounts for the year ended March 31, 2023, the applicable Accounting Standards had been followed along with proper explanation relating to material departures, if any;
b. the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
c. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
d. the Directors had prepared the annual accounts on a going concern basis;
e. the Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
f. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Particulars of Loans, Guarantees or Investments are provided in the Financial Statements of the Company. Please refer to Note No. 5 of the Financial Statements of the Company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The Policy on Related Party Transactions may be accessed at the Company's website at www.somdattfin.com. During the year under review, there were no material contracts or arrangements with the related parties refer to in Section 188 of the Act.

Disclosure related to transactions of the listed entity with person or entity belonging to the promoter/promoter group which hold(s) 10% or more shareholding in the Company have been disclosed in the accompanying Financial Statement of the Company. Please refer to Note No.29 of the Financial Statement of the Company.

MAINTENANCE OF COST RECORDS

The Company is not required to maintain Cost records under Section 148(1) of the Act.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Independent Directors (IDs) on the Board of the Company are well versed with the Company's business model and the nature of industries in which it is operating.

The Directors are also kept updated with information of the Company, the industry and developments in different segments in which the Company operates at the Board meetings while reviewing the operations, quarterly/annual financial results and considering the budgets.

A familiarization programme for IDs laid down by the Board is available on the Company's website at www.somdattfin.com.

CHANGE IN DIRECTOR AND KEY MANAGERIAL PERSONNEL

During the year under review, there was no change in Directorship. However, Mr. Sandeep Kumar Chaubey (Company Secretary& Compliance Officer), Mr. Ankit Yadav (Cheif Financial Officer) and Mr. Anshuman Singh Tomar (Company Secretary and Chief Financial officer) resigned during the year dated 18th August 2022, 16th June, 2022 and 14th December, 2022 respectively and Mrs. Simran Malhotra was appointed as Company Secretary, Compliance officer and Chief Financial Officer of the Company w.e.f 08th February, 2023.

RISK MANAGEMENT

The detail of risks and other concerns are included in the Management Discussion and Analysis which is the part of this Directors' Report.

CORPORATE SOCIAL RESPONSIBILITY

The Company is not required to contribute for Corporate Social Responsibility.

SEXUAL HARASSMENT POLICY IN WORK PLACE

The Company is not required to constitute an Internal Complaints Committee as the number of employees in the Company are below the threshold limit as prescribed under the Sexual Harassment of Women (Prevention, Prohibition and Redressal) Act, 2013.

ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2023 will be available on the Company's website at www.somdattfin.com.

FIXED DEPOSITS

The Company has neither invited nor accepted any deposits from the public or its employees under Section 73 of the Act and rules made thereunder, during the year under review.

DETAILS OF MATERIAL CHANGES AND COMMITMENTS

There is no significant and material order, after March 31, 2023, passed by any of regulators, court of law or tribunals impacting the going concern status of the company or impacting its operations in future.

SECRETARIAL STANDARDS

The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has an internal financial controls system, commensurate with the size, scale and complexity of its operation. The details have been included in the Management Discussion and Analysis which is the part of this Directors' Report.

STATUTORY AUDITORS

M/s. D.S. Talwar & Co. (Firm Registration No.000993N) was appointed as the statutory auditors of the Company for a period of five consecutive years from the conclusion of 29th Annual General Meeting till the conclusion of 34th AGM.

The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the ensuing AGM.

M/s. D.S. Talwar & Co. (Firm Registration No.000993N.) has furnished a certificate of their eligibility and consent under Section 139 and 141 of the Act and the Companies (Audit and Auditors) Rules 2014 for their continuance as the Auditors of the Company for the FY 2023-24. In terms of the Listing Regulations, the Auditors have confirmed that they hold a valid certificate issued by the Peer Review Board of the ICAI.

AUDITOR'S REPORTS

The Auditor's Report on the Audited Financial Statement of the Company for the year ended 31st March, 2023 do not contain any qualification, reservation or adverse remark so need not require any explanation or comment.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed M/s Naveen Narang & Associates, Company Secretary in practice as Secretarial Auditor of the Company to conduct the Secretarial Audit for the Financial Year ended March 31, 2023.

The Secretarial Audit Report for the Financial Year ended on March 31, 2023 issued by Secretarial Auditor do not contain any qualification, reservation or adverse remark so need not require any explanation or comment.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Being an investment company and not involved in any industrial or manufacturing activities, the Company's activities involve very low energy conservation and has no particulars to report regarding conservation of energy and technology absorption.

During the year, the Company's expenditure in foreign exchange is Nil and the Company did not have any foreign exchange earnings during the year under review.

REMUNERATION AND PARTICULARS OF EMPLOYEE

The information required pursuant to Section 197 read with Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 is provided as part of the Director's Report. During the year under review, the Company had no employees on Company's role in receipt of remuneration attracting the provisions of Section 197(12) of Companies Act, 2013 read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

CHANGE IN MANAGEMENT CONTROL AND SHAREHOLDING

Mr. Bhaskara Rao Bollineni and Mr. Bhavanam Ruthvik Reddy ('Acquirers') entered into a Share Purchase Agreement dated November 09, 2022 ('SPA') with the promoters namely Mr. Kuldip Singh Rathee and Mrs. Vijay Rathee ('Sellers'), pursuant to which, the Sellers had agreed to sell and the Acquirers had agreed to purchase 69,39,650 equity shares of the Company having a face value of Rs. 10 each, representing 69.34% of the total issued, outstanding and fully paid-up equity share capital carrying voting rights of the Company, for an aggregate consideration of Rs. 23,51,00,000 (Rupees twenty three crores fifty one lakhs only), computed at Rs. 33.88 (Rupees Thirty three and eighty eight paise only) per Equity Share. Accordingly, the

Company made application to the Reserve Bank of India for change in Control and Management of the Company. Subsequently, the Company received the approval of the Reserve Bank of India, for the aforesaid transaction vide its letter dated 11/05/2023.

Pursuant to the SPA, an Open Offer will be made by the Acquirers i.e. Mr. Bhaskara Rao Bollineni and Mr. Bhavanam Ruthvik Reddy in pursuance of Regulations 3(1) and 4 of the SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011 for substantial acquisition of shares and voting rights accompanied with change in control and management of the Company to all the public shareholders of the Company to acquire upto 26,02,073 fully paid-up equity shares of face value of Rs. 10 each carrying voting rights, representing 26.00% of the total voting equity share capital of the Company on a fully diluted basis.

After the Open Offer, the Sellers will sell their entire shareholding of 69,39,650 equity shares of the Company having a face value of Rs. 10 each, representing 69.34% of the total issued, outstanding and fully paid-up equity share capital carrying voting rights of the Company, on the aforesaid consideration.

CORPORATE GOVERNANCE

Your Company follows the requirements and disclosures with respect to the Corporate Governance Report as required under Regulation 34 read with Schedule V of SEBI (LODR) Regulations, as a listed company, necessary measures are taken to comply with the requirements of Regulations of SEBI (LODR) Regulations, 2015. A report on Corporate Governance as stated above, along with a certificate of compliance from M/s Naveen Narang & Associates, Company Secretaries, forms part of this Directors' Report.

ACKNOWLEDGEMENT

The Directors wish to convey their deep appreciation for the cooperation and assistance received from its stakeholders, valued customers, suppliers, banks, financial institutions, government authorities and stock exchanges. The Directors also wish to place on record their sincere appreciation of the devoted and dedicated services rendered by all employees of the Company.

For and on behalf of the Board of Directors

Place : Gurugram
Date : May 17, 2023

Vijay Rathee	Kuldip Singh Rathee
Managing Director	Director
DIN- 00042731	DIN-00041032

MANAGEMENT AND DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENT

"Indian NBFCs Set to Keep Rising In 2023"

The world seems to be recovering from the aftermath of the challenges posed in the last few years. Overall despite the challenges, India has emerged as a bright spot in terms of economic growth amidst an outlook of global slowdown. The World Bank has reported that India is better positioned to navigate global headwinds and handle global spill overs, as compared to other major emerging economies.

Also, it is heartening to see that the RBI and policymakers recognise the contribution of NBFCs in supporting real economic activity and meeting the credit demand, especially reaching the unbanked. RBI Scale based norms implemented last year have strengthened the sector while offering operational flexibility to meet the increasing credit demand and aid India's economic growth.

During the last financial year, despite geopolitical events, extremely high global volatility in commodities, currencies, financial markets and increase in interest rates globally to tame the high inflation, NBFCs in India have weathered the storm well and exhibited resilience.

In 2023, NBFCs are expected to play a larger role in supporting the socioeconomic construct of the Indian economy. The opportunity for credit penetration remains very high in India. The NBFCs can set a new benchmark by introducing new business models with personalised offerings through digital platforms. CRISIL recently reported that riding on macroeconomic tailwinds, NBFCs are expected to see growth.

In India, large population remains largely unfamiliar with technology and face challenges in financial literacy. When it comes to

serving the underbanked, Indian NBFCs and fin-techs are leveraging technology and innovation to drive the financial inclusion agenda. NBFCs will continue to play a vital role in the growth of the economy due to its deeper reach, ability to offer more flexibility, personalised services through innovative digital solutions. Gold loans have played an important part during the pandemic and will continue to be an important source of credit to MSMEs, agriculture sector, small businesses, unorganised sector and this is also evident from the steady demand for gold loans.

NBFCs with stronger business models, strong capital adequacy, strong underwriting capabilities and focus on digital strategy will continue to perform better and grow stronger in years to come. To benefit from the growth opportunities, many industrial groups have ventured into this segment with new business models. According to ICRA's recent report, in 2023 non-bank lenders will focus on reviving growth by improving asset quality supported by increasing retail demand and liquidity.

Governments policy push by promoting **"Atmanirbhar Bharat"**, **"Make in India"** and expanding manufacturing base through **"Production Linked Incentive Scheme"** has attracted interest of many Indian and global players to participate in India's growth journey.

To ramp the virtuous cycle of Investment and job creation, the budget 2023, has given the needed impetus by increasing allocation to Capital Expenditure outlay by 37.4 % in 2023-24 to Rs. 10 lakh crore over Rs. 7.28 lakh crore in 2022-23. Adding to this, the Capex from private sector would give a strong base to the GDP Growth. RBI in its Policy Meeting on April 06, 2023 has increased the real GDP forecast for FY24 marginally to 6.5 percent from 6.4 percent earlier on the back of higher Rabi crop output, moderating commodity prices, monsoon trajectory and the government's plan of higher capital expenditure.

OPPORTUNITIES AND THREATS

RBI Policy document states that the risks for GDP are evenly balanced but the protracted geo political tensions pose downside risk to the growth.

In its last policy meeting held on April 06, 2023 RBI exercised pause and kept the Policy rate at 6.50%. Since March 2022, RBI has increased the policy rates by 4.50%.

RBI has projected that during FY 2024 India's GDP is expected to grow at 6.50% and inflation is expected to soften towards 5.20%.

Price stability, sustainable growth and financial stability to remain at the core of RBI.

Based on the above the nominal GDP is expected to grow at 11.70%

On the conclusion of the recent 27th meeting of Financial Stability and Development Council (FSDC) headed by honourable Finance Minister Smt. Nirmala Sitharaman, she said that "We see that global financial situation is daunting but at the same time, the Indian economy and financial sector is well protected and well regulated. We have to be cautious and be on our toes and need to take timely steps to mitigate any vulnerability.

India is positioned to grow much better than its peers as and when the global environment improve. Well Capitalised NBFC's having good client profiling risk management system will outpace the growth of the economy.

We remain positive.

BUSINESS OUTLOOK

As India moves from $3.50 Trillion economy towards the projected $5 Trillion by 2025-26, we see tremendous growth opportunities for every segment of the credit ecosystem. Credit being an essential part of economic growth, all segments will benefit be it banks, NBFCs, housing finance, gold finance, microfinance. Credit demand from Agriculture, Industry, MSME, Discretionary and Retail are expected to remain robust.

Regulatory surveillance and quality governance will enable the faster and sustainable growth.

RISK AND CONCERNS

Geopolitical uncertainty, global financial stability and return of upward volatility in inflation continue pose risk and slowdown the pace of global recovery. Slowdown or recession in developed economies can also impact the economic growth.
The Company has Risk Management framework to identify, evaluate business risks and opportunities. The framework helps in identifying risks, exposure and potential impact analysis at the Company level. The Company is making investments in various themes and is judicious in selecting the opportunities, so as to ensure that investments are in the sectors that are growing or expected to turnaround in line with the economic cycles.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has internal control system which examines and ensures adequate internal checks and control procedures for safety of funds and securities. It also ensures proper accounting, records authorization, control of operations and compliance with law. The Company also believes in the importance of technology and systems in improving controls at various levels and strives to enhance them on a continuous basis. Further the Company is continuously working to improve and strengthen internal check and control system to align with the expected growth in operations.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

Since the Company is only managing investments in securities and require minimal staff for its operations. As the business expands the company may hire more staff.

SEGMENT WISE/ PRODUCT WISE PERFORMANCE

As the Company is in only one line of business, product wise and/or segment wise disclosure of performance is not required to be made.

For and on behalf of the Board of Directors

Place : Gurugram
Date : May 17, 2023

Vijay Rathee
Managing Director
DIN- 00042731

Kuldip Singh Rathee
Director
DIN-00041032

INFORMATION PURSUANT TO SECTION 197 OF THE ACT READ WITH RULE 5 (1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES 2014

a. The Ratio of the remuneration of each director to the median remuneration of the employees of the company and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager if any for the financial year 2022-23:

Name of the Director/Key Managerial Personnel	Remuneration of Director/Key Managerial Personnel(Rs. In lacs)	Ratio of the remuneration of each Director to the median remuneration of the employees	% increase/ (decrease) in remuneration of each Directors, Chief Financial Officer, Company Secretary
Mrs. Vijay Rathee, Managing Director	7.43	1.33	21.70
Mr. Kuldip Singh Rathee, Non-Executive Director	0	NIL	NIL
Mr. Hardeep Kumar Mahotra Independent Director	2.50	NA	NA
Mr. Rajvir Singh Chhillar Independent Director	2.50	NA	NA
Mr. Ankit Yadav Chief Financial Officer	2.33	NA	NA
Mr. Sandip Kumar Chaubey Company Secretary	2.93	NA	0.10
Mr. Anshuman Singh Tomar Company Secretary & Chief Financial Officer	1.12	NA	NA
Mrs. Simran Malhotra Company Secretary & Chief Financial Officer	0.65	NA	NIL

b. The percentage increase in the median remuneration of employees in the financial year: Nil
c. The number of permanent employees on the rolls of the Company: 2
d. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: The Average Increase in the salaries of employee other than managerial personnel in 2022-23: Nil
e. We confirm that remuneration paid to directors and managerial personnel are as per the remuneration policy of the Company.

FORM NO. AOC -2

Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014-Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in subsection (1) of Section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of material contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Date of approval by the Board	
f)	Amount paid as advances, if any	

Note: The above disclosures on material transactions are based on threshold of 10% of total turnover.

For and on behalf of the Board of Directors

Place: Gurugram
Date : May 17, 2023

Vijay Rathee	Kuldip Singh Rathee
Managing Director	Director
DIN-00042731	DIN-00041032

REPORT ON CORPORATE GOVERNANCE

(1) CORPORATE PHILOSOPHY: Your Company is committed to the standards of good Corporate Governance, which emphasis on transparency, professionalism and accountability with the aim of enhancing long term economic value of its shareholders, while giving equal respect to the other stakeholders and the society at large.

(2) BOARD OF DIRECTORS

a) Composition

As on 31st March, 2023, the Board comprised of Four Directors, out of which one is Managing Director, one Non- Executive Director and two Independent Directors.

b) Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they have 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. Based on the declarations received from the Independent Directors, the Board of Directors has

confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

c) During the year under review, Five Board Meetings were held on May 25, 2022, August 12,2022, September 10, 2022 November 05, 2022, and February 08, 2023. The necessary quorum was present for all the meetings.

d) The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies as on March 31, 2023 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he/she is a Director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name of the Director	Category	Number of Board Meetings attended during the F.Y. 2022-23	Whether attended last AGM held on August 12, 2022	Number Of Directorship in other public companies	Number of of committee positions held in Other companies #		Directorship in Other listed Companies (Category of Directorship)
					Chairman	Member	
Mrs. Vijay Rathee	Promoter, Non-Independent, Executive	5	Yes	1	-	-	-
Mr. Kuldip Singh Rathee	Promoter, Non-Independent-Non Executive	5	Yes	1	-	-	-
Mr. Rajvir Singh Chhhillar	Independent, Non-Executive	4	Yes	0	-	-	-
Mr. Hardeep Kumar Mahotra	Independent, Non-Executive	4	Yes	2	-	-	-

#For the purpose of Committee position, only Audit Committee and Stakeholders Relationship Committee have been considered.

e) During Financial Year 2022-23 one meeting of the Independent Directors was held on February 08, 2023.The Board periodically reviews the compliance reports of all laws applicable to the Company.

f) Details of equity shares of the Company held by the Non-Executive Directors as on March 31, 2023 are given below:

Name	Category	Number of Equity Shares
Mr. Kuldip Singh Rathee	Non-Executive Directors	3542191

The Company has not issued any convertible instruments.

g) Disclosure of Relationship between director inter-se**:**
Mrs. Vijay Rathee is spouse of Mr. Kuldip Singh Rathee. No others Directors are related to the other Directors.

h) The policy for conducting familiarization programme of Independent Directors can be accessed on the Company's website at **www.somdattfin.com**

i) Skills/expertise/ competencies of the Board**:**

Sl. No.	**Skills/expertise/competencies**		**Status of Availability with the Board**
1.	Understanding of Business/Industry	Experience and knowledge of NBFCs and Banks	Yes

2.	Strategy and strategic planning	Ability to think strategically and identify and critically assess strategic opportunities and threats	Yes
3.	Financial Understanding	Ability to analyse and understand the key financial statements	Yes
4.	Market Understanding	Understanding the Market	Yes
5.	Risk and Compliance Oversight	Ability to identify key risks to the Organization	Yes

j) No Independent Director resigned from the Company during the Financial Year 2022-23.

(3) AUDIT COMMITTEE

(a) Terms of Reference:

The Audit Committee is authorised to exercise all the powers and perform all the functions as specified in Section 177 of the Companies Act, 2013 and rules made thereunder and Regulation 18 of SEBI (LODR) Regulation, 2015 as amended from time to time. The said Committee reviews reports of the Internal Auditors and Statutory Auditors periodically to discuss their findings and suggestions, Internal control systems, scope of audit, observations of the auditors and other related matters and reviews major accounting policies followed by the Company. The Minutes of the Audit Committee meetings are circulatedto and taken note by the Board of Directors.

(b) Composition & Meetings:

The Committee comprises of Two Independent Non-Executive Directors namely Mr. Hardeep Kumar Mahotra (Chairman of the Committee), Mr. Rajvir Singh Chhillar and one Executive Director i.e. Mrs. Vijay Rathee. The Company Secretary of the Company is the Secretary of the Committee. There were 4 (Four) meetings held during the year on May 25, 2022, August 12, 2022, November 05, 2022 and February 08, 2023 the attendance of members at the said meetings was as follows:

Name of the Members	Status	No. of Meetings held	No. of Meeting Attended
Mr. Hardeep Kumar Mahotra	Chairman (Independent Director)	4	4
Mr. Rajvir Singh Chhillar	Member	4	4
Mrs. Vijay Rathee	Member	4	4

All the members are financially literate and Mrs. Vijay Rathee has Financial and Accounting expertise.

(4) NOMINATION AND REMUNERATION COMMITTEE

(a) Terms of reference:

The Nomination and Remuneration Committee is authorized to exercise all powers and perform all the functions as specified in Section 178 of the Companies Act, 2013 and rule made there under and Regulation19 of SEBI (LODR) Regulation, 2015 both as amended from time to time. The said Committee is authorized to exercise all powers specified in the Companies Act, 2013 and rules made there under, Nomination and Remuneration policy of the Company and the Regulation of SEBI (LODR) Regulation, 2015 both amended from time to time.

(b) Composition & Meetings:

The Committee comprises of two Independent Non-Executive Directors namely Mr. Hardeep Kumar Mahotra, Mr. Rajvir Singh Chhillar and a Non-Executive (Non Independent) Director Mr. Kuldip Singh Rathee. The Company Secretary of the Company is the Secretary of the Committee. The Meeting of the Committee was held on May 25, 2022 and 08 February, 2023 and the attendance of members at the said meeting was as follows:

Name of the Members	Status	No. of Meetings Held	No. of Meeting Attended
Mr. Hardeep Kumar Mahotra	Chairman (Independent Director)	2	2
Mr. Rajvir Singh Chhillar	Member	2	2
Mr. Kuldip Singh Rathee	Member	2	2

(c) Performance Evaluation criteria for Independent Directors

Performance evaluation of Independent Directors shall be done on annual basis. The rating shall be provided by

all Directors except the Independent Director being evaluated. The evaluation criteria shall be reviewed by the Nomination and Remuneration Committee and the Board from time to time and shall be subject to the provisions of SEBI (LODR) Regulations, 2015 and the Companies Act, 2013 and rules made thereunder and amendments thereto from time to time.

(5) DETAILS OF REMUNERATION TO DIRECTORS FOR THE YEAR 2022-23

a) Independent Directors do not have any pecuniary relationship or transaction with the Company thereof.

b) Criteria of making payments to Non-Executive Directors is as per Remuneration Policy which can be accessed onthe Company's website i.e. www.somdattfin.com

c) Remuneration to Directors for the year ended on March 31, 2023 is as under:

(In Rs.)

Name of Directors	Salary	Perquisite & Other Benefits	Sitting Fee	Total
Mrs. Vijay Rathee	743713	0	0	743713
Mr. Rajvir Singh Chhillar	--------	--------	250000	250000
Mr. Hardeep Kumar Mahotra	--------	--------	250000	250000
				1243713

d) The appointment of the Managing Directors is governed by the Articles of Association of the Company and the Resolutions passed by the Board of Directors and the Members of the Company. These cover terms and conditions of their appointment read with the service rules of the Company. No separate service contract is entered by the Company with its Managing Directors. There is no provision of notice period or severance fee under the resolutions governing the appointments of Managing Director. The Company does not have in place any Employee Stock Option Scheme and there is no performance linked incentives to the Directors.

(6) STAKEHOLDERS RELATIONSHIP COMMITTEE

(a) Terms of Reference:

The Stakeholders Relationship Committee is authorized to exercise all powers and perform all the functions as specified in Section 178 of the Companies Act, 2013 and rule made there under and Regulation 20 of SEBI (LODR) Regulation, 2015 both as amended from time to time. The said Committee is authorised to look into redressal of shareholders' / Investors' complaints relating to transfer of shares, non-receipt of balance sheet, non-receipt of dividend and also authorised to issue new share certificates in place of those torn / mutilated / defaced, issue duplicate share certificates in place of those which are reported to be lost / misplaced subject to compliance of prescribed formalities.

(b) Composition & Meetings:

The Committee comprises of One Non- Executive Independent Director namely Mr. Hardeep Kumar Mahotra, One Non-Executive, Non-Independent Director, Mr. Kuldip Singh Rathee and one Executive Director Mrs. Vijay Rathee. The Company Secretary of the Company is the Secretary of the Committee. There was 1 (One) meeting held during the year on Tuesday, 08th February, 2023 and the attendance of members at the said meeting was as follows:

Name of the Members	Status	No. of Meetings Held	No. of Meetings attended
Mr. Hardeep Kumar Mahotra	Chairman (Independent Director)	1	0
Mr. Kuldip Singh Rathee	Member	1	1
Mrs. Vijay Rathee	Member	1	1

Mrs. Simran Malhotra, Company Secretary and Chief Financial Officer of the Company is the Compliance Officer of the Company for complying with the requirements of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and the Stock Exchange as amended from time to time.

During the year no complaint was received by the Company. There were nocomplaint pending as on 31st March, 2023.

(7) GENERAL BODY MEETINGS

Annual General Meetings (AGMs)

The details of last three Annual General Meetings are as under:

Year	2019-20	2020-21	2021-22

Date &Time	Wednesday, 12th August, 2020 at 3.00 p.m.	Thursday, 12th August,2021 at 3:00 p.m.	Friday, 12th August,2022 at 12:00 p.m.
Venue	Conducted Through Video Conferencing	Conducted Through Video Conferencing	Conducted Through Video Conferencing
Details of Special Resolutions	Approval of appointment and Remuneration of Mrs. Vijay Rathee as the Managing Director of the Company	No Special Resolution passed.	Re-appointment of Mrs. Vijay Rathee as Managing Director To alter Article of Association

No resolution has been passed through Postal Ballot mechanism during the year 2022–23. No Special Resolution is proposed to be passed in the ensuing Annual General Meeting which are required to be passed through postal ballot.

(8) MEANS OF COMMUNICATION

(i) The Quarterly Unaudited and Annual Audited Financial Results of the Company were sent to the Stock Exchange through BSE listing center immediately after approval by the Board. The Quarterly Unaudited Financial results, Audited Annual results of the Company are published in Financial Express in English and Jansatta in Hindi as per the Regulation 47 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015. These are not sent individually to the shareholders.

(ii) The results are also made available on Company's Website **www.*somdattfin.com***.There were no presentations made to the Institutional investors or analysts.

(iii) Designated exclusive e-mail id for investors: **compliancesdfl@gmail.com**

(9) GENERAL SHAREHOLDERS INFORMATION

(i) Annual General Meeting is notified to be held on 21st July, 2023 at 12:00 Noon through Video Conferencing/Other Audio-Visual Means.

(ii) Financial year of the Company is April 1 to March 31.

Tentative Financial Calendar:

Meeting of the Board / Audit Committee to consider financial results for the:

Quarter ended 30th June, 2023	on or before 14th August, 2023
Quarter ended 30th September, 2023	on or before 14th November, 2023
Quarter ended 31st December, 2023	on or before 14th February, 2024
Audited Annual Results	on or before 30th May, 2024

(iii) Date of Book Closure

The Register of Members and Share Transfer Books of the Company shall remain closed from 15th July, 2023 to 21st July, 2023 (both days inclusive).

(iv) Dividend Payment Date:

No Dividend has been proposed by the Board of Directors for the year 2022-23.

(v) Listing on Stock Exchange and Stock Code

The Equity shares of the Company are listed at:

NAME OF STOCK EXCHANGE	**STOCK CODE**
BSE Ltd. Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	511571

Annual Listing Fee for the year 2022-23 has been paid to BSE.

(vi) Market Price Data

High / Low of the market price of the Company's equity shares traded on the BSE Ltd. (BSE) and BSE SENSEX Index during the year 2022 – 23 was as follows:

Month	Company Share Price at BSE(Rs.)		BSE Sensex Index	
	High	Low	High	Low
April, 2022	40.30	30	60845.10	56009.07
May, 2022	37.95	25.85	57184.21	52632.48
June, 2022	32.30	23.35	56432.65	50921.22
July, 2022	29.90	24.85	57619.27	52094.25
August, 2022	29.40	25	60411.20	57367.47
September, 2022	32.50	23.30	60676.12	56147.23
October, 2022	38	20.65	60786.70	56683.40
November, 2022	61.35	24.55	63303.01	60425.47
December, 2022	170.20	64.40	63583.07	59754.10
January, 2023	207.3	133.35	61343.96	58699.20
February, 2023	176.50	89.35	61682.25	58795.97
March, 2023	165	84.93	60498.48	57084.91

(vii) Registrar and Transfer Agent:

M/s RCMC Share Registry Pvt. Ltd.
B-25/1, Okhla Industrial Area, Phase -2, New Delhi – 110020
Contact Person: Mr. Ravinder Dua
E-mail id : investor.services@rcmcdelhi.com
Phone : 011-26387320/21
Website : **www.rcmcdelhi.com**

(viii) Share Transfer System

The Company's Equity Shares are traded at the Stock Exchange Compulsorily in demat mode. In terms of Regulation 40(1) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfer of equity shares in electronic forms are affected through the depositories with no involvement of the Company.

(ix) Distribution of Shareholding as on 31st March, 2023

Shareholding value(Rs.)	No. of Shareholders	% of shareholders	No. of Shares held	% of Shareholding
1- 5000	6408	90.47	876596	8.76
5001-10000	359	5.07	291154	2.91
10001-20000	130	1.84	194942	1.95
20001-30000	58	0.82	143916	1.44
30001-40000	23	0.32	81982	0.82
40001-50000	23	0.32	108262	1.08
50001-100000	45	0.64	313730	3.13
100001 and above	37	0.52	7997388	79.91
TOTAL	**7083**	**100**	**10007970**	**100**

(x) Shareholding Pattern as on 31st March, 2023

Category of Shareholder	No. of Shareholders	No. of Shares held	Percentage of Shareholding
(A) Promoter and Promoter Group			
Indian (Individual)	2	6939650	69.34
Bodies Corporate	-	-	-
Foreign	-	-	-
(B) Public Shareholding			
Mutual Fund	-	-	-
Clearing Member	5	282	0.00
LLP	3	42830	0.43
Pension Funds	1	203	0.00
Financial Institution/Banks	-	-	-

Foreign Institutional Investors	-	-	-
Foreign Companies	2	332100	3.32
Non-Resident Indians	109	204412	2.04
Bodies Corporate	118	146364	1.46
Resident Individual	6843	2342129	23.40
Sub-Total(B)	**7081**	**3068320**	**30.66**
(C) Shares held by custodians and against whichDepository Receipts have been issued	**-**	**-**	**-**
Total (A) + (B) + (C)	**7083**	**10007970**	**100**

(xi) Dematerialization of Shares:

Sl. No.	Mode of Holding	No. of Shares	Percentage
1	**NSDL**	**8,155, 928**	**81.49**
2	**CDSL**	**7,76,048**	**7.76**
3	**PHYSICAL**	**10,75,994**	**10.75**
TOTAL:		**10007970**	**100.00**

88.98% of Company's paid-up Equity Share Capital has been dematerialised upto March 31, 2022.

Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's Shares is **INE754C01010**.

(xii) Liquidity of Shares:
Equity Shares of the Company are listed at BSE Ltd.

(xiii) Outstanding GDR/ADR/Warrants or any convertible instruments, conversion date and impact on equity: Nil

(xiv) Commodity Price Risk/ Foreign Exchange Risk and Hedging Activities:
The Company is not involved in any speculative activities.

(xv) Location of Plants: NA

(xvi) Address for correspondence:
Regd. Office :- 516, Suneja Tower-I, District Centre, Janakpuri, Delhi-110058.
E-mail address - **compliancesdfl@gmail.com**

(10) OTHERS DISCLOSURES

a) During the year, there were no significant related party transactions of material nature that could have potential conflict with the interest of the Company.

b) During the last three years, there were no strictures made or penalties imposed by either SEBI or the Stock Exchanges or any other statutory authority on any matter related to the capital markets.

c) The Company has formulated a Vigil Mechanism / Whistle Blower Policy for the Directors and employees to report genuine concerns in a manner prescribed in the Policy. The Policy is available at website of the Company i.e. www.somdattfin.com In accordance with the said Policy Whistle Blower shall have right to access to the Chairman of the Audit Committee directly in exceptional cases and the Chairman of the Audit Committee shall issue suitable directions in this regard.

d) The Company is complying with all mandatory requirements of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 relating to reporting of Internal Auditor directly to Audit Committee. The Related Party transactions Policy is available at Website of the Company i.e. www.somdattfin.com

e) A certificate from Naveen Narang & Associates., Practicing Company Secretary is attached (which forms integral part of this report) confirming that none of the Directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of the Company by the Board/Ministry of Corporate

Affairs or any such statutory authority.

f) There was no such instance during FY 2022-23 when the Board had not accepted any recommendation of any committee of the Board.

g) Total fees for all services paid by listed entity on a consolidated basis to the Statutory Auditor is given below:

Payment to Statutory Auditors	Rs. (INR)
Statutory Audit Fee	3,00,000
Other Services	40,000
GST collected on above services	46,575
Total	3,86,575

h) Disclosures in relation to the Sexual Harassment of Women at Workplace: The Company is not required to constitute an Internal Complaints Committee as the number of employees in the Company are below the threshold limit as prescribed under the Sexual Harassment of Women (Prevention, Prohibition and Redressal) Act, 2013

i) Non-Compliance of any requirement of corporate governance report of sub para (2) to (10) of Schedule V (c) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015-NIL

j) The Company has duly complied with the requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of SEBI (Listing Obligation and Disclosure R) Regulation, 2015.

(11) CODE OF CONDUCT

The Company has adopted a Code of Conduct for all Board Members and Senior Management of the Company. The Code of Conduct has been posted on the website of Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct. A declaration signed by the Managing Director is given below:

"I hereby confirm that the Company has obtained from all the members of the Board and Senior Management, affirmation that they have complied with the Code of Conduct in respect of the financial year 2022 -23."

Vijay Rathee
Managing Director
May 17, 2023

(12) DETAILS OF DEMAT SUSPENSE ACCOUNT

The disclosure as required under Regulation 34 read with Schedule V of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015:

Particulars	No. of cases	No. of shares
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year i.e. April 1, 2022.	NIL	NIL
Number of shareholders, who approached issuer for transfer of shares from suspense account during the year i.e. April 1, 2022 to 31st March, 2023.	NIL	NIL
Number of shareholders to whom shares were transferred from suspense account during the year	NIL	NIL
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year i.e. as on March 31, 2023.	NIL	NIL

The Voting Rights on the outstanding unclaimed shares lying in suspense account, *if any*, shall remain frozen till the rightful owner of such shares claims the shares.

(13) CERTIFICATE ON CORPORATE GOVERNANCE

A Compliance certificate from M/s Naveen Narang & Associates pursuant to Schedule V of the SEBI (Listing Obligation and Disclosure Requirement)Regulations, 2015 regarding compliance of conditions of corporate governance is attached.

CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of

SOM DATT FINANCE CORPORATION LIMITED

We have examined the compliance of the conditions of Corporate Governance by **SOM DATT FINANCE CORPORATION LIMITED** ('the Company') for the year ended on March 31, 2023, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2023.

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.

For **Naveen Narang and Associates**
Company Secretaries

Jyoti Narang
Partner
M.No. 5698
C.P. No 5199
UDIN: F005698E000316681
Place: Delhi
Date: 16TH May, 2023

SECRETARIAL AUDIT REPORT
For the financial year ended 31st March, 2023
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
SOM DATT FINANCE CORPORATION LIMITED
516, Suneja Tower 1, District Center
Janakpuri, New Delhi - 110058

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SOM DATT FINANCE CORPORATION LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 2023** 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 on 31st March 2023 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under 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'):

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **Not Applicable to the Company as the Company has not issued any further share capital during the period under review**

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **Not Applicable to the Company as the Company does not has any ESOP during the period under review.**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable to the Company as the Company has not issued or listed any debt security during the period under review.**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; **Not Applicable to the Company as the Company is not registered as Registrar to an Issue or Share Transfer Agent during the period under review.**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable to the Company as there was no reportable event during the period under review.**

(vi) Other laws specifically applicable to the Company:

(a) Income Tax Act, 1961
(b) Goods and Service Tax Act, 2016
(c) The RBI Act, 1934
(d) Shops and Commercial Establishments Act
(e) The Sexual harassment of women at workplace (prevention, prohibition and redressal) Act 2013

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement entered into by the Company with Bombay Stock Exchange Limited.

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

As informed, the Company has responded appropriately to notices received from various statutory / regulatory authorities including initiating actions for corrective measures wherever found necessary.

We further report that during the audit period, there were no other specific events / actions having a bearing on Company's affiars in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

For **Naveen Narang & Associates**
Company Secretaries

Jyoti Narang
Partner
FCS # 5698, CP # 5199
Peer Review Cer. No. 3434/2023
UDIN: F005698E000316734

Place: Delhi
Date: 16th May, 2023

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

'Annexure A'

To,
The Members
SOM DATT FINANCE CORPORATION LIMITED
516, Suneja Tower 1, District Center
Janakpuri, New Delhi - 110058

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. 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 verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis of our opinion.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Whereever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **Naveen Narang & Associates**
Company Secretaries

(Jyoti Narang)
Partner
FCS # 5698, CP # 5199

Place: Delhi
Date: 16th May, 2023

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 of
Som Datt Finance Corporation Limited
516, Suneja Tower 1, District Center
Janakpuri, New Delhi - 110058

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Som Datt Finance Corporation Limited having CIN-L65921DL1993PLC377542 and having registered office at 516, Suneja Tower 1, District Center, Janakpuri, New Delhi - 110058 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 as considered necessary and explanations furnished to me / us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1	Kuldip Singh Rathee	00041032	27/12/2019
2	Vijay Rathee	00042731	27/12/2019
3	Hardeep Kumar Mahotra	00219216	29/01/2020

4	Rajvir Singh Chhillar	08651668	27/12/2019

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

For **Naveen Narang and Associates**
Company Secretaries

Jyoti Narang
Partner
M.No. 5698
C.P. No 5199
UDIN: F005698E000316571

Place: Delhi
Date: 16th May, 2023

INDEPENDENT AUDITOR'S REPORT

To The Members of Som Datt Finance Corporation Limited

Report on the Audit of the Financial Statement

Opinion
We have audited the accompanying Financial statements of Som Datt Finance Corporation Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2023, the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash flows ended on that date, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

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

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

Sr. No.	Key Audit Matter	Auditor's Response
1.	*ognition of Deferred Tax as per Ind AS 12.* *erred Tax Asset(Net) includes a Deferred Tax Asset of Rs 8,16,043/- on account of Unabsorbed Capital Loss.*	As per the management deferred tax assets taken in the Balance Sheet are realizable against future tax liabilities. The company is expecting Long Term Capital Gains on account its Investments reflecting in the Balance Sheet to the extent of Rs. 21.35 Cr. **Principal Audit Procedures:** Obtained details of earlier and current year tax computations and returns filed for earlier assessment years. We involved our internal experts to challenge the management's underlying assumptions in

		estimating the expected realization. As per the management the company is expecting Long Term Capital Gains on account its Investments reflecting in the Balance Sheet to the extent of Rs. 21.35 Cr. The company has 73.33 Lakhs Unabsorbed Long Term Capital Loss. Deferred tax assets taken in the Balance Sheet on this Unabsorbed Long Term Capital Loss of 73.33 Lakhs can be realized against future tax liabilities on account of Capital Gain, if any, depending upon treasury decisions in the future.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements
The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial Performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
Those Board of Directors are also responsible for overseeing the Company's financial reporting process.
Auditor's Responsibilities for the Audit of the Financial Statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system 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 financial statements or, if such disclosures are

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

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

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by 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, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.

(d) In our opinion, the aforesaid financial statements comply with the the Ind AS specified under Section 133 of the Act.

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

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in '**Annexure A**'.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the managerial remuneration paid or provided by the company is per the provisions of section 197 of the Act.

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

i. There were no pending litigations which would impact the financial position of the financial statements.
ii. Provision has been made in the financial statements as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
iii. There is no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

iv . (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("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;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been receivedby the Company from any person or entity, including foreign entity ("FundingParties"), with the understanding, whether recorded in writing or otherwise, that theCompany shall, whether, directly or indirectly, lend or invest in other persons orentities identified in any manner whatsoever by or on behalf of the Funding Party("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalfof the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriatein the circumstances, nothing has come to our notice that has caused us to believethat 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 or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

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

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For D.S. Talwar & Co.
Chartered Accountants
FRN: 000993N

Date: 17/05/2023
Place: Gurugram
UDIN: 23514698BGXWYQ9849

Shradha Talwar
Partner
M. No. 514698

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Som Datt Finance Corporation Limited of even date)

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')
We have audited the Internal Financial Controls Over Financial Reporting of **Som Datt Finance Corporation Limited** ('the Company') as at 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended and as on that date.

Management's Responsibility for Internal Financial Controls
The Board of Directors of the Company is responsible for establishing and maintaining internal financial control based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in guidance note on Audit of Internal Financial Control over Financial Reporting 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 Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility
Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in according with the Guidance Note on Audit of Internal Financial Control over financial reporting (the 'Guidance Note') and the standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.
Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists,

and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgment, 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 internal financial controls system over financial reporting.

Meaning of Internal Financial over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For D.S. Talwar & Co.
Chartered Accountants
FRN: 000993N

Date: 17/05/2023
Place: Gurugram

Shradha Talwar
Partner
M. No. 514698

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Som Datt Finance Corporation Limited** of even date)

i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular program of physical verification of its property, plant and equipment by which all property, plant and equipment are verified by the management. Property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) The Company does not have any immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii. (a) The Company is a Non-Banking Finance Company and has not dealt with any goods and the Company does not hold any inventory during the period under audit. Accordingly the reporting requirement under clause (ii) of paragraph 3 of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the

Company, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets at any point of time during the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

iii. The Company is a Non – Deposit taking Non-Banking Finance Company (NBFC) registered with the Reserve Bank of India. According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year the Company has made investments, but the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties .
According to the information and explanations given to us the investments made are not prejudicial to the company's interest;

iv. According to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Act are applicable and hence not commented upon.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public during the year in terms of the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.

vi. The Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.

vii. (a) According to information and explanations given to us and on the basis of our examination of the books of account and records, the Company has been generally regular in depositing undisputed statutory dues including provident fund, Income-Tax, GST and any other statutory dues as applicable with the appropriate authorities. There was a TDS demand of Rs. 42616, however, the same has been deposited before the date of this report. According to the information and explanations given to us, no other undisputed amounts payable in respect of any material statutory dues were in arrears as at March 31, 2023 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanation given to us and the records of the Company examined by us, the particulars of statutory dues as at 31st March 2023 which have not been deposited on account of a dispute are as follows: -

viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

Nature of the statute	**Nature of dues**	**Forum where Dispute is Pending**	**Period to which the Amount Relates**	**Amount ₹ lakh**
The Income Tax Act, 1961	Demand Payable u/s 143(1)	Assistant director of income Tax, CPC	AY 2021-22	3.00 Lakh (After absorption of refund claimed Rs.3.87 Lakh reflected as an asset in the Balance sheet)

ix. (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
(c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
(e) On an overall examination of the 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 subsidiaries, joint ventures and associate companies.
(f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f)of the Order is not applicable.

x. (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

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

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

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

xii. In our opinion, the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable to the Company.

xiii. According to the information and explanation given to us and on the basis of the examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

xiv. (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

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

xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the 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 registration has been obtained

(b) The Company is engaged in the business of Nonbanking Financial Institution and has obtained the certificate of registration (CoR) under section 45-IA of the Reserve Bank of India Act, 1934.

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

(d) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs.

xvii. The Company has not incurred cash losses in the current and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. In our opinion and according to the information and explanations given to us, Section 135 of the Act is not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For D.S. Talwar & Co.
Chartered Accountants
FRN: 000993N

Date: 17/05/2023
Place: Gurugram

Shradha Talwar
Partner
M. No. 514698

Som Datt Finance Corporation Limited
CIN: L65921DL1993PLC377542
Balance Sheet as at March 31, 2023
(All amounts are in INR lakhs, except otherwise stated)

	Note	As at March 31, 2023	As at March 31, 2022
ASSETS			
1. Financial assets			
(a) Cash and cash equivalents	3	156.87	276.38
(b) Receivables			
(I) Trade receivables	4	-	188.96
(c) Investments	5	2,135.13	1,762.01
(d) Other financial assets	6	2.88	4.89
		2,294.88	**2,232.24**
2. Non-financial assets			
(a) Non Current tax assets (Net)	7	3.88	9.35
(b) Deferred tax assets (Net)	8	53.31	46.66
(c) Property, plant and equipment	9	2.88	3.15
(d) Other intangible assets	10	-	0.07
(e) Other non-financial assets	11	0.05	0.04
		60.12	**59.27**
TOTAL ASSETS		**2,355.00**	**2,291.51**
LIABILITIES AND EQUITY			
Liabilities			
1. Financial liabilities			
(a) Payables			
(I) Trade payables	12		
- total outstanding dues of micro enterprises and small enterprises		-	-
- total outstanding dues of creditors other than micro enterprises		4.02	3.00
- and small enterprises			
(b) Other financial liabilities	13	2.06	3.29
		6.08	**6.29**
2. Non-financial liabilities			
(a) Current tax liabilities (Net)	14	10.76	18.20
(b) Provisions	15	1.50	2.67
(c) Other non-financial liabilities	16	0.96	0.73
		13.22	**21.60**
Equity			
(a) Equity share capital	17	1,000.80	1,000.80
(b) Other equity	18	1,334.90	1,262.82
		2,335.70	**2,263.62**
TOTAL LIABILITIES AND EQUITY		**2,355.00**	**2,291.51**
Summary of significant accounting policies	2		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For D.S.TALWAR & CO.
Chartered Accountants
Firm's Registration No.: 000993N

For and on behalf of the Board of Directors of
Som Datt Finance Corporation Limited

Shradha Talwar	**Vijay Rathee**	**Kuldip Singh Rathee**	**Simran Malhotra**
Partner	Managing Director	Director	Company Secretary & Chief Finance Officer
Membership No.: 514698	DIN: 00042731	DIN: 00041032	Membership No.: 43075
Place: Gurugram	Place: Gurugram	Place: Gurugram	Place: Gurugram
Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023

Som Datt Finance Corporation Limited
CIN: L65921DL1993PLC377542
Statement of Profit and Loss for the year ended March 31, 2023
(All amounts are in INR lakhs, except otherwise stated)

	Note	For the year ended March 31, 2023	For the year ended March 31, 2022
INCOME			
1. Revenue from operations			
(a) Dividend income	19	27.98	59.10
(b) Net gain on fair value changes	20	106.45	480.15
Total revenue from operations		**134.43**	**539.25**
Other income		0.05	0.01
Total income		**134.48**	**539.26**
EXPENSES			
(a) Finance costs	21	-	0.99
(b) Fees and commision expense	22	4.60	8.21
(c) Employee benefits expense	23	22.58	33.18
(d) Depreciation and amortization expense	24	0.99	0.51
(e) Other expenses	25	25.50	25.65
Total expenses		**53.67**	**68.54**
Profit before exceptional items and tax		**80.81**	**470.72**
Exceptional items		-	-
Profit before tax		**80.81**	**470.72**
Tax expenses	26		
Current tax		13.56	78.69
MAT Credit Entitlement		(13.56)	-
Adjustment of tax relating to earlier years		0.99	(2.21)
Deferred tax		7.75	10.21
		8.74	**86.69**
Profit after tax for the year		**72.07**	**384.03**
Other comprehensive income:			
(i) Items that will not be reclassified to profit or loss in subsequent years:			
Remeasurement of post employment benefit obligations		0.01	(0.05)
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	0.01
Other comprehensive income/ (loss) for the year, net of tax		**0.01**	**(0.04)**
Total comprehensive income for the year		**72.08**	**383.99**
Earnings per equity share	27		
Basic (in INR)		0.72	3.84
Diluted (in INR)		0.72	3.84
Summary of significant accounting policies	2		
The accompanying notes are an integral part of the financial statements.			

As per our report of even date

For D.S.TALWAR & CO.
Chartered Accountants
Firm's Registration No.: 000993N

For and on behalf of the Board of Directors of
Som Datt Finance Corporation Limited

Shradha Talwar	**Vijay Rathee**	**Kuldip Singh Rathee**	**Simran Malhotra**
Partner	Managing Director	Director	Company Secretary & Chief Finance Officer
Membership No.: 514698	DIN: 00042731	DIN: 00041032	Membership No.: 43075
Place: Gurugram	Place: Gurugram	Place: Gurugram	Place: Gurugram
Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023

Som Datt Finance Corporation Limited
CIN: L65921DL1993PLC377542
Cash Flow Statement for the year ended March 31, 2023
(All amounts are in INR lakhs, except otherwise stated)

	Note	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash flows from operating activities			
Profit / (Loss) before tax		**80.81**	**470.72**
Adjustment to reconcile profit before tax to cash provided by operating activities			
Depreciation		0.99	0.51
Change in fair value of investment		(85.15)	(131.61)
Operating profit before working capital changes		**(3.35)**	**339.62**
Adjustment for:			
(Increase)/decrease in trade receivables		188.96	(186.15)
(Increase)/decrease in other financial assets		2.01	(4.89)
Increase/(decrease) in trade payables and other payable		1.02	(1.17)
Increase/(decrease) in other financial liability		(1.23)	3.29
Increase/(decrease) in provisions		(1.17)	1.74
Increase/(decrease) in other non-financial liabilities		0.23	0.11
		186.48	**152.55**
Income tax paid (net of refunds)		(17.36)	(60.79)
Net cash generated from operating activities	**(A)**	**169.11**	**91.76**
B. Cash flows from investing activities			
Purchase of property, plant and equipment		(0.65)	(2.66)
Proceeds from sale of equity instrument (net)		(287.97)	181.36
Net cash (used in)/ generated from investing activities	**(B)**	**(288.62)**	**178.70**
C. Cash flows from financing activities		-	-
Net cash generated from financing activities	**(C)**	**-**	**-**
D. Net increase / (decrease) in cash and cash equivalents	**(A + B + C)**	**(119.51)**	**270.46**
Cash and cash equivalents at beginning of the year		276.38	5.92
Cash and Cash equivalents at end of the year (refer note 3)		**156.87**	**276.38**

As per our report of even date

For D.S.TALWAR & CO.
Chartered Accountants
Firm's Registration No.: 000993N

For and on behalf of the Board of Directors of
Som Datt Finance Corporation Limited

Shradha Talwar	**Vijay Rathee**	**Kuldip Singh Rathee**	**Simran Malhotra**
Partner	Managing Director	Director	Company Secretary & Chief Finance Officer
Membership No.: 514698	DIN: 00042731	DIN: 00041032	Membership No.: 43075
Place: Gurugram	Place: Gurugram	Place: Gurugram	Place: Gurugram
Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023

Som Datt Finance Corporation Limited
CIN: L65921DL1993PLC377542
Statement Of Changes in Equity for the year ended March 31, 2023
(All amounts are in INR lakhs, except otherwise stated)

A. EQUITY SHARE CAPITAL

	Note	Number of Shares	Amount
Issued, subscribed and fully paid			
As at April 1, 2021 (equity share of INR 10 each)	17	1,00,07,970	1,000.80
Changes in equity share capital during the year		-	-
As at March 31, 2022 (equity share of INR 10 each)	17	**1,00,07,970**	**1,000.80**
Changes in equity share capital during the year		-	-
As at March 31,2023 (equity share of INR 10 each)	17	**1,00,07,970**	**1,000.80**

B. OTHER EQUITY*

Description	**Reserve and Surplus**		
	Statutory Reserve	**Retained earnings**	**Total other equity**
As at April 1, 2021	**287.96**	**590.87**	**878.83**
Transfer to/from retained earning	76.81	(76.81)	-
Profit for the year after income tax	-	384.03	384.03
Other comprehensive income	-	(0.04)	(0.04)
Total comrehensive income	**-**	**383.99**	**383.99**
As at March 31, 2022	**364.77**	**898.05**	**1,262.82**
Transfer to/from retained earning	14.41	(14.41)	-
Profit for the year after income tax	-	72.07	72.07
Other comprehensive income	-	0.01	0.01
Total comrehensive income	**-**	**72.08**	**72.08**
As at March 31, 2023	**379.18**	**955.72**	**1,334.90**

* Refer note 18 for details.

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For D.S.TALWAR & CO.
Chartered Accountants
Firm's Registration No.: 000993N

For and on behalf of the Board of Directors of
Som Datt Finance Corporation Limited

Shradha Talwar	**Vijay Rathee**	**Kuldip Singh Rathee**	**Simran Malhotra**
Partner	Managing Director	Director	Company Secretary & Chief Finance Officer
Membership No.: 514698	DIN: 00042731	DIN: 00041032	Membership No.: 43075
Place: Gurugram	Place: Gurugram	Place: Gurugram	Place: Gurugram
Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023

1. Reporting entity

Som Datt Finance Corporation Limited ('the Company') (CIN L65921DL1993PLC377542 changed from CIN: L65921WB1993PLC060507 during the year 2020-21), was incorporated on October 19, 1993. The Company had been granted registration under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) on 10th November, 1998 having Registration No. 05.02987. RBI issued further Certificate dated 29th March, 2005 in lieu of earlier certificate having categorized the Company as Non-Banking Financial Company (Non-Deposit Taking). Consequent upon shifting of registered office of the Company from West Bengal to Delhi, RBI has issued fresh certificate of registration bearing no. B-14.03556 dated 23rd September, 2021. It is carrying on the activity of proprietary investment in stocks and securities.

2. Significant accounting policies

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

2.1 Basis of preparation of financial statements

(i) Statement of Compliance

These financial statements have been prepared in accordance with Indian Accounting Standard (Ind AS), under the historical cost convention on the accrual basis except certain financial instrument which are measured at fair values, the provisions of the companies Act, 2013 ('the Act'). The Ind AS are prescribed under section 133 of the Act read with rule 3 of the companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

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

The financial statements are presented in Indian Rupees (in lakhs), unless otherwise stated.

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Financial instruments,
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial assets and liabilities),

(ii) Functional and presentation currency

The financial statements are presented in Indian Rupees (INR) (in lakhs).

(iii) Use of estimates and judgements

The preparation of financial statements to be in conformity with the Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as on the date of the financial statements and the reported income and expenses during the reported period. Management believes that the estimate used in preparation of the financial statements are prudent and reasonable. Actual results could differ from these estimates. The estimates and the underlying assumptions are reviewed on an ongoing basis.

a) **Determination of estimated useful lives of property, plant and equipment, Intangible assets and Investment property**

Useful lives of property, plant and equipment are based on the life prescribed in Schedule II of the Act. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. (Refer Note 9 & 10)

b) **Recognition of deferred tax assets**

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, depreciation carry-forwards and tax credits. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences and depreciation carry-forwards could be utilized.

c) **Recognition and measurement of provisions and contingencies**

The recognition and measurement of provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the reporting date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

d) **Discounting of long-term financial assets/liabilities**

All financial assets/liabilities are required to be measured at fair value on initial recognition. In case of financial assets which are required to be subsequently measured at amortised cost, interest is accrued using the effective interest method.

e) **Fair value of financial instruments**

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility. For further details about determination of fair value please see Note 28.

2.2 Summary of significant accounting policies

1) Revenue recognition

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

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

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

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

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

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

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

Revenue from contracts with customers is recognised when control of the services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those services.

Interest income

Interest income on financial assets is recognized on an accrual basis using effective interest rate (EIR). Interest revenue is continued to be recognized at the original effective interest rate.

Dividend income

Dividend income is recognised in statement of profit and loss when the right to receive the dividend is established.

Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Basis of Recognition

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

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on a pro-rata basis on the straight line method over the estimated useful lives of assets, based on internal assessment and independent technical evaluation done by the Management expert which are equal to, except in case of Leasehold Improvement where useful life is lower than life prescribed under Schedule II to the Companies Act, 2013.The leasehold improvements are depreciated over the assets' useful life under Schedule II or over the lease term if there is no reasonable certainty that the Company will renew ownership at the end of the lease term.

The asset's useful lives are reviewed and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income expenses.

Depreciation methods and estimated useful lives

Assets	Estimated useful life (Years)
Plants & Machinery	10
Vehicles	8
Furniture & Fixture	10
Computers	5

Assets costing less than or equal to Rs. 5,000 are fully depreciated pro-rata from date of acquisition.

2) Investment Property

Investment Property are property held to earn rentals and for capital appreciation. Investment Property are measured initially at cost including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model. An Investment property is derecognised upon disposal or when the investment property are permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which property is derecognised.

3) Intangible assets

Intangible assets acquired separately are measured on initial recognition at historical cost. Intangibles assets have a finite life and are subsequently carried at cost less any accumulated amortization and accumulated impairment losses.

Intangible assets with finite lives are amortized over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit or loss when the asset is derecognized.

Amortisation methods and estimated useful lives

Assets	Estimated useful life (Years)
Computer Software	3

4) Impairment of non-financial assets

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognised in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss. In case of revalued assets, such reversal is not recognized.

5) Employee benefits

(i) Defined Contribution Plans

The Company makes payments to defined contribution plans such as provident fund and employees' state insurance. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(ii) Short-term obligations

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

(iii) Post-employment obligation

The Company operates the following post-employment schemes:

a) Defined benefit plans

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.
The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.
Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.
Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

b) Other long-term employee benefits

Other long-term employee benefits are recognised as an expense in the Statement of Profit and Loss as and when they accrue. The Company determines the liability using the Projected Unit Credit Method, with actuarial valuations carried out as at the balance sheet date. Actuarial gains and losses in respect of such benefits are charged to the Statement of Profit and Loss.

6) Taxes

Current Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax is calculated on the basis of the tax rates and the tax laws enacted by the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations is subject to interpretation.

It establishes provisions or make reversals of provisions made in earlier years, where appropriate, on the basis of amounts expected to be paid to / received from the tax authorities.

Deferred Income Tax

Deferred tax is recognized for all the temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognized and carried forward only if it is probable that sufficient future taxable amounts will be available against which such deferred tax asset can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled. The carrying amount of deferred tax assets are reviewed at each Balance Sheet date and reduced\ increased to the extent that it is no longer probable\ it becomes probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred tax assets and liabilities are offset if a legally enforceable right exists to set off current tax assets and liabilities and the deferred tax balances relate to the same taxable authority. Current tax assets and liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

7) Leases (as lessee)

Company as a lessee

The Company's lease asset classes primarily consist of leases for buildings. The Company assesses whether a contract contains a lease, at 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 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 as an operating expense on a straight-line basis 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 recognized at cost, which comprises the initial amount of the lease liability 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. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

Company as a 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.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight-line basis over the term of the relevant lease.

8) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash on hand, amount at banks and other short-term deposits with an original maturity of three months or less that are readily convertible to known amount of cash and, which are subject to an insignificant risk of changes in value.

9) Earnings Per Share (EPS)

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to the shareholders of the Company
- divided by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year

(ii) Diluted earnings per share

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

- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

10) Financial Instruments

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

Financial assets

Classification

The Company classifies its financial assets as subsequently measured at either amortized cost or fair value based on the business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction fees or costs that are directly attributable and incremental to the origination/acquisition of the financial asset unless otherwise specifically mentioned in the accounting policies.

All regular way purchase or sale of financial assets are recognised and derecognised on a trade date basis. Purchase or sale of unquoted instrument is recognised on the closing date or as and when the transaction is completed as per terms mentioned in relevant transaction agreement / document.

Regular way purchase or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Business model assessment

The Company makes an assessment of the objective of a business model in which an asset is held such that it best reflects the way the business is managed and is consistent with information provided to management. The information considered includes:

- The objectives for the portfolio, in particular, management's strategy of focusing on earning contractual interest revenue, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of the liabilities that are funding those assets or realising cash flows through the sale of the assets;

- The frequency, volume and timing of sales in prior periods, the reasons for such sales and its expectations about future sales activity. However, information about sales activity is not considered in isolation, but as part of an overall assessment of how the Company's stated objective for managing the financial assets is achieved and how cash flows are realised.

The risks that affect the performance of the business model, the financial assets held within that business model and how those risks are managed.

Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making the assessment, the Company considers:
• reset terms
• contingent events that would change the amount and timing of cash flows;
• prepayment and extension terms; and
• features that modify consideration of the time value of money – e.g. periodical reset of interest rates.

Subsequent Measurement

Financial assets at amortised cost

A financial asset is measured at amortised cost only if both of the following conditions are met:
- It is held within a business model whose objective is to hold assets in order to collect contractual cash flows.
- The contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest (EIR) method. Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR and reported as part of interest income in the profit and loss account. The losses if any, arising from impairment are recognised in the profit and loss account.

Financial asset at fair value through Other Comprehensive Income (FVOCI)

Financial asset with contractual cash flow characteristics that are solely payments of principal and interest and held in a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets are classified to be measured at FVOCI. The impairment losses, if any, are recognized through profit and loss account. The loss allowance is recognized in other comprehensive income and does not reduce the carrying value of the financial asset. On derecognition, gains and losses accumulated in OCI are reclassified to the statement of profit and loss.

Financial asset at fair value through profit and loss (FVTPL)

Any financial instrument, which does not meet the criteria for categorization as at amortized cost or as FVOCI, is classified to be measured at FVTPL.

Financial instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss account.

All equity investments except for investments in subsidiary/associate/joint ventures are measured at fair value. Equity instruments which are held by the company are classified as at FVTPL.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost.

Financial Liabilities at fair value through profit or loss (FVTPL)

A financial liability is classified as at fair value through profit or loss if it is classified as held-for-trading or is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and changes therein, including any interest expense, are recognised in statement of profit and loss.

11) Write-offs

Financial assets are written off either partially or in their entirety when there is no realistic prospect of recovery. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts. If the amount to be written off is greater than the accumulated loss allowance, the difference is first treated as an addition to the allowance that is then applied against the gross carrying amount. Any subsequent recoveries are credited to impairment on financial instruments in the statement of profit and loss. However, financial assets that are written off may be subject to enforcement activities to comply with the Company's procedures for recovery of amounts due.

12) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

13) Derecognition of financial assets

A financial asset is derecognised only when

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

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

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

Derecognition of financial assets and financial liabilities

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

• The rights to receive cash flows from the asset have expired, or
• The Company has transferred its rights to receive cash flows from the asset
• The Company has transferred substantially all the risks and rewards of the asset, but has transferred control of the asset

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

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

14) Modifications of financial assets and financial liabilities

Financial assets

If the terms of a financial asset are modified, the Company evaluates whether the cash flows of the modified asset are substantially different. If the cash flows are substantially different, then the contractual rights to cash flows from the original financial asset are deemed to have expired. In this case, the original financial asset is derecognised and a new financial asset is recognised at fair value.

If the cash flows of the modified asset carried at amortised cost are not substantially different, then the modification does not result in derecognition of the financial asset. In this case, the Company recalculates the gross carrying amount of the financial asset as the present value of the renegotiated or modified contractual cash flows that are discounted at the financial asset's original effective interest rate and recognises the amount arising from adjusting the gross carrying amount as a modification gain or loss in profit and loss account.

Any costs or fees incurred adjust the carrying amount of the modified financial asset and are amortised over the remaining term of the modified financial asset. If such a modification is carried out because of financial difficulties of the borrower, then the gain or loss is presented together with impairment losses. In other cases, it is presented as interest income or other gain or loss as appropriate.

Financial liabilities

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

15) Offsetting

Financial assets and financial liabilities are offset and the net amount is reported in the financial statements only if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

16) Borrowing Cost

Expenses related to borrowing cost are accounted using effective interest rate. Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

17) Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for financial instruments such as investment in unquoted equity instruments, debentures, preference shares etc.

Management uses its judgement in selecting an appropriate valuation technique for financial instruments not quoted in an active market. Valuation techniques commonly used by market participants are applied.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e.as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

18) Provisions, Contingent liabilities and Contingent assets

A provision is recognised when the Company has a present obligation as a result of a past event and it is probable that an outflow of embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements.

19) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

20) Foreign currency transactions and translations

Transactions in foreign currencies are recorded at the rate of exchange prevailing on the date of the transaction. Exchange differences arising on settlement of revenue transactions are recognised in the statement of profit and loss. Monetary assets and liabilities contracted in foreign currencies are restated at the rate of exchange ruling at the Balance Sheet date. Non-monetary assets and liabilities that are measured at fair value in a foreign

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

21) Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

3	**Cash and cash equivalents**	**As at March 31, 2023**	**As at March 31, 2022**
	Cash in hand	0.88	0.49
	Balance with banks		
	- in current accounts	155.99	275.89
		156.87	**276.38**

4	**Trade receivables**	**As at March 31, 2023**	**As at March 31, 2022**
	Considered good- Secured	-	-
	Considered good- Unsecured	-	188.96
		-	**188.96**

Notes relating to trade receivables:-

1. No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person, nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

2. Trade receivables includes receivable from related parties amounting to INR Nil (March 31, 2022: INR Nil)

3. Trade receivables ageing schedule:

As at March 31, 2023

	Less than 6 momths	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed Trade receivables - considered good	-	-	-	-	-	**-**
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	**-**
Disputed Trade Receivables - considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Disputed Trade Receivables - credit impaired	-	-	-	-	-	**-**

As at March 31, 2022

	Less than 6 momths	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed Trade receivables - considered good	188.96	-	-	-	-	**188.96**
Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
Disputed Trade Receivables - credit impaired	-	-	-	-	-	**-**

5	**Investments**	**As at March 31, 2023**	**As at March 31, 2022**
	Investments within India		
	a) At fair value through profit and loss acccount		
	(i) In equity instruments	2,135.13	1,762.01
		2,135.13	**1,762.01**

Notes relating to investments:-

1. Bifurcation of investments

Particulars	**As at March 31, 2023**	**As at March 31, 2022**
Quoted	2,135.13	1,762.01
Unquoted	-	-
	2,135.13	**1,762.01**

In order to undertake investment/trading positions in the cash/derivate segment, securities are kept as margin in the normal course of business by creating a pledge of securities in favour of the clearing member as per the applicable laws. The cost of these securities is INR Nil lakhs (March 31, 2022: INR 389.05 lakhs) having market value of INR Nil lakhs (March 31, 2022: INR 380.07 lakhs). There is no any open position in derivative segment.

6	**Other financial assets**	**As at March 31, 2023**	**As at March 31, 2022**
	Dividend receivable	2.88	4.89
		2.88	**4.89**

7	**Non Current tax assets (Net)**	**As at March 31, 2023**	**As at March 31, 2022**
	Non current tax assets (Net)	3.88	9.35
		3.88	**9.35**

Note: The above amount is net of provision for income tax amounting to INR 162.78 lakhs (March 31, 2022: INR 83.19 lakhs)

8	**Deferred tax assets (Net)**	**As at March 31, 2023**	**As at March 31, 2022**
	Deferred tax asset		
	Provision for bonus	-	0.17
	Provision for gratuity disallowed u/s 40A(7)	0.21	0.53
	Provision for leave encashment disallowed u/s 43B	0.29	0.36
	Carry forward long term capital loss	8.16	16.32
	Depreciation and amortisation	0.54	0.65
	Deferred tax liability		
	Change in fair value of shares	(37.99)	(39.07)
	Unutilised tax credits (Minimum alternative tax credit)	82.10	67.70
		53.31	**46.66**

9 Property, plant and equipment

	Computers	**Plant and equipment**	**Office equipments**	**Furniture and Fixtures**	**Total**
Gross block					
As at April 1, 2021	**-**	**0.95**	**0.11**	**0.47**	**1.53**
Additions	2.66	-	-	-	2.66
Disposal / adjustments	-	-	-	-	-
As at March 31, 2022	**2.66**	**0.95**	**0.11**	**0.47**	**4.19**
Additions	0.65	-	-	-	0.65
Disposal / adjustments	-	-	-	-	-
As at March 31, 2023	**3.31**	**0.95**	**0.11**	**0.47**	**4.84**
Accumulated depreciation					
As at April 1, 2021	**-**	**0.56**	**0.04**	**-**	**0.60**
Charge for the year	0.44	-	-	-	0.44
Disposal / adjustments	-	-	-	-	-
As at March 31, 2022	**0.44**	**0.56**	**0.04**	**-**	**1.04**
Charge for the year	0.92	-	-	-	0.92
Disposal / adjustments	-	-	-	-	-
As at March 31, 2023	**1.36**	**0.56**	**0.04**	**-**	**1.96**
Net block					
As at March 31, 2022	**2.22**	**0.39**	**0.07**	**0.47**	**3.15**
As at March 31, 2023	**1.95**	**0.39**	**0.07**	**0.47**	**2.88**

10 Other intangible assets

	Software	**Total**
Gross block		
As at April 1, 2021	**0.21**	**0.21**
Additions	-	-
Disposal / adjustments	-	-
As at March 31, 2022	**0.21**	**0.21**
Additions	-	-
Disposal / adjustments	-	-
As at March 31, 2023	**0.21**	**0.21**
Accumulated depreciation		
As at April 1, 2021	**0.07**	**0.07**
Charge for the year	0.07	0.07
Disposal / adjustments	-	-
As at March 31, 2022	**0.14**	**0.14**
Charge for the year	0.07	0.07
Disposal / adjustments	-	-
As at March 31, 2023	**0.21**	**0.21**
Net block		
As at March 31, 2022	**0.07**	**0.07**
As at March 31, 2023	**-**	**-**

Note: There is no impairment loss recognised for intangible assets.

11 Other non-financial assets	As at March 31, 2023	As at March 31, 2022
Prepaid expenses	0.05	0.04
	0.05	**0.04**

12 Trade payables	As at March 31, 2023	As at March 31, 2022
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	4.02	3.00
	4.02	**3.00**

Notes relating to trade payables:-

1. Trade payables includes payable to related parties INR Nil (March 31, 2022: INR Nil)

2. Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act, 2006") is as under:

	March 31, 2023	March 31, 2022
Details of dues to micro and small enterprises as per MSMED Act, 2006 the principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
- principal amount	Nil	Nil
- interest amount	Nil	Nil
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil
The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid);	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23	Nil	Nil

3. Trade payables ageing schedule:

As at March 31, 2023

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	**-**
Others	4.02	-	-	-	**4.02**
Disputed dues - MSME	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	**-**

As at March 31, 2022

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	**-**
Others	3.00	-	-	-	**3.00**
Disputed dues - MSME	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	**-**

13 Other financial liabilties	As at March 31, 2023	As at March 31, 2022
Employee related payable	2.06	3.29
	2.06	**3.29**

14 Current tax liabilities (Net)	As at March 31, 2023	As at March 31, 2022
Current tax liabilities	10.76	18.20
	10.76	**18.20**

Note: The above amount is net of advance tax including TDS receivables amounting to INR 2.80 lakhs (March 31, 2022: INR 60.49 lakh)

15 Provisions	As at March 31, 2023	As at March 31, 2022
Provision for employee benefits		
Provision for gratuity (Refer note 31C)	0.63	1.59
Provision for leave encashment	0.87	1.08
	1.50	**2.67**

16 Other non-financial liabilities	As at March 31, 2023	As at March 31, 2022
Statutory dues payable	0.96	0.73
	0.96	**0.73**

17 Equity share capital	As at March 31, 2023	As at March 31, 2022
Authorized share capital		
2,00,00,000 equity shares of INR 10 each (March 31, 2022: 2,00,00,000 equity shares of INR 10 each)	2,000.00	2,000.00
50,00,000 preference shares of INR 10 each (March 31, 2022: 50,00,000 preference shares of INR 10 each)	500.00	500.00
	2,500.00	**2,500.00**
Issued, subscribed and fully paid-up share capital		
1,00,07,970 equity shares of INR 10 each (March 31, 2022: 1,00,07,970 equity shares of INR 10 each)	1,000.80	1,000.80
	1,000.80	**1,000.80**

a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting quarter

Equity shares

	March 31, 2023		March 31, 2022	
	No.	Amount	No.	Amount
At the beginning of the year	1,00,07,970	1,000.80	1,00,07,970	1,000.80
Issued during the year	-	-	-	-
Outstanding at the end of the quarter / year	**1,00,07,970**	**1,000.80**	**1,00,07,970**	**1,000.80**

b) Details of shareholders holding more than 5% equity shares in the Company

Equity shares

Name of shareholder	March 31, 2023		March 31, 2022	
	No.	Amount	No.	Amount
Kuldip Singh Rathee	35,42,191	35.39%	35,42,191	35.39%
Vijay Rathee	33,97,459	33.95%	33,97,459	33.95%
	69,39,650	**69.34%**	**69,39,650**	**69.34%**

c) Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend recommended by the Board of Directors and approved by the shareholders in the Annual General Meeting is paid in Indian Rupees. 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.

e) Details of promoter's shareholding

1. Kuldip Singh Rathee

Particulars	No. of shares	% of total shares
As on April 1, 2022	35,42,191	35.39%
% change during the quarter / year	-	-
As on March 31, 2023	**35,42,191**	**35.39%**

2. Mrs. Vijay Rathee

Particulars	No. of shares	% of total shares
As on April 1, 2022	33,97,459	33.95%
% change during the quaryer / year	-	-
As on March 31, 2023	**33,97,459**	**33.95%**

18 Other equity	As at March 31, 2023	As at March 31, 2022
a) Reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934		
Balance at the beginning of the year	364.77	287.96
Addition during the year	14.41	76.81
Balance at the end of the year	**379.18**	**364.77**
b) Reserve & Surplus		
Retained earnings		
Balance at the beginning of the year	898.05	590.87
Profit for the year after tax	72.07	384.03
Other comprehensive income	0.01	(0.04)
	970.13	**974.86**
Appropriations		
Provision for earlier years	-	-
Addition during the year	(14.41)	(76.81)
	(14.41)	**(76.81)**
Balance at the end of the year	**955.72**	**898.05**
Total other equity	**1,334.90**	**1,262.82**

Nature and purposes of other equity

1. Reserve fund in terms of section 45-IC(1) of the Reserve Bank of India Act, 1934

Reserve fund is created as per the terms of section 45-IC(1) of the Reserve Bank of India Act, 1934 as a statutory reserve.

2. Retained earnings

Retained earnings represents the surplus in profit and loss account and appropriations.

19	**Dividend income**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
	Dividend income	27.98	59.10
		27.98	**59.10**

20	**Net gain on fair value changes**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
	Net gain / (loss) on financial instruments at fair value through profit or loss		
	On trading portfolio:		
	Investments	105.97	479.95
	Derivatives	0.48	0.20
	Net gain on financial instruments measured on fair value	**106.45**	**480.15**
	Fair value changes:		
	Realised gain	21.30	348.54
	Unrealised gain / (loss)	85.15	131.61
		106.45	**480.15**

Note on net gain on fair value changes

	March 31, 2023	**March 31, 2022**
Sales	597.54	1,885.06
Add: Closing stock	1,815.91	1,527.93
	2,413.45	**3,412.99**
Less: Opening stock	(1,527.93)	(1,709.28)
Less: Purchase	(863.18)	(1,352.47)
Profit from equity and derivative - (a)	**22.34**	**351.24**
Direct expenses relating to equity, derivatives & capital market operations:		
Securities transaction tax	0.69	2.04
Transaction charges	0.35	0.66
Total direct expenses - (b)	**1.04**	**2.70**
Realised gain from equity, derivatives & capital market operations - (a-b)	**21.30**	**348.54**
Realised gain on sale of liquid fund	-	-
Total realised gain on changes in fair value	**21.30**	**348.54**
Unrealised gain on changes in fair value of shares & liquid fund	85.15	131.61
Net gain / loss on change in fair value	**106.45**	**480.15**

21	**Finance costs**	**For the year ended March 31, 2023**		**For the year ended March 31, 2022**	
		On financial liabilities measured at fair value through profit or loss	**On financial liabilities measured at amortised cost**	**On financial liabilities measured at fair value through profit or loss**	**On financial liabilities measured at amortised cost**
	Other interest expense				
	- Interest on statutory dues	-	-	-	0.10
	- Others	-	-	-	0.89
		-	**-**	**-**	**0.99**

22	**Fees and commission expense**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
	Listing fee	3.54	7.14
	Depository charges	1.06	1.07
		4.60	**8.21**

23	**Employee benefits expense**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
	Salaries, wages and bonus	21.17	29.85
	Contribution to provident and other funds	0.63	0.94
	Gratuity (refer note 31C)	0.12	1.05
	Staff welfare expenses	0.21	0.67
	Compensated absences	0.45	0.67
		22.58	**33.18**

24	**Depreciation and amortization expense**	**For the year ended March 31, 2023**	**For the year ended March 31, 2022**
	Depreciation of property, plant and equipment	0.92	0.44
	Amortization of intangible assets	0.07	0.07
		0.99	**0.51**

25 Other expenses	For the year ended March 31, 2023	For the year ended March 31, 2022
Rent expenses	1.20	0.78
Repair and maintainence	0.10	0.09
Advertisement expenses	1.11	1.30
Travelling and conveyance	0.26	0.54
Communication expenses	0.08	1.62
Printing and stationery	0.10	1.23
Legal and professional expenses	12.81	12.06
Rates, fees & taxes	0.09	1.26
Payment to auditor (Refer note 25.1)	3.87	3.42
TDS Receviable W/off	5.42	-
Miscellaneous expenses	0.46	3.35
	25.50	**25.65**

25.1 Payment to auditor	For the year ended March 31, 2023	For the year ended March 31, 2022
As auditor		
- Audit fee	3.00	2.75
- Other services	0.40	0.25
- GST collected on above services	0.47	0.42
	3.87	**3.42**

26 Tax expenses	For the year ended March 31, 2023	For the year ended March 31, 2022
a) Income tax expense:		
Current tax		
Current tax on profits for the year	-	78.69
Income tax relating to items that will not be reclassified to profit or loss	-	-
	-	**78.69**
Tax provision for earlier years		
Adjustment of tax relating to earlier years	0.99	(2.21)
	0.99	**(2.21)**
Deferred tax		
Deferred tax charged during the year	7.75	10.21
	7.75	**10.21**
Total tax expenses	**8.74**	**86.69**

27 Earnings per equity share

Basic EPS is calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares of the Company.

The following reflects the income and share data used in the basic and diluted EPS computations:

	For the year ended March 31, 2023	For the year ended March 31, 2022
Weighted average number of shares used in basic earnings per share	1,00,07,970	1,00,07,970
Weighted average number of shares used in diluted earnings per share	1,00,07,970	1,00,07,970

The numerators and denominators used to calculate the basic and diluted EPS are as follows:

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit attributable to equity holders of the Company (INR lakhs)	72.07	384.03
Weighted average number of equity shares of basic earning per share (number)	1,00,07,970	1,00,07,970
Weighted average number of equity shares diluted earning per share (number)	1,00,07,970	1,00,07,970
Nominal value per equity shares	10	10
Basic earning per share	0.72	3.84
Diluted earning per share	0.72	3.84

28 Financial instruments - Fair values measurement and risk management

A Fair values measurement

(i) Financial instruments - by category

The accounting classification of each category of financial instruments, and their carrying amounts, are set out below:

	As at March 31, 2023			As at March 31, 2022		
	FVTPL	**FVTOCI**	**Amortised cost**	**FVTPL**	**FVTOCI**	**Amortised cost**
Financial assets						
Cash and cash equivalents	-	-	156.87	-	-	276.38
Trade receivables	-	-	-	-	-	188.96
Investments	2,135.13	-	-	1,762.01	-	-
Other financial assets	-	-	2.88	-	-	4.89
Total financial assets	**2,135.13**	**-**	**159.75**	**1,762.01**	**-**	**470.23**
Financial liabilities						
Payables	-	-	4.02	-	-	3.00
Other financial liabilities	-	-	2.06	-	-	3.29
Total financial liabilities	**-**	**-**	**6.08**	**-**	**-**	**6.29**

The carrying amounts of trade receivables, cash and cash equivalents and other financial assets and liabilities are considered to be the same as their fair values, due to their short-term nature.

(ii) Fair value hierarchy - Financial assets and liabilities measured at fair value

As at 31 March 2023	**Note**	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets					
Fair value through profit and loss					
Investments held under FVTPL	5	2,135.13	-	-	2,135.13
Total		**2,135.13**	**-**	**-**	**2,135.13**
Financial liabilities		**-**	**-**	**-**	-
Total		**-**	**-**	**-**	**-**

As at 31 March 2022	**Note**	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets					
Fair value through profit and loss					
Investments held under FVTPL	5	1,762.01	-	-	1,762.01
Total		**1,762.01**	**-**	**-**	**1,762.01**
Financial liabilities		**-**	**-**	**-**	-
Total		**-**	**-**	**-**	**-**

Fair value of instruments measured at amortised cost

The carrying amounts of cash and cash equivalents, trade receivables, trade payable and other financial liabilities are considered to be the same as their fair values, due to their short-term nature. For financial assets and liabilities that are measured at fair value, the carrying amounts are equal to the fair values.

(iii) Measurement of fair values

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

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Financial instruments measured at fair value

	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Investment in equity instruments (Classified as level 1)	The equity instruments have been fair valued based on prices that are quoted on active markets for equity shares.	Not Applicable	Not Applicable

B Financial risk management

The Company has exposure to the following risks arising from financial instruments:
- Credit risk;
-Liquidity risk
- Market risk - Foreign exchange:and
- Market risk - Interest rate

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors have authorised senior management to establish the processes, who ensures that executive management controls risks through the mechanism of properly defined framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risks limits and controls, to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

(i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and loans and advances. The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet are as follows:

	As at March 31, 2023	As at March 31, 2022
Financial assets		
Cash and cash equivalents	156.87	276.38
Trade receivables	-	188.96
Investments	2,135.13	1,762.01
Other financial assets	2.88	4.89
Total financial assets	**2,294.88**	**2,232.24**

Credit risk is the risk of financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables, etc.

Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies. Credit risk on investments is limited as the Company generally invests in mutual funds of Asset management companies that have high credit ratings assigned by domestic credit rating agencies.

The maximum exposure to the credit risk last year was primarily from trade receivables.At the reporting date this year the trade receviables are Nil. Trade receivables were unsecured. The Company does monitor the economic environment in which it operates. The Company manages its credit risk through credit approvals, establishing credit limits and continuously monitoring credit worthiness of parrties to which the Company grants credit terms in the normal course of business.

Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of counterparties to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss (ECL) model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for financial assets. The provision matrix takes into account available external and internal credit risk factors such as Company's historical experience for customers.

(a) Expected credit loss for investment carried at amortised cost and other financial assets

As at March 31, 2023

Asset group	Estimated gross carrying amount of default	Expected probablity of default	Expected credit loss	Carrying amount net of impairment provision
Cash and cash equivalents	156.87	0%	-	156.87
Investments	2,135.13	0%	-	2,135.13
Other financial assets	2.88	0%	-	2.88

As at March 31, 2022

Asset group	Estimated gross carrying amount of default	Expected probablity of default	Expected credit loss	Carrying amount net of impairment provision
Cash and cash equivalents	276.38	0%	-	276.38
Trade receivable	188.96	0%	-	188.96
Investments	1,762.01	0%	-	1,762.01
Other financial assets	4.89	0%	-	4.89

(b) Expected credit loss for trade receivables under simplified approach

The Company's exposure to credit risk for trade receivables is as follows:

Particulars	Gross carrying amount	
	March 31, 2023	March 31, 2022
Trade receivables	-	188.96
Less: Expected credit losses (Loss allowance provision)	-	-
Carrying amount of trade receivables (net of impairment)	**-**	**188.96**

(ii) Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that the funds are available for use as per requirements. The Company consistently generated sufficient cash flows from operations to meet its financial obligations as and when they fall due.

(a) Maturities of financial liabilities

The tables below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

As at March 31, 2023

Particulars	Carrying amount	Total	Less than 6 months	6 to 12 months	1 to 3 years	3 to 5 years	More than 5 years
Trade payables	4.02	4.02	4.02	-	-	-	-
Total	**4.02**	**4.02**	**4.02**	**-**	**-**	**-**	**-**

As at March 31, 2022

Particulars	Carrying amount	Total	Less than 6 months	6 to 12 months	1 to 3 years	3 to 5 years	More than 5 years
Trade payables	3.00	3.00	3.00	-	-	-	-
Total	**3.00**	**3.00**	**3.00**	**-**	**-**	**-**	**-**

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

	As at March 31, 2023			As at March 31, 2022		
Particulars	**Within 12 months**	**After 12 months**	**Total**	**Within 12 months**	**After 12 months**	**Total**
ASSETS						
Financial assets						
(a) Cash and cash equivalents	156.87	-	156.87	276.38	-	276.38
(b) Receivables						
(i) Trade receivables	-	-	-	188.96	-	188.96
(c) Investments	-	2,135.13	2,135.13	-	1,762.01	1,762.01
(d) Other financial assets	2.88	-	2.88	4.89	-	4.89
Non-financial assets						
(a) Current tax assets (Net)	-	3.88	3.88	-	9.35	9.35
(b) Deferred tax assets (net)	-	53.31	53.31	-	46.66	46.66
(c) Property, plant and equipment	-	2.88	2.88	-	3.15	3.15
(d) Other intangible asssets	-	-	-	-	0.07	0.07
(e) Other non-financial assets	0.05	-	0.05	0.04	-	0.04
	159.80	**2,195.20**	**2,355.00**	**470.27**	**1,821.24**	**2,291.51**

	As at March 31, 2023			As at March 31, 2022		
Particulars	**Within 12 months**	**After 12 months**	**Total**	**Within 12 months**	**After 12 months**	**Total**
LIABILITIES						
Liabilities						
Financial liabilities						
(a) Payables						
(i) Trade payables	4.02	-	4.02	3.00	-	3.00
(ii) Other financial liabilities	2.06	-	2.06	3.29	-	3.29
Non-financial liabilities						
(a) Current tax liabilities (Net)	10.76	-	10.76	18.20	-	18.20
(b) Provisions	0.29	1.21	1.50	0.32	2.35	2.67
(c) Other non-financial liabilities	0.96	-	0.96	0.73	-	0.73
	18.09	**1.21**	**19.30**	**25.54**	**2.35**	**27.89**

(iii) Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. The company is exposed to two types of market risks: price risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(a) Price risk

Equity price risk is the risk that the fair value of equities decreases as the result of changes in level of equity indices and individual stocks. The trading equity price risk exposure arises from equity securities classified at FVTPL". A 10% increase/(decrease) in the equity price (traded) would have the impact as follows:

Particulars	**March 31, 2023**	**March 31, 2022**
Investment in quoted investments	2,135.13	1,762.01
Impact due to increase in price by 10%	213.51	176.20
Impact due to decrease in price by 10%	(213.51)	(176.20)

(b) Interest rate risk

The company invests in liquid fund which invests in fixed income instruments with the highest rating. These investments are the most secure form of investment in the market. Hence, the Company is not significantly exposed to interest rate risk.

29 Related party disclosures

Disclosure of related parties/related party transactions pursuant to Ind AS 24 " Related Party Disclosures".

A Name of the related parties and nature of the related party relationship:

(i) Key management personnel

Mr. Kuldip Singh Rathee - Non-Executive Director (w.e.f. March 27, 2019)
Mrs. Vijay Rathee - Managing Director (w.e.f. March 27, 2019)
Mr. Rajvir Singh Chhillar - Independent Director (w.e.f. March 27, 2019)
Mr. Hardeep Kumar Mahotra - Independent Director (w.e.f. January 29, 2020)
Mr. Sandip Kumar Chaubey - Company Secretary (upto 18 August, 2022)
Mr. Ankit Yadav- CFO (upto 16 June 2022)
Mr. Anshuman Singh Tomar - Company Secretary (upto 14 December, 2022)
Mrs. Simran Malhotra - Company Secretary (w.e.f. February 08, 2023)

(ii) Enterprise in which director of the Company and their relatives are able to exercise significant influence

ASK Automotive Limited (Formerly known as ASK Automotive Pvt. Ltd.)(w.e.f. March 27, 2019)
A.P.Automotives Private Limited (w.e.f. March 27, 2019)
ASK Automobiles Private Limited (w.e.f. June 7, 2021)
AA Friction Materials Private Limited (w.e.f. March 27, 2019)
KVP Hotels & Resorts Private Limited (w.e.f. March 27, 2019)
Planet Agro Farms Private Limited (w.e.f. March 27, 2019)
Vijaylaxmi Fincap Private Limited (w.e.f. March 27, 2019)
Fresh Air Farms Private Limited (w.e.f. March 27, 2019)
ASK Fras-le Friction Private Limited (w.e.f. March 27, 2019)
Aadhunik Realty Private Limited (w.e.f. March 27, 2019)
Aadhunik Agrotech Private Limited (w.e.f. March 27, 2019)
KSR Reality Private Limited (w.e.f. March 27, 2019)
Vijaylaxmi Farms Private Limited (w.e.f. March 27, 2019)
Vijaylaxmi Infrabuild Private Limited (w.e.f. March 27, 2019)
KSR Landholding Projects Private Limited (w.e.f. March 27, 2019)
L.Y. Developers Private Limited (w.e.f. March 27, 2019)
Vijaylaxmi Infra Projects Private Limited (w.e.f. March 27, 2019)
A.P Automotives Private Limited (w.e.f. March 27, 2019)
AHSAAS Trust (w.e.f. March 27, 2019)

B Particulars of transactions with related parties:

Nature of transaction and name of related party	For the year ended March 31, 2023			For the year ended March 31, 2022		
	Enterprise in which director of the Company and their relatives are able to exercise significant influence	Associate	Key Managerial Personnel	Enterprise in which director of the Company and their relatives are able to exercise significant influence	Associate	Key Managerial Personnel
Director's remuneration						
Mrs. Vijay Rathee	-	-	7.43	-	-	7.01
Remuneration						
Mr. Sandip Kumar Choubey	-	-	2.93	-	-	5.64
Mr. Ankit Yadav	-	-	2.33	-	-	7.89
Mr. Anshuman Singh Tomar	-	-	1.12	-	-	-
Mrs. Simran Malhotra	-	-	0.65			
Sitting fees to independent directors						
Mr. Rajvir Singh Chillar	-	-	2.50	-	-	2.15
Mr. Hardeep Kumar Mahotra	-	-	2.50	-	-	2.15

C Balances outstanding at year end:

Nature of balances and name of related party	As on March 31, 2023			As on March 31, 2022		
	Enterprise in which director of the Company and their relatives are able to exercise significant influence	Associate	Key Managerial Personnel	Enterprise in which director of the Company and their relatives are able to exercise significant influence	Associate	Key Managerial Personnel
Salary payable						
Mr. Sandip Kumar Choubey	-	-	-	-	-	0.44
Mr. Ankit Yadav	-	-	-	-	-	0.58
Mrs. Simran Malhotra	-	-	0.37	-	-	-
Remuneration payable						
Mrs. Vijay Rathee	-	-	1.13	-	-	0.57

Note: As the liabilities for the gratuity and compensated absence are provided on an actuarial basis for the Company as a whole rather than each individual employee, the amounts pertaining specifically to KMP are not included in the above table. Gratuity and compensated absence are included based on actual payment.

30 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company.

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity and operating cash flows generated. The Company is not subject to any externally imposed capital requirements.

31 Employee benefit plan

A Provident fund

Provident fund benefit is a defined contribution plan under which the Company pays fixed contributions into funds established under Employees Provident Fund and Miscellaneous Provisions Act, 1952. The Company has no legal or constructive obligations to pay further contributions after payment of the fixed contribution. The contributions recognised in respect of defined contribution plans are expensed as and when they accrue. Liabilities and assets may be recognised if underpayment or prepayment has occurred and are included in current liabilities or current assets, respectively, as they are normally of a short term nature.

B Compensated absence

The Company's obligation towards leave encashment is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These obligations are recognised in the Statement of Profit and Loss.

C Gratuity

Gratuity liability is defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The scheme is unfunded.

Changes in the defined benefit obligation and fair value of plan assets as at March 31, 2023 and March 31, 2022:

	Defined benefit obligation	Fair value of plan assets	Benefit liability
As at April 1, 2021	**0.49**	**-**	**0.49**
Current service cost	1.02	-	1.02
Interest cost	0.03	-	0.03
Total amount recognised in statement of profit and loss	**1.05**	**-**	**1.05**
Total amount recognised in other comprehensive income	0.05	-	0.05
As at March 31, 2022	**1.59**	**-**	**1.59**
Current service cost	0.01	-	0.01
Interest cost	0.11	-	0.11
Total amount recognised in statement of profit and loss	**0.11**	**-**	**0.11**
Total amount recognised in other comprehensive income	0.01	-	0.01
Less: Benefits Paid	(1.07)	-	(1.07)
As at March 31, 2023	**0.63**	**-**	**0.63**

Since the gratuity plan is unfunded, investment pattern and information related to fair value of plan assets is not being provided.

Expense recognized in statement of profit and loss

Description	March 31, 2023	March 31, 2022
Current service cost	0.01	1.02
Interest cost	0.11	0.03
Total amount recognised in statement of profit and loss	**0.11**	**1.05**

Amount recognized as other comprehensive income (OCI)

Description	March 31, 2023	March 31, 2022
Actuarial loss due to experience adjustments	0.01	0.05
Total amount recognised as OCI	**0.01**	**0.05**

The principal assumptions used in determining gratuity obligations for the Company's plan is shown below:

Description	March 31, 2023	March 31, 2022
Discount rate (per annum)	7.35%	7.10%
Salary growth rate (per annum)	9.40%	9.40%
Mortality rates inclusive of provision for disability	100% of IALM (2012-14)	100% of IALM (2012-14)
Retirement age	75 years for Vijay Rathee 58 years for other employee	58 years
Attrition / Withdrawl rate, based on age:		
Upto 30 years	3.00%	3.00%
31-44 years	2.00%	2.00%
Above 44 years	1.00%	1.00%

A quantitative sensitivity analysis for significant assumption is as shown below:

Defined Benefit Obligation (Base)	March 31, 2023		March 31, 2022	
	Decrease	Increase	Decrease	Increase
Discount rate (- / + 1%)	0.66	0.60	1.96	1.30
(% change compared to base due to sensitivity)	5.3%	-5.0%	23.1%	-18.2%
Salary growth rate (- / + 1%)	0.60	0.66	1.30	1.95
(% change compared to base due to sensitivity)	-4.9%	5.2%	-18.0%	22.4%
Attrition rates (- / + 50% of attrition rates)	0.63	0.63	1.70	1.49
(% change compared to base due to sensitivity)	0.6%	-0.6%	6.8%	-6.2%
Mortality rates (- / + 10% of mortality rates)	0.63	0.63	1.59	1.59
(% change compared to base due to sensitivity)	0.0%	0.0%	0.0%	0.0%

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The following payments are expected contributions to the defined benefit plan in future years:

Description	March 31, 2023	March 31, 2022
Within the next 12 months (next annual reporting period)	0.02	0.01
Between 2 and 5 years	0.12	0.07
Between 6 and 10 years	0.80	0.17
Beyond 10 years	-	7.82
Total expected payments	**0.94**	**8.07**

32 Segment reporting

The Company operates in a single reportable segment i.e. investing. Since the nature of the investments are exposed to similar risk and return profiles hence they are collectively operating under a single segment. The Company operates in a single geographical segment i.e. domestic.

33 Transferred financial assets that are derecognised in their entirety but where the Company has continuing involvement

The Company has not transferred any assets that are derecognised in their entirety where the Company continues to have continuing involvement.

34 Contingent liabilities and commitments

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

Contingent Liabilities

S. No.	Particulars	As at March 31, 2023	As at March 31, 2022
a.	Claims against the company not acknowledged as debt	3.00 (After absorption of refund claimed Rs. 3.87 reflected as an asset in the Balancesheet)	-
b.	Guarantees	-	-
c.	Other money for which company is contingently liable	-	-

Commitments			
S. No.	**Particulars**	**As at March 31, 2023**	**As at March 31, 2022**
a.	Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
b.	Uncalled liability on shares and other investments partly paid	-	-
c.	Other commitments	-	-

35 Standards issued but not effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

a) Ind AS 1 - Presentation of Financial Statements

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the financial statements.

b) Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statements.

c) Ind AS 12 - Income Taxes

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its financial statement.

36 Recent accounting pronouncements

As per Companies (Accounts) Second Amendment Rules, 2021 through MCA notification dated 24.03.2021, a new proviso has been added in Rules 3(1) of The Companies (Accounts) Rules, 2014, which states that-

By MCA notification dated 01.04.2021, a substitution was made in proviso to sub-rule (1), for the figures, letters and words "1st day of April, 2021" the following has been substituted "1st day of April, 2022". Further by MCA notification dated 31.03.2022, another substitution was made in proviso to sub-rule (1), for the figures, letters and words "1st day of April, 2022" the following has been substituted "1st day of April, 2023".

By this notification(s) it has being made mandatory from 1st April, 2023 for every company to add on the feature of audit trail in their accounting software in which it maintains its books of account. The feature of Audit trail should have an edit log which shall record each and every transaction along with modifications made at any point of time.

37 Revenue Recognition

The Company has recognised following amounts relating revenue in the Statement of Profit and Loss:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Dividend income	27.98	59.10
Net gain on fair value changes	106.45	480.15
Other income	0.05	0.01
Total income	**134.48**	**539.26**

Disaggregation of revenue from contracts with customers:

In the following table, revenue is disaggregated by primary geographical market:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Within India	134.48	539.26
Outside India	-	-
Total income	**134.48**	**539.26**

Contract Balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

Particulars	As at March 31, 2023	As at March 31, 2022
Receivables	-	188.96

38 Additional Regulatory Information

i) The Company does not hold any Immovable Property in the name of the Company.

ii) The Company has not done any revaluation of Immovable Property.

iii) The Company has not given any Loans or Advances in the nature of loans are granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person.

iv) The Company does not have any Capital Work-in-Progress.

v) The Company does not have any Intangible Assets under development.

vi) The Company does not hold any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder and no proceeding have been initiated or pending the company under the said Act.

(vii) The Company is an NBFC-ND with asset size less than 500 crore and pursuant to RBI circular dated 04.11.2014 RBI/2014-15/299 DNBR(PD) CC . No. 002/03.10.001/2014-15 the Company is exempted from the requirement of maintaining CRAR.

(viii) Liquidity Coverage Ratio(LCR) is not applicable to the Company since the Company is Type 1 NBFC pursuant to circular dated 04.11.2019 RBI/2019-20/88 DOR.NBFC(PD) CC.No.102/03.10.001/2019-20.

39 The company has not taken any borrowings from banks and financial institutions during the year.

40 In the opinion of the management, the value of current assets, loans and advances on realisation in the ordinary course of business, will not be less than the value at which these are stated in the Balance Sheet.

41 Additional Regulatory Information

A) Utilisation of Borrowed funds and share premium:

The company does not have any borrowings or share premium.

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

(B) 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 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)

42 Authorisation of financial statements

The financials statements for the year ended March 31, 2023 were approved by the board of directors on May 17, 2023.

43 Previous year's figures have been regrouped/rearranged, wherever necessary to conform to current year's classifications/disclosures.

44 The Company has filed an application with Reserve Bank of India dated November 15, 2022 seeking approval for change in management & transfer of control. The present management consists of two promoter directors (Mr. Kuldip Singh Rathee & Mrs. Vijay Rathee) and two independent directors (Mr. Rajvir Singh Chhillar and Mr. Hardeep Kumar Mahotra). After consummation of share purchase agreement, the promoter directors will resign and Dr. Bhaskara Rao Bollineni and Mr. Bhavanam Ruthvik Reddy will be appointed on the Board of Directors of the Company. The Company has received RBI approval as on dated May 11, 2023 for changes in the management. The Share transfer process is under process.

As per our report of even date

For D.S.TALWAR & CO.
Chartered Accountants
Firm's Registration No.: 000993N

For and on behalf of the Board of Directors of
Som Datt Finance Corporation Limited

Shradha Talwar	**Vijay Rathee**	**Kuldip Singh Rathee**	**Simran Malhotra**
Partner	Managing Director	Director	Company Secretary & Chief Finance Officer
Membership No.: 514698	DIN: 00042731	DIN: 00041032	Membership No.: 43075
Place: Gurugram	Place: Gurugram	Place: Gurugram	Place: Gurugram
Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023	Date: May 17, 2023

PARTICULARS AS PER NBFC DIRECTION AS AT 31ST MARCH 2023

The Information as required in Term of para 13 of NonBanking (NonDeposit Accepting or Holding Companies Prudential Norms (Reserve Bank) Direction 2007 are Enclosed

(Rs. in lakhs)

Particulars					
Liabilities side				Amount outstanding	Amount overdue
1	Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:				
	(a)	Debentures: Secured		Nil	Nil
		: Unsecured		Nil	Nil
		(other than falling within the meaning of public deposits*)		Nil	Nil
	(b)	Deferred Credits		Nil	Nil
	(c)	Term Loans		Nil	Nil
	(d)	Inter-corporate loans and borrowing		Nil	Nil
	(e)	Commercial Paper		Nil	Nil
	(f)	Public Deposits*		Nil	Nil
	(g)	Other Loans (specify nature)		Nil	Nil
	* Please see Note 1 below				
2	Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :				
	(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		Nil	Nil
	(c)	Other public deposits		Nil	Nil
	* Please see Note 1 below				
Assets side				Amount outstanding	
3	Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:				
	(a)	Secured		Nil	
	(b)	Unsecured (excluding Advance Income Tax ,TDS & FBT)		Nil	
4	Break up of Leased Assets and stock on hire and other assests counting towards assest financing activities				
	(i)	Lease assets including lease rentals under sundry debtors :		Nil	Nil
		(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 AFC activities			
		(a)	Loans where assets have been repossessed		
		(b)	Loans other than (a) above		
5	Break-up of Investments				
	Current Investments				
	1	Quoted			
		(i)	Shares	Nil	
			(a) Equity	Nil	
			(b) Preference	Nil	
		(ii)	Debentures and Bonds	Nil	
		(iii)	Units of mutual funds	Nil	
		(iv)	Government Securities	Nil	
		(v)	Others (please specify)	Nil	
	2	Unquoted			
		(i)	Shares		
			(a) Equity	Nil	
			(b) Preference	Nil	
		(ii)	Debentures and Bonds	Nil	
		(iii)	Units of mutual funds	Nil	
		(iv)	Government Securities	Nil	
		(v)	Others (please specify)	Nil	

	Long Term investments			
	1	Quoted		
		(i)	Share	
			(a) Equity	2135.13
			(b) Preference	Nil
		(ii)	Debentures and Bonds	Nil
		(iii)	Units of mutual funds	Nil
		(iv)	Government Securities	Nil
		(v)	Others (please specify)	Nil
	2	Unquoted		
		(i)	Shares	Nil
			(a) Equity	Nil
			(b) Preference	Nil
		(ii)	Debentures and Bonds	Nil
		(iii)	Units of mutual funds	Nil
		(iv)	Government Securities	Nil
		(v)	Others (please specify)	Nil
		(vi)		

6 Borrower group-wise classification of assets financed as in (3) and (4) above :

Category			Amount net of provisions		
			Secured	Unsecured	Total
1	Related Parties **				
	(a)	Subsidiaries	Nil	Nil	Nil
	(b)	Companies in the same group	Nil	Nil	Nil
	(c)	Other related parties	Nil	Nil	Nil
2	Other than related parties				
Total					

7 Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :

Category			Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1	Related Parties **			
	(a)	Subsidiaries	Nil	Nil
	(b)	Companies in the same group	Nil	Nil
	(c)	Other related parties	Nil	Nil
2	Other than related parties		2135.13	Nil
Total			2135.13	Nil

** As per Accounting Standard of ICAI (Please see Note 3)

8 Other information

Particulars			Amount
(i)	Gross Non-Performing Assets		
	(a)	Related parties	Nil
	(b)	Other than related parties	Nil
(ii)	Net Non-Performing Assets		
	(a)	Related parties	Nil
	(b)	Other than related parties	Nil
(iii)	Assets acquired in satisfaction of debt		Nil

Notes :

1 * As Defind in Paragrpah 2(1)(xii) of the Non Banking Financial Companies Acceptance of Public Deposit (Reserve Bank) Direction , 1998.

2 ** As Per Indian Accounting Standard under Companies (Indian Accounting Standard) Rules 2015.

Vijay Rathee
Managing Director
DIN: 00042731
Place: Gurugram

Kuldip Singh Rathee
Director
DIN: 00041032
Place: Gurugram

Simran Malhotra
Company Secretary & Chief Finance Officer
Membership No.: 43075
Place: Gurugram