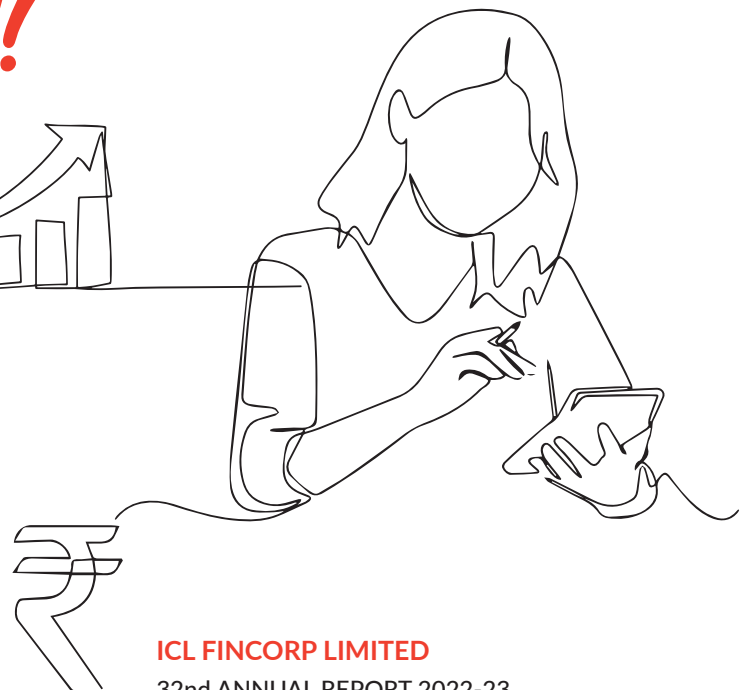
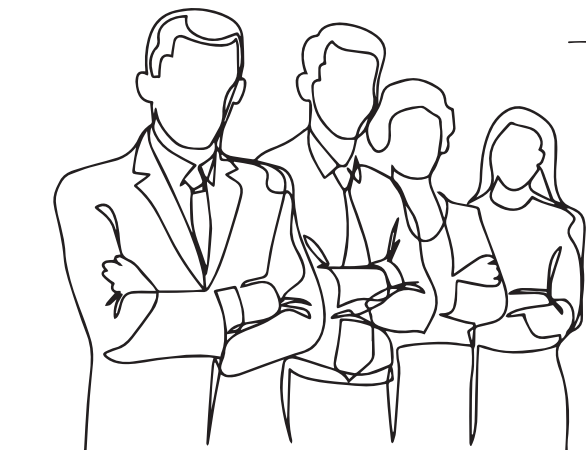
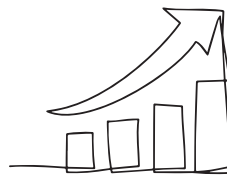




*With You.  
Every Step  
of the Way!*



# Inside this Report

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#### Read this report online

The online version of ICL Fincorp's Annual Report 2022-23 is available on our corporate website under the Investors tab: [www.iclfincorp.com](http://www.iclfincorp.com)

### Performance Scorecard, FY2023

₹ 526.10 Cr

Total Asset Size

FY2022: ₹ 458.10 cr

₹ 392.94 Cr

Gold Loan AUM

FY2022: ₹ 335.63 cr

₹ 110.45 Cr

Interest Income

FY2022: ₹ 86.67 cr

₹ 3.13 Cr

Net Profit

FY2022: ₹ 2.00 cr

₹ 0.66

Earnings Per Share

FY2022: ₹ 0.45

₹ 81.21 Cr

Net Worth

FY2022: 71.62 cr

### Forward-looking statements

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This report and other statements that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried, wherever possible, to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievements of results are subject to risks and uncertainties. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

# With You, Every Step of the Way!

## A Vision of Empowerment

At ICL Fincorp, we take immense pride in our expertise to deliver empathetic and viable financial solutions and services to our customers, especially the unbanked and underbanked segments of society.

Over the course of the last 3 decades, we have garnered the unwavering trust of our valued customers and have assisted them in accomplishing a multitude of their life goals, while shielding them from the perils of debt that often arise from borrowing at usurious interest rates from local moneylenders, leading to a cycle of perpetual indebtedness.

In recent years, our Company has made strong inroads into the gold loan business and has diversified into other loan and financial services

segments too, thereby expanding our reach and bringing more people into the formal financial services sector in the true meaning of financial inclusion.

Our goal is to continuously meet the changing demands and expectations of our customers and accomplish sustainable growth and value. As we continue to broaden our horizons and establish ourselves as a pioneering financial services company throughout India, our goal is to earn the unwavering trust of the aspiring population of the country.

Truly, we are  
**With You, Every Step of the Way!**



# About Us

We at ICL Fincorp are a Systemically Important NBFC (Non-Deposit Taking) with a total asset base that surpassed the Rs. 500-cr milestone in 2022-23!

Throughout our 32-year journey, we have successfully positioned ourselves as a trusted, reliable and dependable financial services partner with a specialisation in gold loans. Our company has maintained enduring relationships with our customers and has crafted a business strategy based on meeting their needs, desires and ambitions. Over the years, we have significantly contributed to advancing financial inclusion by establishing a formal credit channel in even the most remote areas of our footprint, especially South India.



## We are a systemically important non-deposit taking NBFC

We are a key player in the domestic financial sector with specialisation in gold loans. With a strong presence in six states in India, we have evolved our business in step with our customer's needs and have moved with the times to tap into the emerging opportunities. This has enabled us to register consistent performance over the years, which is reflected in the company's total asset base crossing the Rs. 500 cr landmark to Rs. 526.10 cr in 2022-23.

## We have contributed to regional development for over 30 years

ICL Fincorp's origin dates back to 1991, when it was registered as Jawahar Finance (P) Ltd in the ROC. Later in the year 1999, it was registered as a RBI-approved NBFC. The company launched operations in Chennai and Kerala and since then has created a network of 241 branches located in the states of Kerala, Tamil Nadu, Karnataka, Telangana,

Andhra Pradesh and Odisha. Over time, the company has served around 3.5 mn customers and has focused on local employment creation.

## We provide vibrant and purposeful financial intermediation

The company has a predominant gold loan business and while keeping this core intact it is diversifying into other financial services segments, such as health insurance, MSME loans, vehicle loans, property loans, etc. In addition, the company which has an entrenched presence in 5 Southern states and 1 Eastern state is now expanding its business to North India. It has also attained a satisfactory level of operational diversification across parameters such as customer profile, funding profile, loan maturity, etc.

## We are maintaining a stable risk profile

Infomeric attributed a "BB+/Stable" rating on both the company's long-term

bank borrowings and non-convertible debentures. This rating was assigned considering the company's strengths in asset quality, solvency, profitability, and a sound long-term outlook.

## We are concentrating on strategic expansion

We have de-risked the business from gold price volatility by re-aligning the tenor and loan-to-value (LTV) of our gold loans, which has resulted in high-quality and rapid growth in this business. We also offer among the lowest gold loan interest rate in the industry. With an ambition to cater to the emerging and latent financial needs of our customers, we are mapping our next growth phase by transitioning from a pure lender against household gold to a one-stop financial services provider offering a wide range of loan products. By staying close to our customers and maintaining a top-of-the-mind recall, we are with our customers, every step of the way!



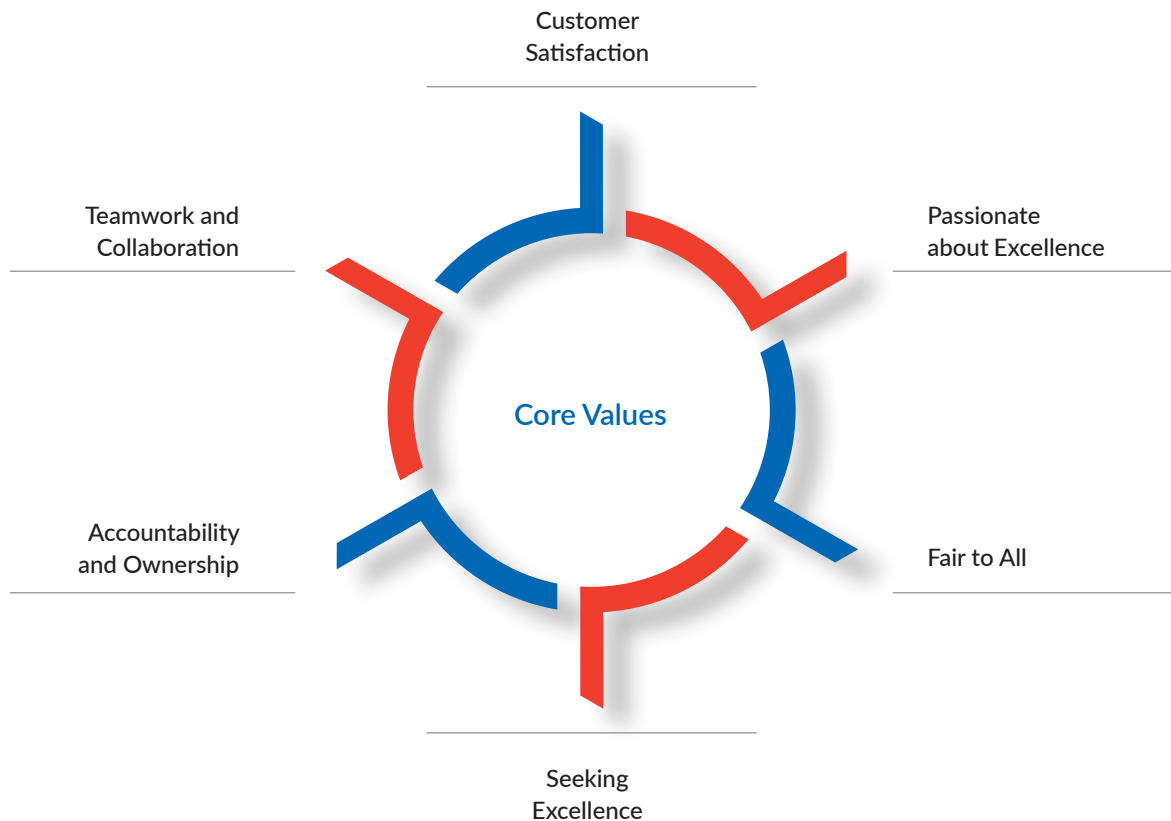


# Vision

Our vision is to grow and establish ourselves globally and be recognized as the most acceptable and trusted financial institution, excelling in customer service delivery with utmost satisfaction through committed, passionate, gentle and empowered employees.

# Mission

Our mission is to provide the best and trusted financial solutions to our clients and strive to build long-term relationships with them, taking into account their needs as well as the changing market dynamics.



## Quick Facts

**6 states**

Presence

**241**

Branches

**1,000+**

Employees

**1.214**

Gold (tons)

**13.02%**

Borrowing cost

**31,474**

Customers (live)

## Diversified Offerings

### Gold loan business

- Strong relationship-based approach
- Wide range of financing schemes to suit diverse customer needs
- Loan-to-value (LTV) linked to loan tenure
- Easy documentation
- Hassle-free, paper-less transactions
- Instant approval
- Repayment flexibility and convenience
- Free safe custody of gold

### Our other offerings

- Property loans
- Business (MSME) loans
- New and preowned vehicle loans
- Hire purchase (HP) loans
- Health insurance
- Debentures







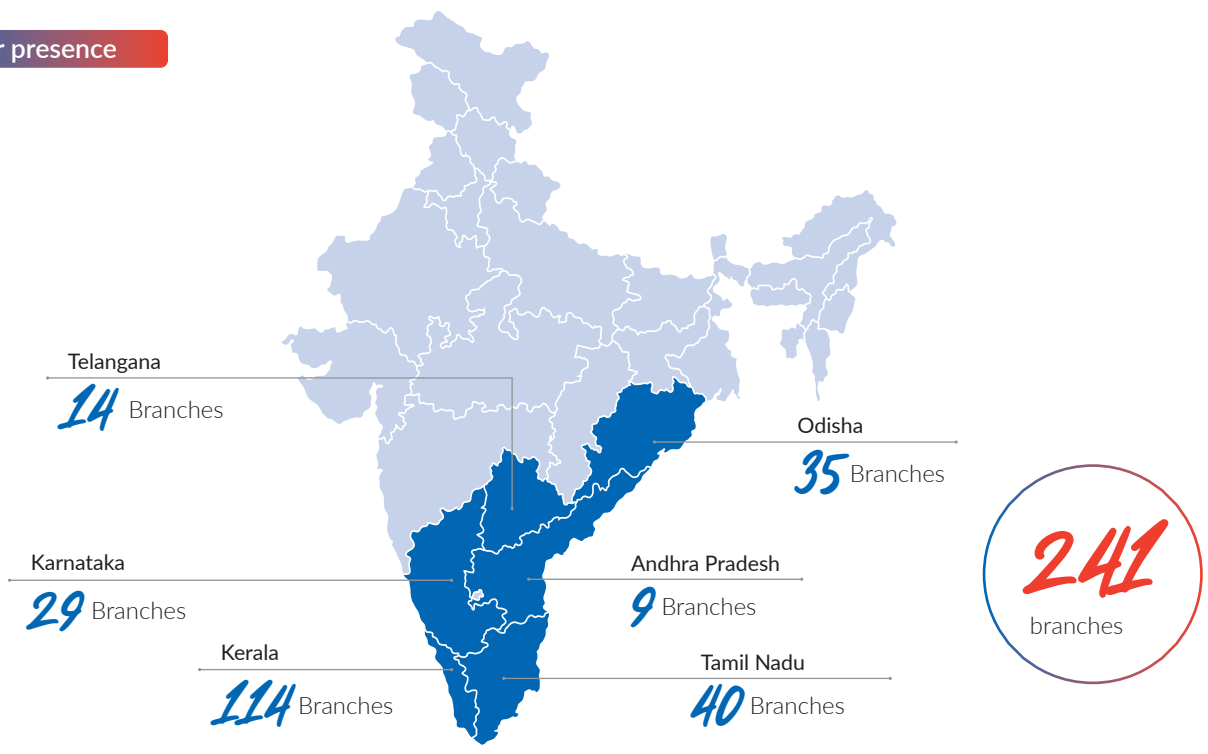
### Competitive Drivers

Over the years, we have honed our expertise to create several distinguishing factors that enable us to competitively position our gold loan business and enhance our customer service excellence standards. These are:

- Lower interest rate
- Faster processing (TAT)
- Minimal documentation (for e.g., no income proof required)
- No credit score requirement
- Easy liquidity
- Option to pay interest only
- EMI options
- No foreclosure charges (except for EMI gold loans)



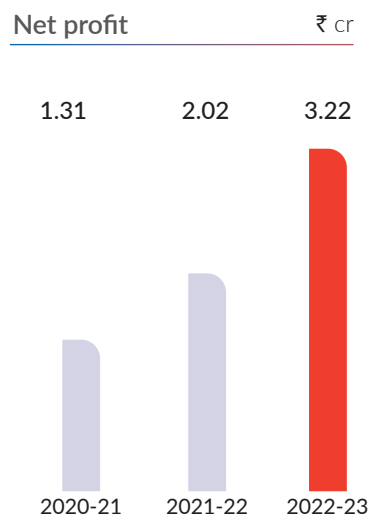
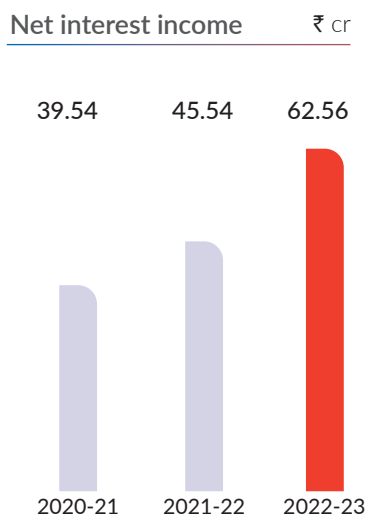
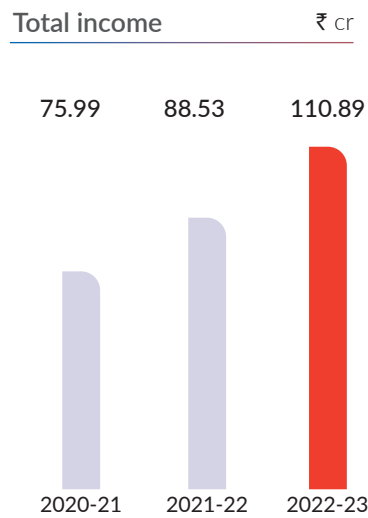
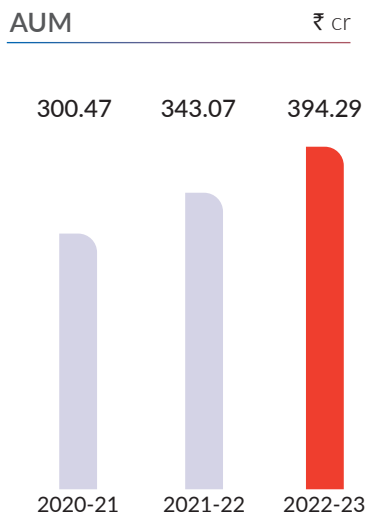
### Our presence



# Key Performance Metrics

We accomplished strong performance in 2022-23 despite challenging operating conditions. This was on account of our differentiated strategy, strong execution, committed leadership, and unwavering focus on our customers.

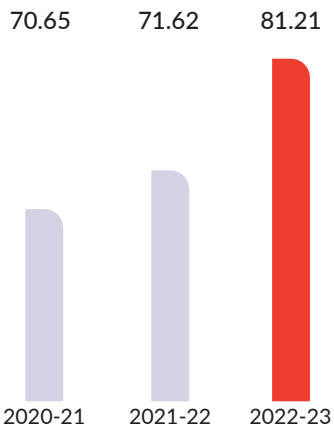
## Scorecard, 2022-23



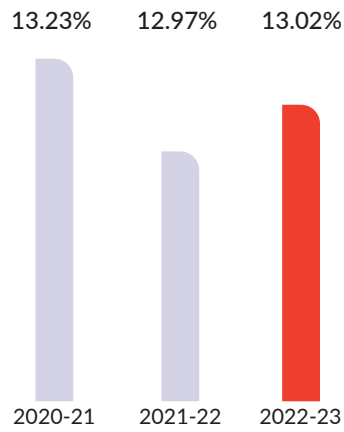




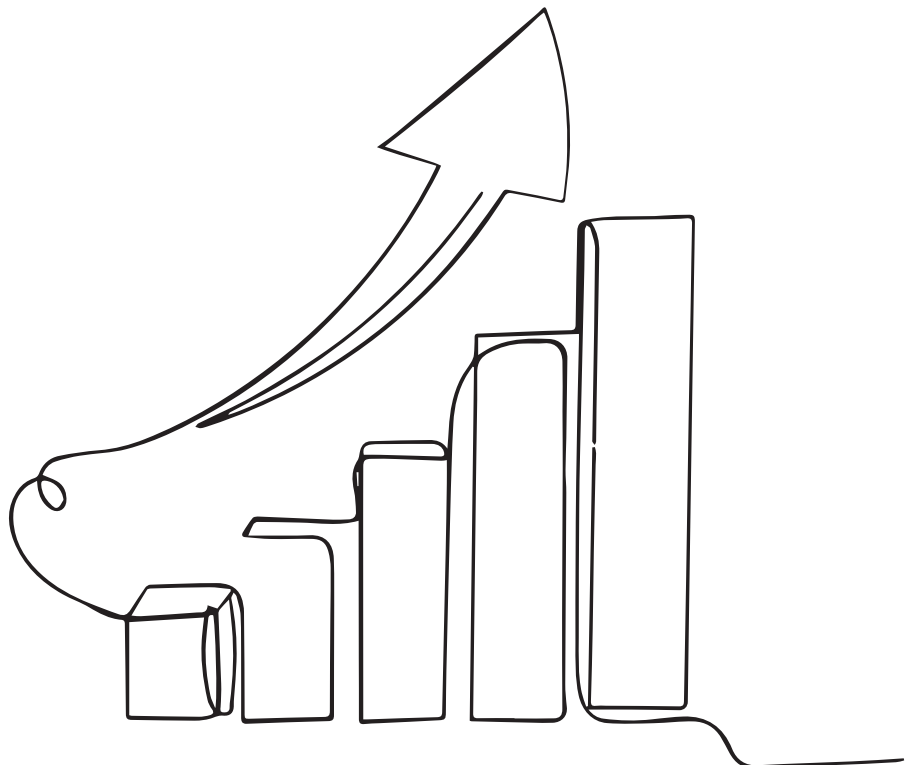
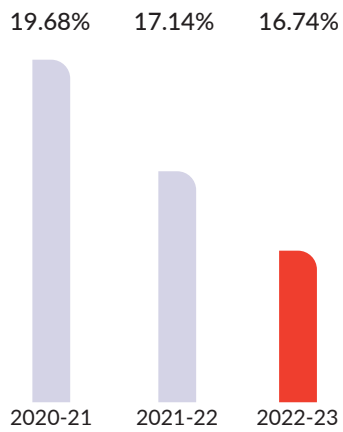
Net worth ₹ cr



Borrowing cost %



Capital adequacy ratio %



# CMD's Communique



*We at ICL Fincorp are deepening our purpose of adding a humane touch to financial services as we create superior customer propositions and experiences, and serve the community as a force for good.*

- K.G. Anilkumar

## Dear Stakeholders,

It is an honour to connect with you through the pages of this Annual Report as I share my views on ICL Fincorp's performance for the financial year 2022-23 and its future prospects.

I am delighted to inform you that the total asset base of the Company witnessed significant growth in 2022-23 and crossed Rs. 500 cr mark. Surpassing this threshold has enabled us to now become a **Non-Deposit Taking Systemically Important NBFC (NBFC-ND-SI)** as per RBI's NBFC categorization criteria. Total assets of the Company rose to Rs. 526.10 cr in 2022-23, up from Rs. 458.10 cr in the prior financial year, registering a 14.84% growth.

## Operational Summary

The world has changed dramatically in recent years, particularly during the pandemic, which caused shock waves that resulted in macroeconomic volatility. Fiscal year 2022-23 was an unpredictable period as well, as the fading of the pandemic did not give the world any respite as another major event was in the offing - Russia's invasion of Ukraine in February 2022.

In response to these winds of change we are taking decisive steps to reinforce our fundamentals by redefining our long-term strategy, ensuring that we stay relevant to our customers and generate sustainable growth in the long run.

We are truly deepening our purpose of adding a humane touch to financial services as we create superior customer

propositions and experiences, and serve the community as a force for good.

Our strategic thrusts therefore reflect the importance of putting our customers at the front and center of all we do. In the most direct sense, we want to improve upon our customer-centricity by providing personalised financing schemes and services that provide meaningful solutions to our customers.

## A Remarkable Year

We will look back at the year 2022-23 with pride as we navigated an uncertain macroeconomic environment with relative ease thanks to the strong foundations we have patiently built over the years. Our platform-building focus has remain unchanged that has enabled us to stand tall at all times.



The total turnover of the Company increased by over 25% to Rs. 110.89 cr in 2022-23, up from Rs. 88.53 cr in the prior fiscal year. The company's gold loan portfolio increased by around 17% to Rs. 392.94 cr during the year, up from Rs. 335.63 cr in the previous financial year. More than 99% of the company's loan portfolio comprises of gold loans. This growth was primarily fuelled by new branch openings and launch of new gold loan schemes during the year.

Branch expansion was a prime focus of the company. We established 42 new branches during the year, taking the total network to 241 branches in Kerala, Tamil Nadu, Karnataka, Telangana, Andhra and Odisha. We were able to mark a strong presence outside Kerala with new branches being opened in the states of Karnataka (13 new branches) and Odisha (25 new branches). We are focusing on enhancing branch productivity through daily monitoring, improving training, etc., which is reflecting in the consistent expansion in revenue per branch.

Going forward, the company plans to scale up its branches with the vision of a pan-India network.

In another important highlight, State Bank of India (SBI), one of India's leading public sector bank, demonstrated confidence in ICL Fincorp's performance by elevating its loan exposure to the company recently. This recognition from a prestigious institution like SBI reinforces the company's credibility and positions it as a trusted partner in the financial industry.

The company accomplished a significant milestone by moving into its own corporate building in Irinjalakuda during the year. This shift not only represents the company's growth trajectory but also provides a solid foundation for its future endeavours. In the upcoming financial year, we will be opening a regional office in Mumbai. This strategic move

will allow the company to tap into the vast opportunity in the financial hub and strengthen its presence in a key market.

### Transforming our Workforce

Building the right culture is at the heart of our people management practices. As a financial services company, having the right culture is more important to me than any kind of learning or training. Though skills are important, the right attitude, ethics and values are more important. Thus, our performance assessment metrics not only take into account performance of an individual, but also how the performance was achieved.

In this regard, it is important to mention that our robust corporate policies play a huge role in shaping the culture of our organisation. These help safeguard our operations and our reputation. We are serious about any malpractice being brought to light through our whistleblower policy, or preventing financial fraud through our anti-money laundering mechanisms.

The ability to change and remain resilient, meanwhile, requires an agile mindset. Towards this end, we are conducting practical learning programs anchored on both structured and flexible learning. Particularly, in line with the evolving digital landscape, the company places strong emphasis on digital upskilling. We recognize the need for employees to adapt to new technologies, tools and digital platforms and so we offer training programs and resources to enhance digital literacy and skills, enabling employees to leverage technology effectively in their roles. This initiative ensures that they are well-equipped to navigate digital advancements and contribute to the company's digital transformation journey.

I envision a workforce that is robust and innovates as well as iterates solutions for customers through collaboration, empowerment and customer-centricity, while staying true to the organisation's

ethics and core values.

### Future Roadmap

With its strong presence in multiple states and a focus on gold loans, the company is poised for continued success and growth in the coming years. Our commitment to exceptional customer service, coupled with a strong financial foundation has set the stage for further expansion and market leadership.

Our overall performance during the last year has been exemplary. Our branch expansion, increased loan portfolio and ongoing employee training has yielded strong financial results for 2022-23 and exhibits our ability to thrive in a competitive market. Furthermore, the endorsement from SBI highlights our credentials and reflects our potential for future success.

The company is well-placed to consolidate its position as a leading NBFC and continue delivering growth and value to its customers and stakeholders.

### Appreciation

I would like to express my sincere gratitude to every single customer for their patronage. The trust and confidence you have placed in ICL Fincorp over the years has inspired us in our shared journey towards a brighter future. To Team ICL Fincorp, I am grateful for your commitment towards the company. I am humbled by the sheer dedication, professionalism and tenacity with which you work to serve our customers.

Lastly, I thank my colleagues on the Board for their wisdom and oversight that has been instrumental in helping the company to navigate amidst the opportunities and challenges.

Thank you once again!

**Best wishes,**  
K.G. Anilkumar

With You, Every Step of the Way!

# The Gold Standard of Trust!

ICL Fincorp has earned a reputation in gold loans, shining a spotlight on financial inclusion of the underbanked and unserved markets of the country.



**₹ 392.94 Cr**

Gold Loan AUM





₹ 65,000

Ticket Size (avg.)



In serving the needs of a wide cross-section of customers, the company has been able to expand its gold loan portfolio from Rs. 335.63 cr in 2021-22 to Rs. 392.94 cr in 2022-23, reflecting success in expanding the loan book with pristine asset quality.

This growth signifies the company's ability to generate demand for its gold loan products and gold-backed financing schemes and also testifies to its expertise in effectively catering to the financing needs of customers.

Our performance also demonstrates customer confidence in the company's gold loan offerings and its ability to manage risk while delivering best-fit financial solutions. By sustaining this positive trajectory and continuously enhancing its products and services, ICL Fincorp can further strengthen its position as a leading NBFC in the gold loan segment and achieve sustained growth in the future.

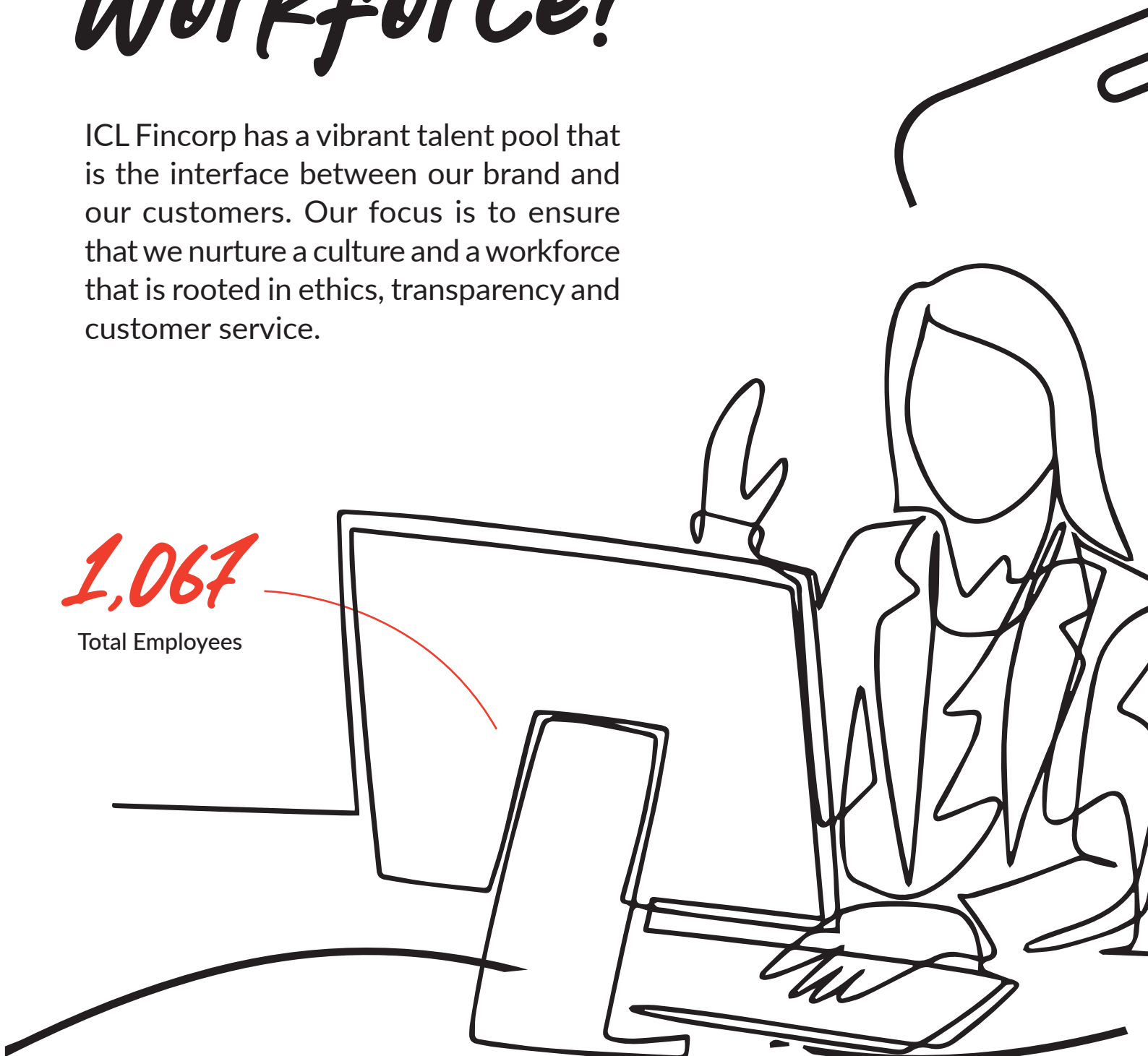
With You, Every Step of the Way!

# Futurising our Workforce!

ICL Fincorp has a vibrant talent pool that is the interface between our brand and our customers. Our focus is to ensure that we nurture a culture and a workforce that is rooted in ethics, transparency and customer service.

**1,067**

Total Employees





We emphasize on attracting and retaining top talent by focusing on identifying individuals with the right skills, experience and cultural fit for the organization. We implement a myriad of employee engagement programs, performance-based rewards, and career development opportunities to enhance employee retention.

To ensure a future-ready workforce, we invest in upskilling our talents. We identify skill gaps and conduct training need assessments to design targeted programs for our employees, encompassing technical and functional skills, leadership development, and soft skills.

We understand the importance of employee well-being in maintaining a motivated and productive workforce. Thus, we offer employees wellness programs, such as health check-ups, yoga sessions and counselling services. We also implement flexible work arrangements, such as remote work options and flexible working hours to support employees in work-life integration.

Finally, we recognize the value of a diverse and inclusive workforce and promote diversity in terms of gender, age, ethnicity and background. We strive to foster an inclusive work culture that encourages collaboration, meritocracy, respect and equal opportunity for all.

**52%**

Woman Employees

# Our Strategic Priorities

Synergising our core and new businesses, we have charted a robust growth path based on our strategic priorities.

At ICL Fincorp, our goal is to solidify our position as a top Indian NBFC by executing our medium-term roadmap. We will prioritise customer satisfaction, expand our product portfolio, improve our technological capabilities, and maintain high performance standards. These strategies will empower us to adroitly navigate the ever-changing financial landscape, seize opportunistic prospects, and maintain sustainable long-term growth and value creation.

Outlined below are our company's strategic priorities.

## Branch and market penetration

We are focused on expanding our branches and penetrating new markets. Our goal for the upcoming 3-5 years is to execute our branch expansion strategy to achieve greater market penetration. Our focus is to expand our reach by targeting new states or regions within our existing states of presence to create a more dense branch network. By expanding our branch network, we can enhance our customer reach and acquire market share.

## Portfolio diversification

While our primary offering is gold loans, the company will explore diversifying its product portfolio over the next 3-5 years. This will include introducing new loan products or expanding into related financial services, such as microfinance, personal loans, or insurance products. Diversification will allow the company to cater to a broader range of customer needs and reduce dependence on a single product, thereby ensuring effective de-risking.

## Technology adoption and digital transformation

Our focus is on tech adoption and driving digital transformation. We will implement advanced loan management systems, develop a user-friendly mobile app for our customers, and leverage data analytics for enhanced risk assessment and customer insights. Technology integration is crucial for optimising processes, increasing operational efficiency, and elevating customer experience.

## Talent management and leadership development

In order to facilitate our company's growth objectives, we will prioritise talent management and leadership development. Our strategy involves hiring specialist talent, prioritising investment in training and development, and cultivating a culture of constant learning. By investing in the growth and development of our workforce, we will establish a robust leadership pipeline and cultivate a highly skilled and motivated team to propel our company's future growth.

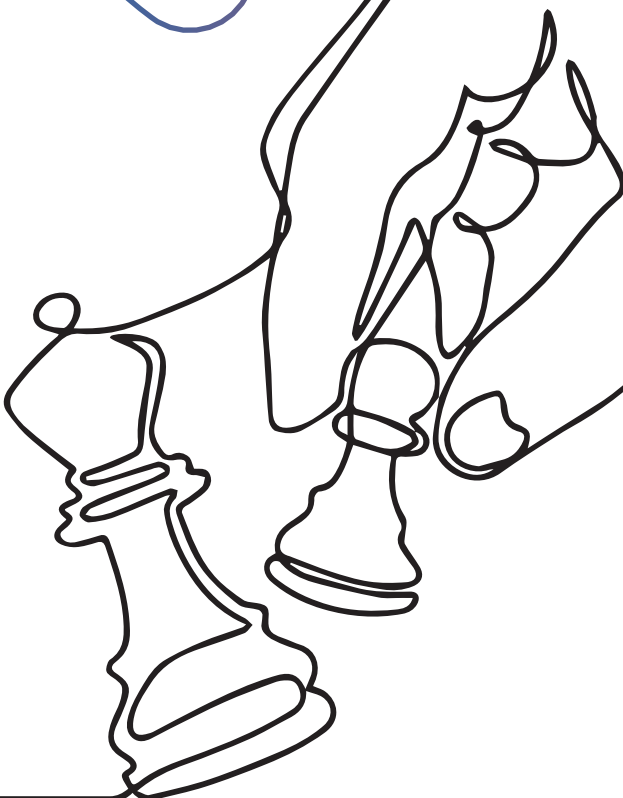
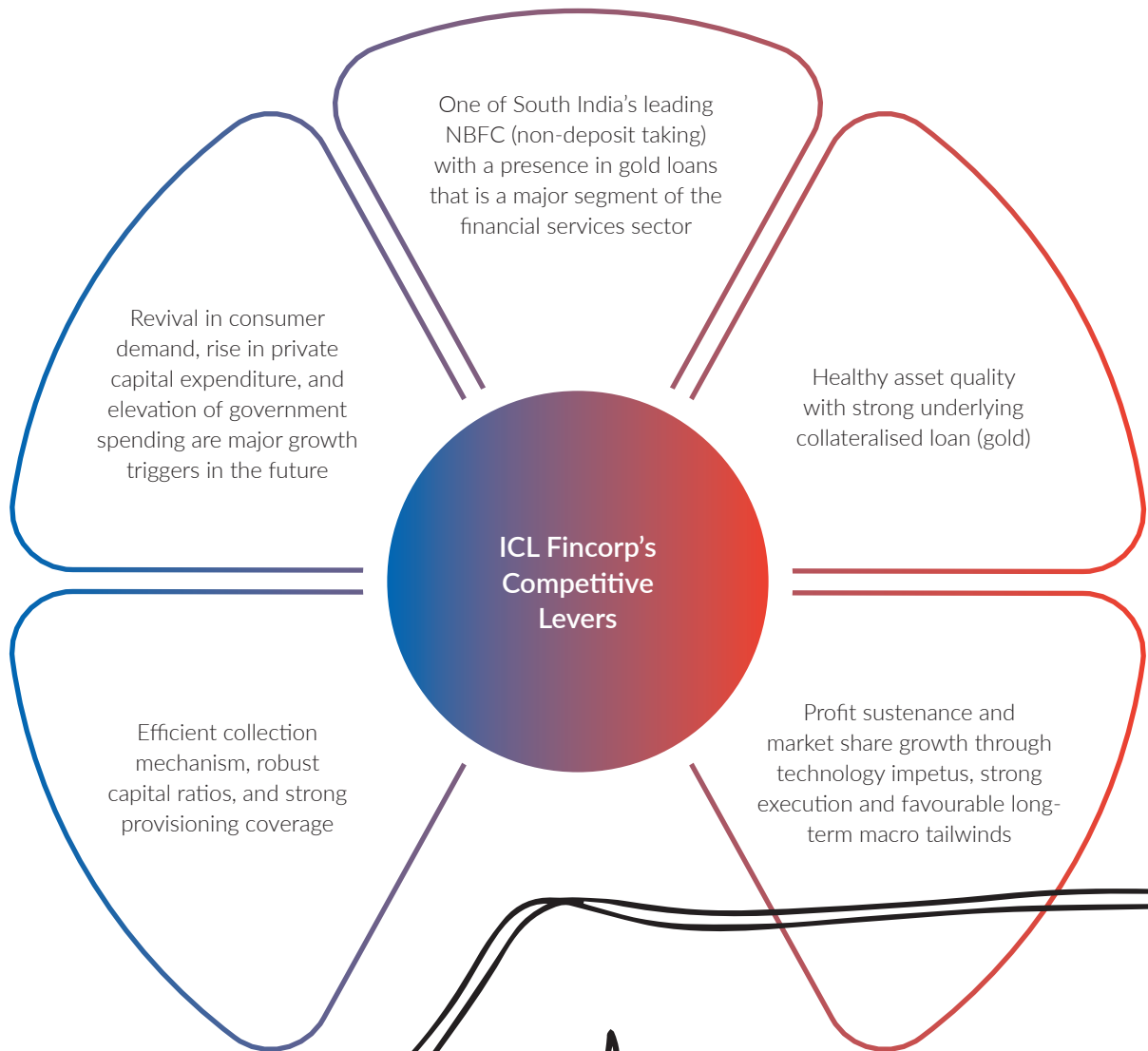
## Focus on customer relationship management (CRM)

Our topmost priority is to establish robust customer relationships and deliver unparalleled service. We will achieve this by implementing a robust CRM system, personalised communication channels, and efficient grievance redressal mechanisms. By placing importance on customer satisfaction, our company can bolster customer loyalty, attract new customers through positive word-of-mouth referrals, and distinguish itself in a competitive market.

## Strengthening partnerships and alliances

Leveraging strategic partnerships and alliances is crucial for driving growth and innovation. We will endeavour to forge strategic alliances with technology providers, Fintech enterprises, and other financial institutions to capitalise on synergies and broaden our scope. Strategic alliances are key for accessing new markets, enhancing product offerings, and driving operational efficiencies.





# Board of Directors

Our Board is the apex decision-making body of the company and are the guardians of stakeholder trust.

6

Board Members

2

Independent Directors



**Mr. K. G. Anilkumar**

CMD

Mr. K. G. Anilkumar is the son of veteran freedom fighter, Shri Erekaath Govindan Menon. Mr. Anilkumar has been imbued with fighting spirit by his father since childhood, which later helped him to succeed in the competitive field of financing.

Mr. Anilkumar is a passionate businessperson and with his experience and strong backing of the Directors, he established the Company in 1991. Since then, the company has been growing at a steady pace under his visionary leadership.

His vision and passion have also been instrumental in the Group venturing into real estate, chits, tours and travel business, fashion boutique and healthcare business through separate group companies

## Other Directors



**Mrs. Umadevi Anilkumar**

Whole-Time Director



**Mr. K. K. Wilson**

Director



**CS Shinto Stanley**

Independent Director



**Mr. Sreejith S. Pillai**

Director



**Mr. A. A. Balan**

Independent Director



# Corporate Information

## Directors

**K. G. Anilkumar**  
Chairman & Managing Director

**Umadevi Anilkumar**  
Whole-Time Director

**K. K. Wilson**  
Non-Executive Director

**A. A. Balan**  
Independent Director

**CS Shinto Stanly**  
Independent Director

**Sreejith S. Pillai**  
Non-Executive Director

## Chief Financial Officer

**Madhavankutty T.**

## Company Secretary

**Visakh T.V.**

## Registered Office

No.61/1,  
VGP Complex, First Avenue  
Ashok Nagar, Chennai - 600 083

## Administrative Office

Main Road, Irinjalakuda - 680 121

## Statutory Auditors

**M/s. Manikandan & Associates**  
FRN. 008520S, Chartered Accountants  
Krishna Arcade, Near Marathompilly Krishna Temple  
KSRTC Road, Chalakudy  
Thrissur, Kerala - 680 307  
E-mail: [manikandan\\_ck@yahoo.com](mailto:manikandan_ck@yahoo.com)

## Practising Company Secretaries

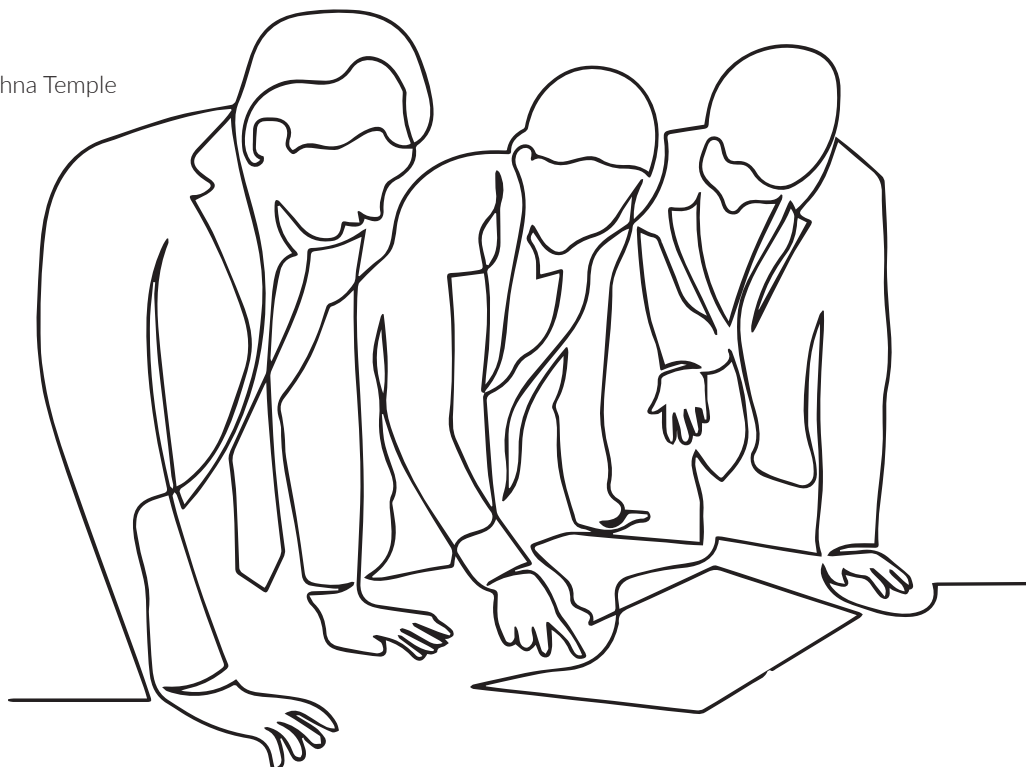
**M/s Mundhra & Co., Chennai**  
**CS Yacob P O, Ernakulam**

## Registrar And Share Transfer Agents

**M/s Cameo Corporate Services Ltd**  
'Subramanian Building', #1 Club House Road  
Chennai - 600 002

## Bankers

- State Bank of India
- Dhanlaxmi Bank
- South Indian Bank
- Axis Bank
- Bank of Baroda
- Indian Bank
- Indian Overseas Bank
- Union Bank of India
- Canara Bank
- Federal Bank
- Punjab National Bank
- Bank of India
- ESAF



# Notice of 32<sup>nd</sup> Annual General Meeting

Notice is hereby given that the 32nd Annual General Meeting of the members of ICL Fincorp Limited ("hereinafter referred to as "the Company") will be held on Saturday, the 15th day of July, 2023 at 12.00 p.m. IST ("hereinafter also referred to as AGM") through Video Conferencing (hereinafter referred to as "VC")/Other Audio-Visual Means (hereinafter referred to as "OAVM") facility to transact following businesses:

## Ordinary Businesses

### 1. Approval of audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2023.

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**: -

"RESOLVED THAT the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2023 including Balance Sheet as at March 31, 2023, Statement of Profit and Loss as at March 31, 2023 and Statement of Cash Flows for the year ended as on that date, together with other statements and notes forming part of financial statements and the reports of Auditors and Directors, as circulated to the members and laid before the meeting, be and are hereby received, considered, approved and adopted."

### 2. Declaration of preference dividend for the financial year ended March 31, 2023.

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**: -

"RESOLVED THAT pursuant to section 123 of the Companies Act, 2013, dividend at an annual rate of 15% per Redeemable Non-Convertible Cumulative Preference Shares, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2023 on 2,84,000 Redeemable Non-Convertible Preference Shares of Rs.100/- (Rupees One Hundred Only) each and the said dividend be paid to the preference shareholders of the Company, whose names appear in the list of beneficiary position provided by Depositories as on the record date and who are entitled to such dividend, out of the profits of the Company."

### 3. Appointment of a Director in place of Mr. Sreejith Surendran Pillai, who retires by rotation and being eligible, offers himself for re-appointment.

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**: -

"RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013, Mr. Sreejith Surendran Pillai (DIN: 05315692), who retires by rotation at the 32nd Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

### 4. Appointment of M/s. Manikandan & Associates, Chartered Accountants, as Statutory Auditors of the Company.

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**: -

"RESOLVED THAT pursuant to the provisions of section 139 (8), 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors, consent of the Members of the Company be and is hereby accorded for the appointment of M/s. Manikandan & Associates, FRN. 008520S, Chartered Accountants, Krishna Arcade, Near Marathompilly Krishna Temple, KSRTC Road, Chalakudy, Thrissur, Kerala – 680307 as Statutory Auditors of the Company in casual vacancy, caused by the resignation of M/s. Mohandas & Associates, FRN.02116S, Chartered Accountants, 3rd Floor, Sree Residency, Press Club Road, Thrissur, Kerala – 680001, for the financial year 2022 - 2023 and to hold office from the date of appointment by the Board of Directors i.e. May 12, 2023, to the conclusion of 32nd Annual General Meeting for the financial year ending March 31, 2023, at a consolidated remuneration of Rs.8,25,000/- (Rupees Eight Lakh Twenty Five Thousand Only), payable in one or more installments, exclusive of applicable taxes and reimbursement of out-of-pocket expenses incurred thereon and on such terms and conditions, as may be mutually agreed between the Auditors and the Board of Directors of the Company from time to time, as the case may be;

RESOLVED THAT pursuant to the provisions of sections 139 (1), 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with rule 3 of the Companies (Audit & Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and pursuant to approval and recommendations of the Audit Committee and the Board of Directors, consent of the Members of the Company be and is hereby accorded to the appointment of M/s. Manikandan & Associates, FRN. 008520S, Chartered Accountants, Krishna Arcade, Near Marathompilly Krishna Temple, KSRTC Road, Chalakudy, Thrissur, Kerala – 680307 as Statutory Auditors of the Company to hold the office for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company, to be held in the year 2028, at a consolidated remuneration of Rs.8,25,000/- (Rupees Eight Lakh Twenty Five Thousand Only), payable in one or more installments, exclusive of applicable taxes and reimbursement of out-of-pocket expenses incurred thereon and on such terms and conditions, including annual increment in remuneration, as may be mutually agreed between the Auditors and the Board of Directors of the Company from time to time, as the case may be;





RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps, as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings, that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs, Reserve Bank of India and other concerned authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolutions.”

## Special Businesses

### 5. Approval of Managerial Remuneration payable to Ms. Umadevi Anilkumar, Whole-time Director of the Company.

To consider and, if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:-

“RESOLVED THAT pursuant to the provisions of sections 196(4), 197, 198, 203 and any other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), regulations issued by the Reserve Bank of India, and pursuant to the provisions of the Articles of Association of the Company, and pursuant to approval and recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to pay Managerial Remuneration to Ms. Umadevi Anilkumar, Whole-time Director of the Company, on the terms and conditions as specified herein:

SN	Particulars	Description
1	Remuneration Payable	(i) Entitled to an aggregate amount of Rs.5,00,000/-per month (Rupees Five Lakhs Only) by way of salary, perquisites, allowances etc.; and (ii) Entitled to a profit related commission of not exceeding 1% on the net profits of the Company for the Financial Years FY 2024 and FY 2025.
2	Period for which Remuneration is payable.	Remuneration shall be paid for a period of 2 years effective from 31st day of August, 2023 to 30th day of August, 2025.
3	Tenure of Appointment.	5 years with effect from 01st day of September, 2020 to 30th day of August, 2025.

RESOLVED FURTHER THAT where in any of the Financial Years commencing from 2023-24 to 2024-2025, the Company has no profits or the profits are inadequate, Ms. Umadevi Anilkumar, shall be entitled to receive the above remuneration as the minimum remuneration;

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to take such steps, as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings, that may be required, on behalf of the Company, including filing of necessary forms and returns with the Reserve Bank of India and other concerned authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution.”

### 6. Issuance of Redeemable Non-Convertible Preference Shares on private placement basis.

To consider and, if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

“RESOLVED THAT in supersession to earlier resolution passed at the 31st Annual General Meeting held on 24th day of September, 2022 and pursuant to the provisions of sections 42, 55 and other applicable provisions, if any, of the Companies Act, 2013, read with rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 & rule 9 of the Companies (Share Capital and Debenture) Rules, 2014 (including any statutory modifications or amendments thereto or re-enactments thereof for the time being in force) and in terms of Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the Board of Directors to offer, issue and allot 47,00,000 Non -Convertible Redeemable Cumulative Preference Shares (“NCRCPs”) of face value of Rs.100/- (Rupees One Hundred Only) each for cash at par for a nominal amount not exceeding Rs.47,00,00,000/- (Rupees Forty Seven Crores Only) on private placement basis in one or more series/tranches, to various persons or institutions or entities viz. Companies/Bodies Corporate etc. as may be identified by the Board in their absolute discretion, including Promoters/Promoter Group and Associates, whether or not such persons are the member(s) of the Company and on such terms and conditions, as mentioned below and stipulated in the Explanatory Statement and as the Board may deemed fit in its absolute discretion;

01.	Issue Price	NCRCPS of face value of Rs.100/- each will be issued at a par.
02.	Rate and Nature of Dividend	Series 2: NCRCPS shall carry fixed cumulative preference dividend of 13% per annum (on the face value) which will remain fixed over the tenure of NCPS, ie. 5 years. Series 3: NCRCPS shall carry fixed cumulative preference dividend of 12.75% per annum (on the face value) which will remain fixed over the tenure of NCPS, ie. 3 years. The Board may from time to time at its discretion may adopt any other series/schemes, other than those mentioned above, which carry a fixed cumulative preference dividend to be determined by the Board at the time of issue of such NCRCPS on the capital for the time being paid-up thereon, provided the preference dividend on such schemes shall not exceed 15% per annum (on the face value), which will remain fixed over the tenure of NCRCPS.
03.	Cumulative	NCRCPS will carry cumulative dividend right.
04.	Tenure & Conversion/Redemption Terms	NCRCPS will not be converted into Equity Shares. NCRCPS shall be redeemable not later than the date determined by the Board at the time of issue or such other date as may be determined by the Board, provided the tenure shall not exceed five years for NCRCPS - series 2 and three years for NCRCPS - series 3 from the date of allotment of each NCRCPS. NCRCPS corresponds to any series/schemes, other than above shall be redeemable not later than the date determined by the Board at the time of issue or such other date as may be determined by the Board, provided the tenure shall not exceed five years from the date of allotment. The amount subscribed/paid on each NCRCPS shall be redeemed at par.
05.	Priority with respect to payment of dividend or repayment of capital vis-a-vis Equity Shares	NCRCPS will carry a preferential right vis-à-vis Equity Shares of the Company with respect to the payment of dividend and repayment of capital during winding up.
06.	Participation in surplus funds/surplus assets and profits	NCRCPS shall be non-participating in the surplus funds /surplus assets and profits, on winding up, which may remain after the entire capital has been repaid.
07.	Voting rights	NCRCPS shall carry voting rights as prescribed under the provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers conferred on it by or under the aforesaid resolution to any Director or Committee of Directors or to the Company Secretary or any Officers of the Company, as it may consider appropriate in order to give effect to the resolution;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company, including filing of necessary forms and returns with the Ministry of Corporate Affairs and other concerned authorities and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the resolution."

By order of Board of Directors,  
For **ICL Fincorp Limited**

Sd/-  
**K.G. Anilkumar**  
Managing Director  
(DIN: 00766739)

Place: Irinjalakuda  
Date: 15.06.2023

**Notes & Instructions**

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (hereinafter also referred to as "the Act") read with rules setting out material facts pertaining to the proposed resolutions under item nos.5 and 6 and reasons thereof are annexed for your consideration and requisite action.
2. The Annual Report of the AGM is being sent by e-mail to all the members, whose names appear in the Register of members/ List of Beneficial Owners as furnished by the Depositories i.e. National Securities Depository Limited (hereinafter referred to as "NSDL") and Central Depository Services (India) Limited (hereinafter referred to as "CDSL") as at the close of business hours on Friday, the 16th day of June, 2023 and who have registered their e-mail address in respect of electronic holdings with the depository through the concerned Depository Participants and in respect of physical holding with the Company's Registrar & Share Transfer Agent i.e. Cameo Corporate Services Limited (hereinafter referred to as "RTA").
3. Members whose name appear on the Register of Members/List of Beneficial owners as on the cut-off (record) date i.e. Saturday, the 08th day of July, 2023 will be considered for the purpose of remote e-voting and voting rights shall be reckoned on the paid-up value of shares registered in the name of the members as on that date. A person who is not a member as on the record date should treat this Notice for information purposes only. The Register of Members and Share Transfer Books of the Company shall remain closed from Monday, 10th day of July, 2023 to Saturday, the 15th day of July, 2023 (both days inclusive) for the purpose of AGM. Transfers received during book closure will be considered only after reopening of the said registers.
4. Members whose name appears on the Register of Preference Shareholders/List of Preference Shareholders as on the cut-off (record) date i.e. Saturday, the 08th day of July, 2023 will be considered for the purpose of payment of dividend for the financial year 2022-23.
5. The Board of Directors has appointed Cameo Corporate Services Limited, having office at Subramanian Building, No.1, Club House Road, Near Spencer's Signal, Anna Salai, Chennai, Tamil Nadu - 600002, as the RTA of the Company for the share registry work (physical and electronic).
6. The Board of Directors of the Company, vide meeting held on Friday, the 02nd day of June, 2023 has appointed Mr. K.G.Anilkumar, Managing Director (DIN: 00766739) of the Company, as the person responsible for the entire process of AGM and e-voting.
7. The Board of Directors of the Company, vide meeting held on Friday, the 02nd day of June, 2023 has appointed Mr. Yacob P.O., Practising Company Secretary having office at 02nd Floor, Kalarikkal Building, Karingachira, Tripunithura, Kerala - 682301 as the Scrutinizer for scrutinizing e-voting process in a fair and transparent manner.
8. The Company has issued paper notice on Wednesday, the 14th day of June, 2023 in The New Indian Express (English Newspaper) and Dinamani (Tamil Newspaper) requesting all the members to register their permanent e-mail address. It is clarified that members are required to register their e-mail address, in respect of electronic holdings with the Depositories/ Depository Participant and in respect of physical holding with the Company or RTA.
9. In view of the outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (hereinafter referred to as "MCA") vide its General Circular No. 02/2022 dated May 05, 2022 read together with General Circular Nos. 20/2020 dated May 05, 2020, 17/2020 dated April 13, 2020, 14/2020 dated April 08, 2020 and 10/2022 dated December 28, 2022 (hereinafter collectively referred to as "MCA Circulars"), have permitted the holding of AGM through VC/OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Act and MCA Circulars, the AGM of the Company is being held through VC/OAVM, without the physical presence of the members at a common venue.
10. Pursuant to the provisions of section 108 of the Act read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Secretarial Standard - 2 on General Meetings issued by the Institute of Companies Secretaries of India (hereinafter referred to as "ICSI") and subject to MCA Circulars, the Company is providing facility of remote e-voting to its members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has engaged CDSL as the authorised agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
11. Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Scrutinizers etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
12. Member's log-in to the VC platform using the remote e-voting credentials shall be considered for record of attendance at the AGM and such member attending the meeting will be counted for the purpose of reckoning the quorum under section 103 of the Act.
13. Pursuant to the provisions of the section 105 of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to MCA circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of MCA Circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence, the proxy form and attendance slip are not annexed to this notice.
14. In line with MCA Circulars, AGM Notice and Annual Report is being sent through electronic mode to those members whose e-mail addresses are registered with the Company/RTA/ Depositories. The Notice calling the AGM and Annual Report

has been uploaded on the website of the Company at [www.iclfincorp.com](http://www.iclfincorp.com). The AGM Notice and Annual Report is also disseminated on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com). In case a member is desirous of obtaining an e-mail of Annual Report, he/she may send an e-mail to [cs@iclfincorp.com](mailto:cs@iclfincorp.com).

15. In accordance with the Secretarial Standard on General Meetings issued by the ICSI read with Clarification/Guidance on applicability of Secretarial Standards – 1 and 2 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 deemed venue of the AGM. Since the AGM will be held through VC/OAVM, the route map is not annexed to this Notice.
16. Corporate/Institutional Members are entitled to appoint authorized representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/Institutional Members (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy of the Board Resolution/Authority Letter, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting or during the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail through its registered email address to [csevoing@gmail.com](mailto:csevoing@gmail.com) with a copy marked to [cs@iclfincorp.com](mailto:cs@iclfincorp.com).
17. The voting period shall commence on Wednesday, the 12th day of July, 2023 at 10.00 a.m. IST and ends on Friday, the 14th day of July, 2023 at 05.00 p.m. IST. The remote e-voting facility shall be disabled by the CDSL for e-voting thereafter.
18. The Scrutinizer will submit a consolidated Scrutinizer's Report to the Chairman/Director after the completion of scrutiny on remote e-voting as well as the venue e-voting at the AGM on Monday, the 17th day of July, 2023 at 12.00 p.m. at the corporate office of the Company at Main Road, Irinjalakuda, Thrissur, Kerala – 680121 and will also be displayed on the website of the Company [www.iclfincorp.com](http://www.iclfincorp.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com).
19. The resolutions shall be deemed to be passed on the date of the meeting, i.e. 15th day of July, 2023, subject to receipt of the requisite number of votes in favour of the resolutions.
20. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under section 189 of the Act will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [cs@iclfincorp.com](mailto:cs@iclfincorp.com). The same will be replied by the Company suitably.
21. As per sections 124 and 125 of the Act, the amount of unpaid or unclaimed dividend lying in unpaid dividend account for a period of seven (7) years from the date of its transfer to the unpaid dividend account and the underlying Equity Shares of such unpaid or unclaimed dividend, are required to be transferred to the Investor Education and Protection Fund

established by the Central Government. Once the amount is so transferred, no claim shall lie against the Company in respect of dividend amount thereafter. Shareholders are requested to send their claims, if any, for the financial year 2015-16 onwards, before the amount becomes due for transfer to the above fund.

22. As per the provisions of section 72 of the Act read with rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, members holding shares in physical form may file nomination in the prescribed form SH-13 with RTA. In respect of shares held in dematerialized form, the nomination may be filed with the respective Depository Participants.
23. Pursuant to the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended securities of Unlisted Public Companies can be transferred only in dematerialised form. In view of the same and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form and for ease in portfolio management.
24. In case of joint holders, the member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting.
25. Members should notify the changes in their address immediately to the RTA of the Company/Depository Participants as the case may be. Members who are holding shares in dematerialised form are requested to keep their bank account details including IFSC and/or MICR updated with their respective Depository Participants and those members who are holding shares in physical form, by sending a request to the RTA by quoting their folio No., PAN along with cancelled cheque or other acceptable bank account proof.
26. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, PAN, mandates, nominations, bank details such as name of the bank and branch details, bank account number, MICR Code, IFSC Code, etc. to their Depository Participants, in case the shares are held by them in electronic form and to the RTA in case the shares are held by them in physical form. The process for registration of e-mail address is mentioned below:

Physical Holding	<p>Send an e-mail to the Company at <a href="mailto:cs@iclfincorp.com">cs@iclfincorp.com</a> along with the scanned copy of the request letter duly signed by sole/first shareholder quoting the 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) for registering mobile number.</p> <p>or</p> <p>Visit web portal <a href="https://investors.cameoindia.com">https://investors.cameoindia.com</a> of RTA of the Company.</p>
Demat Holding	<p>Please contact your Depository Participant and register your email address in your demat account, as per the process advised.</p>





27. In case of any queries or grievances connected with the e-voting process, members may contact the following official:
- Mr. K.G. Anilkumar  
Managing Director,  
ICL Fincorp Limited  
Main Road,  
Irinjalakuda, Thrissur, Kerala – 680121  
Ph: 85890 23110, E-mail: md@iclfincorp.com
28. The Instructions for shareholders for remote e-voting and e-voting during AGM and joining meeting through VC/OAVM are as under:
- The remote e-voting period begins on Wednesday, the 12th day of July, 2023 at 10.00 a.m. IST and ends on Friday, the 14th day of July, 2023 at 05.00 p.m. IST. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cut-off date (record date) ie. Saturday, the 08th day of July, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - The voting rights of the members shall be in proportion to their shares of the Paid up Equity Share Capital of the Company, as on the cut-off date ie. Saturday, the 08th day of July, 2023. Voting rights in the e-voting cannot be exercised by a proxy, though Corporate and Institutional Members shall be entitled to vote through authorized representatives with proof of their authorization. The voting right of the Equity Share is one vote per Equity Share, registered in the name of the member.
  - Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue. Further, once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.
  - Login method for e-voting and joining virtual meeting for individual shareholders holding securities in demat mode is given below:

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

Type of shareholders	Login Method
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. After successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on Company name or e-voting service provider name and you will be redirected to e-voting service provider's website 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 above mentioned website.

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

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

- f) Login method for e-voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

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

<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>	
PAN	Enter your 10 digit alpha numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the depository or Company please enter the member id/ folio number in the Dividend Bank details field.



- vii. After entering these details appropriately, click on "SUBMIT" tab.
  - viii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - ix. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
  - x. Click on the EVSN for the relevant **ICL Fincorp Limited** on which you choose to vote.
  - xi. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  - xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
  - xiii. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
  - xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
  - xv. You can also take a print of the votes cast by clicking on "Click here to print" option on the voting page.
  - xvi. If a demat account holder has forgotten the login password, then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - xvii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
29. Facility for Non-Individual Shareholders and Custodians
- i. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - ii. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - iii. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - iv. The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - v. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - vi. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer [csevoting@gmail.com](mailto:csevoting@gmail.com) and to the Company at the email address [cs@iclfincorp.com](mailto:cs@iclfincorp.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
30. Process for those Shareholders whose e-mail addresses or mobile number are not registered with the Company/ Depositories for obtaining login credentials for e-voting for the resolutions proposed in this Notice:
- i. For Physical shareholders - please provide necessary details like folio no., name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhar (self-attested scanned copy of Aadhaar Card) by e-mail to Company e-mail id [cs@iclfincorp.com](mailto:cs@iclfincorp.com) and to the RTA e-mail id [cameo@cameoindia.com](mailto:cameo@cameoindia.com).
  - ii. For Demat shareholders - please update your email id & mobile no. with your respective Depository Participant.
  - iii. For Individual Demat shareholders – please update your email id & mobile no. with your respective Depository Participant which is mandatory while e-voting & joining virtual meetings through Depository.
31. Instructions for shareholders attending the AGM through VC/OAVM are as under:
- i. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
  - ii. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for remote e-voting.
  - iii. Shareholders 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.
  - iv. Shareholders are encouraged to join the meeting through Laptops, Smartphones, Tablets and iPads for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops 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 glitches.

- v. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **3 days prior to meeting** mentioning their name, demat account number/folio number, e-mail id and mobile number at Company email id [cs@iclfincorp.com](mailto:cs@iclfincorp.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **3 days prior to meeting** mentioning their name, demat account number/folio number, e-mail id and mobile number at Company e-mail id [cs@iclfincorp.com](mailto:cs@iclfincorp.com). These queries will be replied to by the Company suitably by e-mail.
  - vi. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
  - vii. Only those shareholders, who are 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 available during the AGM.
  - viii. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
32. If you have any queries or issues regarding attending AGM & e-voting from the e-voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542) or at toll free no. 1800 22 55 33 .
  33. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N.M. Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no 1800 22 55 33.



## Annexure to Notice

### Item No. 3 - Appointment of a Director in place of Mr.Sreejith Surendran Pillai, who retires by rotation and being eligible, offers himself for re-appointment

Disclosures under Secretarial Standard on General Meetings (SS-2) issued by ICSI are detailed as below.

Sl. No.	Particulars	Response
01.	Name	Mr. Sreejith Surendran Pillai
02.	Director Identification Number (DIN)	05315692
03.	Terms & Conditions of appointment	Appointed as Non-Executive Director of the Company. During the tenure, Mr. Sreejith Surendran Pillai may receive sitting fees under section 197 (5) of the Companies Act, 2013 and other reimbursement of expenses for participation in the Board and other Committee Meetings.
04.	Nationality	Indian
05.	Date of Birth	10.04.1982
	Age	41 Years
06.	Business address (along with Phone, Fax and Email)	Caits Info Solutions Private Limited 57/391-D Thirunalath Arcade, Chilavanoor Road, Kadavanthra P.O., Kochi, Ernakulam, Kerala – 682020, Mob: 9400300931 Email: ceo@caitsinfo.com
07.	Residential address (along with Phone, Fax and Email)	Srishiti, Aroor, Alappuzha Kerala - 688534, Mob: 9400300931, Email: ceo@caitsinfo.com
08.	Educational/professional qualifications	Graduate Diploma in Information Technology Bachelor of Arts (Economics)
09.	Nature of expertise/Experience if any, in the Financial Services Sector (including Banking Sector)	Around 2.5 years of experience in the Non - Banking Financial Sector and other related areas.
10.	Details of remuneration for the financial year 2022-23	Sitting Fees – Rs.33,000/-
11.	Designation and Date of first appointment on Board	Non-Executive Director w.e.f 28.11.2020
12.	Relation with other Directors, Managers or Key Managerial Personnel	Nil
13.	Number of Board Meetings attended during the financial year 2022-23	22 meetings
14.	Name(s) of other organizations or entities or associations or unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	Managing Director at Caits Info Solutions Private Limited
15.	Memberships / Chairmanships of Committees of the Board	ICL Fincorp Limited a) Audit Committee b) Debenture and Bond Committee c) IT Strategy Committee d) Nomination and Remuneration Committee e) Risk Management Committee f) Share Allotment Committee
16.	Directorship and Membership of Committees of the Board in Listed entities	NIL



Sl. No.	Particulars	Response
17.	Listed entities from which the person has resigned in the past three years	NIL
18.	Shareholding in the Company as on 31.03.2023 as on 02.06.2023	12,667 (0.0267%) 12,667 (0.0267%)
19.	Brief Resume Mr. Sreejith Surendran Pillai, Graduate in Economics by qualification, due to his tremendous managerial capacities and his foresight, became a businessman by choice. He is the founder of Caitis Info Solutions Pvt Ltd, a leading IT and ELV solution providing Company with head office in cochin and having operations in all over India. In addition to graduation, he holds Diploma in Information Technology from MCC Computer Education. He is a proud member of Business Network International (BNI). During his journey with BNI he has been awarded as the most referral partner since launch of the chapter. At present he is the Director Consultant of BNI Kochi.	
20.	Performance Evaluation Mr. Sreejith S Pillai has awarded with 96% attendance at Board Meetings, General Meeting and various Committee Meetings and actively participated throughout the meetings. The Board evaluated and confirmed that the said Director has exercised duties with due and reasonable care, skill and diligence, along with cent percent independent judgment and in the best in the interest of the Company. Mr. Sreejith S Pillai has complied with all the guidelines with respect to the professional conduct, role, functions and duties, as mentioned in the Companies Act, 2013. The performance evaluation criteria for accessing the appointment or regularization of Directors, inter-alia, includes factors like participation at Board/Committee Meetings, managing relationship with fellow Board Members, knowledge and skill, personal attributes like ethics and integrity, independent judgment with regard to corporate strategy, performance, risk management etc., corporate governance implementation, knowledge about the Company and external environment in which it operates, confidentiality level, adherence to the applicable code of conduct for Directors etc.	

**Item No.4 Appointment of M/s. Manikandan & Associates, Chartered Accountants, as Statutory Auditors of the Company**

The Members of the Company at the 29th Annual General Meeting, held on 30th day of September, 2020, had re-appointed M/s. Mohandas & Associates (FRN.02116S) as Statutory Auditors of the Company, for a further period of 5 years, till the conclusion of 34th Annual General Meeting of the Company to be held in the year 2025. However, due to the expiry of the peer review certificate of the firm, the Statutory Auditors of the Company and have tendered their resignation from the office of the Statutory Auditor with effect from May 09, 2023.

Accordingly, the Board of Directors of the Company at their meeting held on May 12, 2023 has appointed M/s. Manikandan & Associates, FRN. 008520S, Chartered Accountants, having office at Krishna Arcade, Near Marathompilly Krishna Temple, KSRTC Road, Chalakudy, Thrissur, Kerala – 680307, as Statutory Auditors of the Company in casual vacancy.

As per the provisions of section 139(8) of the Companies Act, 2013, any casual vacancy in the office of the Statutory Auditor shall be filled up by the Board of Directors within 30 days of such vacancy and, in case the Casual vacancy is caused as a result of resignation of the Auditor, such appointment in casual vacancy shall also be approved by the Company at a general meeting convened within three months of the recommendation of the Board and the Auditor

appointed in Casual Vacancy shall hold the office till the conclusion of the next Annual General Meeting.

Accordingly, as per the aforementioned provisions of the Companies Act, 2013, M/s. Manikandan & Associates, Chartered Accountants, can hold the office only up to the conclusion of the ensuing Annual General Meeting of the Company and needs to be re-appointed at the ensuing Annual General Meeting of the Company to continue as the Statutory Auditors.

Your Company has received the necessary consent letter and eligibility certificate from the firm in accordance with the provisions of sections 139 and 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and as per the provisions of section 139(2) of the Companies Act, 2013 read with rule 6 of the Companies (Audit and Auditors) Rules, 2014, M/s. Manikandan & Associates were eligible for appointment as Statutory Auditors of the Company.

Therefore, the Board of Directors of your Company has recommended for their appointment to hold the office from the conclusion of the 32nd Annual General Meeting of the Company till the conclusion of the 37th Annual General Meeting of the Company to be held in the year 2028.

A brief profile of M/s. Manikandan & Associates is annexed hereto for reference and evaluation.



Sl. No.	Particulars	Response
01.	Name and address of the firm	M/s. Manikandan & Associates Chartered Accountants, Krishna Arcade, Near Marathompilly Krishna Temple, KSRTC Road, Chalakudy, Thrissur, Kerala – 680307 Ph: 9447100504, 8606836564 Email: manikandan_ck@yahoo.com
02.	PAN of Firm	AARFM5844R
03.	Firm Registration Number	008520S
04.	Peer Review Certificate No. & period of validity	012796 01.04.2021 – 31.03.2024
05.	Terms & conditions of appointment	As explained above
06.	Nationality	Indian
07.	Date of establishment	13.04.1999
08.	Details of Partners and educational/ professional qualifications	1) Mr. C.K. Manikandan B.Com, F.C.A, D.I.S.A (I.C.A.I) 2) Ms. Vani C.R. B.Sc, F.C.A. 3) Ms. Lakshmi Nair FCA, B.Com, F.C.A, D.I.S.A. (I.C.A.I.) 4) Ms. Manu K. B.Com, A.C.A. 5) Ms. Anjali Manikandan B.Com, A.C.A
09.	Experience	23 years of experience in accounts, audit, taxation and allied matters
10.	Details of remuneration for the financial year 2022-23	Rs.8,25,000/-
11.	Date of first appointment as Statutory Auditors	12.05.2023
12.	Relation with other Directors, Managers or Key Managerial Personnel	Not applicable
13.	Shareholding in the Company	Nil
	a) As on 31.03.2023	Nil
	b) As on 02.06.2023	Nil
14.	Brief Resume	M/s. Manikandan & Associates is an old and well-established Chartered Accountancy firm, established in 1999. Head-quartered in Thrissur District of Kerala, its operations are headed by 5 partners and adequately supported by 44 staffs. All the partners are equipped with adequate professional qualification, skill and knowledge and are in full time practice. With a track record of over two decades, the firm is providing services in the field of accounting, audit (statutory/internal), taxation, management consultancy and other allied areas. The firm has been Statutory Auditors of wide range of Companies and carries a good professional track-record. Multi- disciplinary experience, timely service, online interaction/solutions, ethical values, professional excellence, integrity, confidentiality etc. paves the firm to a strong standing and brand name in Kerala.

Copy of draft letter of appointment constituting terms and conditions of appointment and other allied documents, being referred in the resolution would be available for inspection by the members free of cost, in physical or electronic form during business hours i.e. 09.30 a.m. to 05.30 p.m. at the registered office & corporate office of the Company, up to and including the last date of Annual General Meeting. Members seeking to inspect such documents may also visit the Company's website [www.iclfincorp.com](http://www.iclfincorp.com) or send an e-mail to [cs@iclfincorp.com](mailto:cs@iclfincorp.com).

Approval of the Members of the Company is sought by way of an Ordinary Resolution set out at item no.4 of this Notice.

None of the Directors or Key Managerial Personnel or other relatives are, in any way, concerned or interested, financially or otherwise in the said Resolution.

**Statement of material facts pursuant to section 102 of the Companies Act, 2013**

**Item no. 5: Approval of Managerial Remuneration payable to Ms. Umadevi Anilkumar, Whole-time Director of the Company**

Ms. Umadevi Anilkumar was appointed as Whole-time Director of the Company, with effect from September 01, 2020, for a period of 5 years vide Special Resolution passed by the members of the Company at the 29th Annual General Meeting of the Company, held on September 30, 2020. As approved by the members in the aforesaid General Meeting, she was entitled to a Remuneration as part of the terms and conditions of appointment as hereunder:

Remuneration Payable	<p>i) Rs. 5,00,000/-per month (Rupees Five Lakhs Only), by way of salary, perquisites, allowances etc.</p> <p>ii) profit related commission of not exceeding 1% on the net profits of the Company</p>
Period for which Remuneration is payable.	With effect 01st day of September, 2020 to 30th day of August, 2023
Tenure of Appointment.	5 years with effect from 01 <sup>st</sup> day of September, 2020 to 30th day of August, 2025

As cited above, the validity period of the terms and conditions of her appointment was fixed for a period of 3 years.i.e., from 01st day of September, 2020 to 30th day of August, 2025, subject to Schedule V of the Companies Act, 2013, and the said validity period is expiring on August 30, 2023.

Ms. Umadevi Anilkumar had been instrumental in the branch Expansion and other diversification plans of the Company. Her Vision and business acumen had been vital in the growth of the Organization throughout the years and the Management of the Company feels that her continued association with the Company would reap immense benefit to the Company and the remuneration is justified on the background of the experience and skill she possesses. Nomination and Remuneration Committee of the Company has also approved and recommended the proposal.

Accordingly, the Board of Directors of the Company at their meeting held on June 02, 2023 has approved the proposal, subject to approval of the members, and extended the validity period of the terms and conditions of the appointment, including remuneration, for a further period of 2 years, subject to tenure of her appointment, and recommended to pay her Managerial Remuneration as hereunder:

1	Remuneration Payable	<p>(i) Entitled to an aggregate amount of Rs.5,00,000/-per month (Rupees Five Lakhs Only) by way of salary, perquisites, allowances etc.; and</p> <p>(ii) Entitled to a profit related commission of not exceeding 1% on the net profits of the Company for the Financial Years FY 2024 and FY 2025.</p>
2	Period for which Remuneration is payable.	Remuneration shall be paid for a period of 2 years effective from 31st day of August, 2023 to 30th day of August, 2025.
3	Tenure of Appointment.	5 years with effect from 01st day of September, 2020 to 30th day of August, 2025.

As per the provisions of Sections 196(4) and 197(1) second proviso of the Companies Act, 2013, and the Rules made thereunder read with Schedule V, remuneration payable to a Whole Time Director in excess of the limits specified in Section 197 (1) shall be approved by way of a Special resolution passed by the members of the Company at the General Meeting and the Board of Directors of the Company therefore recommends the resolution set out at item No. 5 as a Special Resolution for the consideration and approval of the members of the Company.

Ms.Umadevi Anilkumar and Mr. K.G. Anilkumar and their relatives are considered to be concerned or interested in the proposed resolution. None of the other Directors, Key Managerial Personnel, and their relatives are concerned or interested (financially or otherwise) in the proposed resolution.

Disclosures under Secretarial Standard on General Meetings (SS-2) issued by ICSI are detailed as below.

Sl. No.	Particulars	Response
01.	Name	Ms. Umadevi Anilkumar
02.	Director Identification Number (DIN)	06434467
03.	Terms & Conditions of Appointment	<p>Appointed as the Whole Time Director and Chief Executive Officer of the Company, for a term of consecutive 5 Years effective from 01st day of September, 2020 to 30th day of August, 2025.</p> <p><b>Remuneration (Proposed)</b></p> <p>(i) Entitled to an aggregate amount of Rs.5,00,000/-per month (Rupees Five Lakhs Only) by way of salary, perquisites, allowances etc.; and</p> <p>(ii) Entitled to a profit related commission of not exceeding 1% on the net profits of the Company for the Financial Years FY 2024 and FY 2025.</p>
04.	Nationality	Indian
05.	Date of Birth	06.04.1972,
	Age as on the date of application	51 Years
06.	Business Address (along with Phone, Fax and Email)	<p>Main Road, Irinjalakuda, Thrissur, Kerala – 680121</p> <p>Mob : 9605353125,</p> <p>Email: ceo@iclfincorp.com</p>



Sl. No.	Particulars	Response
07.	Residential Address (along with Phone, Fax and Email) with supporting document	Errektheth House, Sugrtham, Santhi Nagar, Irinjalakuda, North P. O., Thrissur, Kerala, India - 680125, Mob : 9605353125, Email: ceo@iclfincorp.com
08.	Educational/professional qualifications	B.Com; MBA
09.	Experience if any, in the Financial Services Sector (including Banking Sector), including name of the Company, designation held, Experience in years etc.	Having approximately 10+ years of Experience in the Non - Banking Financial Sector and other related areas.
10.	Details of Remuneration for the Financial Year 2022-23.	Rs.60,00,000/- (In addition to the remuneration sitting fees has also been paid to the director for every Board Meeting attended)
11.	Designation and Date of first appointment on Board	Director w.e.f 21.03.2013
12.	Relation with other Directors, Managers or Key Managerial Personnel	Spouse of Mr. K. G. Anilkumar, Managing Director of the Company
13.	Number of Board Meetings attended during the FY 2022-23.	23 meetings
14.	Name(s) of other organizations or entities or associations or Unincorporated entities in which the person has held the post of Chairman or Managing Director or Director or Chief Executive Officer or associated with the above entities in any other capacity. Indicating the activity of the Company and regulators, if any	<ol style="list-style-type: none"> <li>1) Salem Erode Investments Limited (Director) Activity – NBFC</li> <li>2) ICL Chits Limited (Director) Activity – Chit Business</li> <li>3) ICL Tours and Travels Private Limited (Director) Activity – Travel and Tourism.</li> <li>4) ICL Nidhi Limited (Director) Activity – Nidhi Business.</li> <li>5) Snow View Tex Collections Private Limited (Director) Activity – Retail trade of textiles and garments</li> <li>6) ICL Medilab Private Limited (Director) Activity – Laboratory Tests and Scanning.</li> <li>7) Laneseda Vanijya Pvt Ltd (Director) Activity – NBFC</li> </ol>
15.	Memberships / Chairmanships of Committees of the Board	<p><b>Salem Erode Investments Limited</b></p> <ol style="list-style-type: none"> <li>a. Audit Committee (Member)</li> <li>b. Stakeholders Grievance Committee (Member)</li> <li>c. Nomination and Remuneration Committee (Member)</li> <li>d. Corporate Social Responsibility Committee (Member)</li> <li>e. Debenture and Bond Committee (Member)</li> <li>f. Asset Liability Management Committee (Member)</li> <li>g. Branch Authorisation Committee (Member)</li> <li>h. Internal Complaints Committee (Chairperson)</li> <li>i. IT Strategy Committee (Member)</li> <li>j. IT Steering Committee (Member)</li> </ol>

Sl. No.	Particulars	Response
		<b>ICL Fincorp Limited</b>
		a. Stakeholders Relationship Committee (Member)
		b. Debenture and Bond Committee (Member)
		c. Risk Management Committee (Member)
		d. Asset Liability Management Committee (Chairperson)
		e. Share Allotment Committee (Member).
		f. Branch Authorisation Committee (Member)
		g. Internal Complaints Committee (Chairperson)
		h. IT Steering Committee (Member)
16.	Directorship and Membership of Committees of the Board in Listed entities	a) Non-Executive Director in Salem Erode Investments Limited. b) Committee Membership in listed entities- refer point no.15 above detailing the Memberships / Chairmanships of Committees of the Board in Salem Erode Investments Limited.
17.	Shareholding in the Company a) as on 31.03.2023 b) as on 02.06.2023	45,01,799 Equity Shares (9.50%) 45,01,799 Equity Shares (9.50%)
18.	Brief Resume Ms. Umadevi Anilkumar, wife of Mr. K.G. Anilkumar is a woman of determination and vision. She describes entrepreneurship as the path that allowed her to break the glass ceilings of the corporate world. She has done graduation in B.com and Post-Graduation in Business Management (MBA). She had been the Whole-time Director of ICL Fincorp Limited since September 01, 2020 and had been instrumental in the success of the Company. Being a confessed workaholic, the success of Ms. Umadevi Anilkumar is reinventing herself and her business. She had been actively involved in the operations of the Company and played a vital role in the growth of the business, since its inception. She has drastically transformed herself from being a homemaker to the level of being a woman entrepreneur and had taken serious steps to be more professional, devoting her time for the growth of the Company.	
19.	<b>Performance Evaluation</b> Ms. Umadevi Anilkumar has awarded with 97% attendance at Board Meetings, General Meeting and various Committee Meetings and actively participated throughout the meetings. The Board evaluated and confirmed that the said Director has exercised duties with due and reasonable care, skill and diligence, along with cent percent independent judgment and in the best interest of the Company. Ms. Umadevi Anilkumar has complied with all the guidelines with respect to the professional conduct, role, functions and duties, as mentioned in the Companies Act, 2013. The performance evaluation criteria for accessing the appointment or regularization of Directors, inter-alia, includes factors like participation at Board/Committee Meetings, Managing Relationship with fellow Board Members, Knowledge and skill, Personal attributes like ethics and integrity, independent judgment with regard to corporate strategy, performance, risk management, corporate governance implementation, knowledge about the Company and external environment in which it operates, confidentiality level, adherence to the applicable code of conduct for Directors etc.	

Information as per Schedule V to the Companies Act, 2013 is as under:

**I. General Information:**

01.	Nature of Industry	Non - Banking Financial activities
02.	Date or expected date of commencement of commercial production	Not applicable
03.	In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable
04.	Financial performance based on given indicators	Financial performance for the FY 2022-23 Gross Revenue -Rs.110,88,82,705/- Profit after Tax -Rs. 3,13,29,105/- Dividend - Nil EPS - 0.66
05.	Foreign investments or collaborations, if any.	Not applicable



**II. Information about the Directors to whom remuneration is payable as mentioned above.**

01.	Background Details	Detailed in brief resume as above
02.	Past Remuneration	Rs.5,00,000/- per month
03.	Recognition or awards	<ol style="list-style-type: none"> <li>1. Best Business Women of the Year 2018 by News 18 Sthreerathnam Awards.</li> <li>2. Global Excellence Award for Entrepreneurial achievements in various fields by Janam TV Global Excellence awards 2018.</li> </ol> <p>Ms. Umadevi Anilkumar is the Whole-Time Director and Chief Executive Officer of the Company. She had been holding the post of whole-time Director since September 01, 2020. With a backing of around 10+ years rich expertise and skill, she is considered as one of the main pillars of the Top Management heading the operations and administrations of the Company and had played a vital role in the growth of the Organisation throughout these years. Her vision and business acumen had elevated the Company to one of the leading NBFCs in Kerala. Being a Post Graduate in Business Management, she instilled the professionalism in the Business Management and Administration of the Company and sets the Business Plan and Business Model according to the dynamic business environment. Her continued association with the Company would be utmost beneficial for the Company in its journey of becoming one of the leading financial institutions of the Country.</p>
04.	Job Profile and suitability	
05.	Remuneration proposed	<ol style="list-style-type: none"> <li>a) Aggregate amount of Rs.5,00,000/-per month (Rupees Five Lakhs Only) by way of salary, perquisites, allowances etc.; and</li> <li>b) Profit related commission of not exceeding 1% on the net profits of the Company for the Financial Years FY 2024 and FY 2025.</li> </ol>
06.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	<p>Ms. Umadevi Anilkumar is one among the very few successful women entrepreneurs, who are actively involved in the Financial Sector. She is an Integral part of the day-to-day management of affairs the Company and is Heading the branch expansion activities, Business Promotion, Resource procurements and other important business areas.</p> <p>Considering the job profile and portfolio of works handled by her, the remuneration proposed is commensurate with other organisations of the similar type, size and nature.</p>
07.	Pecuniary relationship directly or indirectly with the Company, or relationship with the Managerial Personnel, if any	<ol style="list-style-type: none"> <li>a) Ms. Umadevi Anilkumar is holding 45,01,799 number of Equity Shares, constituting 9.50% percentage voting power in the Company as on 02.06.2023.</li> <li>b) Ms. Umadevi Anilkumar is the Spouse of Mr.K.G.Anilkumar, Managing Director of the Company. Mr. K.G.Anilkumar is holding 1,70,00,676 number of Equity Shares, constituting 35.87% percentage voting power in the Company as on 02.06.2023.</li> </ol>

### III. Other Information:

01.	<p>Reasons of loss or inadequate profits</p> <p>The Company believes in the long-term goal of wealth maximization rather than pursuing the short-term goal of profit maximization and has been always striving to strike a balance between the same.</p> <p>During the FY 2022-23, the financial performance of the Company has been outstanding, reflecting its commitment to excellence. The Increased scale of operations during the year resulted in robust increase in Gross Revenue of the Company. The Total Income of the Company increased from Rs.88.53 Crores to Rs.110.89 Crores thereby registering an increase of 25.26%. However, keeping in view, the long-term growth and diversification plans, the Company had been focusing more on expanding its Loan Book and to ensure that the growth targets are met and are in line with the envisaged Business Plan of the Company. With the concerted efforts during the Financial Year, the gold loan portfolio of the Company increased considerably from Rs.335.63 crores to Rs.392.94 crores thereby registering a growth of 17.08%. The main factors that fueled the growth in business was the opening of 42 new branches and the optimum fund raising happened during the said period. However, both the fund raising and Branch openings are coupled with huge quantum of operation and administration overheads in the form of Finance costs, employee benefit expenses and other administrative overheads. During the year, the finance cost and the employee benefit expenses also reported proportionate hike with respect to the increased business volume. After the pandemic, the Company had been giving prime importance to its branch expansion and diversification activities and the staff recruitments are done in full-fledged manner which also contributed to increased overheads. The Company is also in the process of developing the necessary infrastructures in the form of Branch presence in highly profitable business centers/ locations and recruiting suitable employees on role to meet up to the rising demands and to support and stimulate the forecasted growth in the upcoming years.</p> <p>The Company's net profit before tax also witnessed a remarkable increase from Rs.2.62 crores to Rs.4.32 crores during the last fiscal year, thereby registering a growth of 64.51%. However, dip in the growth of Net profit in proportion to the Increased business volume was due to the increase in aforesaid operational and administrative overheads reported in connection with the Branch expansion and diversification plans undertaken during the year.</p>
02.	<p>Steps taken or proposed to be taken for improvement</p> <ul style="list-style-type: none"> <li>• Reduce the average cost of fund which is currently around 14%.</li> <li>• Increase the margin by optimising the portfolios.</li> <li>• Further increase the quality of Loan assets.</li> <li>• Scaling up the Business volume of segments other than gold loan.</li> <li>• Promoting digitalisation and introduction of new digital initiatives in offering gold loan products.</li> </ul>
03.	<p>Expected increase in productivity and profits in measurable terms</p> <p>It is expected that the Branch Expansions and Diversification plans already undertaken would reap enormous benefit for the Company in the upcoming financial years and the profitability of the Company is expected to increase by 10-15% over the current level. However, the Increase in profitability would depend mainly on the quantum of Branch expansion and other diversification plans that the Company would undertake the during the coming years.</p>

#### Item no. 6 - Issuance of Redeemable Non-Convertible Preference Shares on private placement basis.

To ensure an uninterrupted flow of funds for the expansion and diversification plans, mainly the branch expansion and fresh loan disbursements, as envisaged in the business plan, the management is planning to infuse optimum funds from all the available resources and has suggested to go for the Issue of Non -Convertible Redeemable Cumulative Preference Shares ("NCRCPs") apart from Non-Convertible Debentures ("NCDs") and Bank Borrowings. Preference shares can be raised at an effectively lower cost of borrowings as compared to NCDs with same tenor. Moreover, the Preference Shares of the Company have greater demand and acceptance in the market as they are offered at a higher rate of returns than any other similar instruments available in the market.

Further, the Authorized Capital of the Company also offers sufficient cushion for the Company to raise funds from Issue of Preference Shares as the members of the Company at the Extra Ordinary General

Meeting held on 31st day of December, 2021 had amended the capital clause of Memorandum of Association of the Company to enhance the Authorized Share Capital of the Company and the Authorized Capital was increased to Rs. 150,00,00,000/- (Rupees One Hundred and Fifty Crores Only) divided into 10,00,00,000 Equity Shares of Rs.10/- (Rupees Ten Only) each and 50,00,000 Preference Shares of Rs. 100/- (Rupees One Hundred Only) each from 120,00,00,000 (Rupees One Hundred and Twenty Crores Only).

As per the provisions of Sections 42 and 55 of the Companies Act, 2013, any Issue of preference Shares shall require the prior approval of the Shareholders of the Company by way of a Special Resolution passed at the General Meeting of the Shareholders. The Company had previously, vide Special Resolution dated September 24, 2022 passed at the 31st Annual General Meeting of the Company, issued 47,00,000 Redeemable Non-Convertible Preference Shares of face value of Rs.100/- (Rupees One Hundred Only) each for cash at par aggregating to an amount not exceeding Rs.47,00,00,000/- (Rupees Forty-Seven Crores Only) on private placement basis. The Validity of



the offer period fixed as per the aforesaid special resolution was for a period of one year and is expiring on September 23, 2023. However, since no offer or allotment of Preference Shares had happened during the aforesaid offer period and considering the expiry period of the Offer, the Board of Directors at its meeting held on June 02, 2023 had abandoned the Issue and decided to go for a fresh approval of Shareholders for Issue of Preference Shares in supersession to the Special Resolution passed on September 24, 2022.

Accordingly, considering the fund requirements, the Board of Directors of the Company at their Meeting held on June 02, 2023 has approved a fresh proposal, subject to approval of the members, for the offer, issue and allotment of 47,00,000 Redeemable Non-Convertible Preference Shares of face value of Rs.100/- (Rupees One Hundred Only) each, for cash at par, for an aggregate amount not

exceeding Rs.47,00,00,000/- (Rupees Forty-Seven Crores Only) on private placement basis to various persons or institutions or entities viz. Companies/Bodies Corporate etc, identified by the Board in their absolute discretion, including Promoters/Promoter Group and Associates, whether or not such persons are the member(s) of the Company, on such terms and conditions as may be decided by the Board of Directors.

The Board of Directors therefore recommend the approval of the members for the proposal by way of a Special Resolution as set out in item no.6 of this notice.

Disclosures under section 55 of the Companies Act, 2013 and read with rule 9 (3) of the Companies (Share Capital and Debenture) Rules 2014 is detailed as below.

Sl. No.	Particulars	Response
i.	Size of the issue and number of Preference Shares to be issued and nominal value of each Share	Up to 47,00,000 Redeemable Non - Convertible Preference Shares of face value of Rs.100/- (Rupees One Hundred Only) each for cash at par aggregating to a nominal value not exceeding Rs.47,00,00,000/- (Rupees Forty-Seven Crores Only) on private placement basis to various persons or institutions or entities viz. Companies/ Bodies Corporate etc, as may be identified by the Board.
ii.	Nature of such shares i.e. cumulative or non - cumulative, participating or non - participating, convertible or non - convertible	Redeemable, Cumulative, Non-Participating and Non-Convertible Preference Shares.
iii.	Objectives of the issue	The main objects clause of the Memorandum of Association of the Company permits Company to undertake its existing activities as well as the activities for which the funds are being raised through this Issue. This issue is being made to augment the funding resources of the Company. Further, the funds raised through this Issue will be utilized for our various financing activities including lending and investments, to repay our existing liabilities or loans and towards our business operations including for our capital expenditure and working capital requirements and general corporate purposes, after meeting the expenditures of and related to the Issue and subject to applicable statutory/regulatory requirements.
iv.	Manner of issue of shares	Issue of Preference Shares Shall be under Private Placement Basis.
v.	Price at which such shares are proposed to be issued	The NCRCPs of face value of Rs. 100/- each will be issued at par
vi.	Basis on which the price has been arrived at	Not Applicable
vii.	Terms of issue, including terms and rate of dividend on each share etc.	The issue of preference shares shall be mainly made in 2 Series as hereunder: Series 2: NCRCPs carrying fixed cumulative preference dividend of 13% per annum (on the face value) which will remain fixed over the tenure of the NCRCPs, i.e. 5 years. Series 3: NCRCPs carrying fixed cumulative preference dividend of 12.75% per annum (on the face value) which will remain fixed over the tenure of the NCRCPs, i.e. 3 years. NCRCPs corresponding to any series/schemes, other than above shall carry fixed cumulative preference dividend to be determined by the Board at the time of issue of NCRCPs on the capital for the time being paid-up thereon, provided the preference dividend on such series/schemes shall not exceed 15% per annum (on the face value) which will remain fixed over the tenure of the NCRCPs. Since the issuance would be in one or more tranches, further material terms applicable to each Tranche of Issue will be determined by the Board, in accordance with the applicable provisions of the Act and the rules framed thereunder and other applicable laws for the time being in force.

Sl. No.	Particulars	Response
		NCRCPS will not be converted into Equity Shares.
viii.	Terms of redemption, including the tenure of redemption, redemption of shares at premium and if the Preference Shares are convertible, the terms of conversion	The amount subscribed/paid on each NCRCPS shall be redeemed at Par at any time at the option of the Company, based on the cash flows of the Company for its business requirements and would be decided by the Board of Directors, provided the tenure shall not exceed five years for NCRCPS - series 2 and three years for NCRCPS - series 3 from the date of allotment of each NCRCPS. NCRCPS corresponds to any series other than above shall be redeemable not later than the date determined by the Board at the time of issue or such other date as may be determined by the Board, provided the tenure shall not exceed five years from the date of allotment of each NCRCPS. The amount subscribed/paid on each NCRCPS shall be redeemed at par.
ix.	Manner and modes of redemption	The redemption shall be made in accordance with the applicable provisions of the Act and out of profits and/or out of fresh issue of capital.
x.	Expected dilution in Equity Share capital upon conversion of Preference Shares	Not Applicable
xi.	Current Equity and Preference Shareholding pattern of the Company are as follows:	

**Equity Shareholding pattern as on 02.06.2023**

Sl. No.	Category	No. of Shares held	% of Shareholding
A	Promoters' holding		
	1. Indian		
	Individual	2,15,02,475	45.37%
	Bodies Corporate		
	Sub Total	2,15,02,475	45.37%
	2. Foreign Promoters		
	Sub Total (A)	2,15,02,475	45.37%
B	Non-Promoters' holding		
	1. Institutional Investors		
	2. Non-Institution :		
	Private Corporate Bodies	1,02,461	0.22%
	Directors and Relatives	44,333	0.09%
	Indian Public	2,47,39,992	52.20%
	Others (Including NRIs)	10,04,300	2.12%
	Sub Total(B)	2,58,91,086	54.63%
	Grand Total	4,73,93,561	100%

**Preference Shareholding pattern as on 02.06.2023**

Sl. No.	Category	No. of Shares held	% of Shareholding
A	Promoters' holding		
	1. Indian		
	Individual		
	Bodies Corporate		
	Sub Total		
	2. Foreign Promoters		
	Sub Total (A)		
B.	Non-Promoters' holding		
	1. Institutional Investors		
	2. Non-Institution:		
	Private Corporate Bodies		



Sl. No.	Category	No. of Shares held	% of Shareholding
	Directors and Relatives		
	Indian Public	2,84,000	100%
	Others (Including NRIs)		
	<b>Sub Total(B)</b>	<b>2,84,000</b>	<b>100%</b>
	<b>Grand Total</b>	<b>2,84,000</b>	<b>100%</b>

Disclosures under section 42 of the Companies Act, 2013 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 is detailed as below.

Sl. No.	Particulars	Response
i.	Particulars of the offer including date of passing of Board Resolution	The Board of Directors of the Company at its meeting held on June 02, 2023 has proposed to offer, issue and allot 47,00,000 Redeemable Non-Convertible Preference Shares of face value of Rs.100/- (Rupees One Hundred Only) each for cash at par, aggregating to an amount not exceeding Rs.47,00,00,000/- (Rupees Forty Seven Crores Only) on private placement basis to various persons or institutions or entities viz. Companies/Bodies Corporate etc, identified by the Board, in their absolute discretion, whether or not such persons are members of the Company, on such terms and conditions, as may be decided by the Board of Directors in their absolute discretion, in one or more tranches.
ii.	Kinds of securities offered and the price at which security is being offered	Non-Convertible Redeemable Cumulative Preference Shares of face value of Rs.100/- (Rupees One Hundred Only) each for cash at par.
iii.	Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	Not Applicable
iv.	Name and address of valuer who performed valuation	Not Applicable
v.	Amount which the Company intends to raise by way of such securities	Rs.47,00,00,000/- (Rupees Forty-Seven Crores Only)
vi.	Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the Promoters or Directors either as part of the offer or separately in furtherance of objects principle terms of assets charged as securities.	<p><b>Material terms</b></p> <p>The Company shall offer, issue and allot 47,00,000 Redeemable Non-Convertible Preference Shares of face value of Rs.100/- (Rupees One Hundred Only) each for cash at par aggregating to a nominal value not exceeding Rs.47,00,00,000/- (Rupees Forty-Seven Crores Only) on private placement basis to various persons or institutions or entities viz. Companies/Bodies Corporate etc, identified by the Board. Since the issuance would be in one or more tranches, material terms and conditions pertaining to each tranche will be determined by the Board of Directors, in accordance with the applicable provisions of the Act and the rules framed thereunder and other applicable laws for the time being in force.</p> <p><b>Proposed time schedule</b></p> <p>As may be determined by the Board of Directors of the Company.</p> <p><b>Objects of offer</b></p> <p>The main objects clause of the Memorandum of Association of the Company permits Company to undertake its existing activities as well as the activities for which the funds are being raised through this Issue. This issue is being made to augment the funding resources of the Company. Further, the funds raised through this Issue will be utilized for our various financing activities including lending and investments, to repay our existing liabilities or loans and towards our business operations including for our capital expenditure and working capital requirements and general corporate purposes, after meeting the expenditures of and related to the Issue and subject to applicable statutory/ regulatory requirements.</p>



Sl. No.	Particulars	Response
		<b>Contribution being made by the Promoters</b> The Promoters or Directors of the Company may contribute to the Offer in accordance with the provisions of the Companies Act, 2013 & regulations issued by the Reserve Bank of India from time to time as Identified Persons. However, no contribution is being made separately in furtherance of the Objects of the Issue.
		<b>Principle terms of assets charged as Securities</b> Not applicable

Copy of draft PAS 4 along with application form, inviting to subscribe to the Preference Shares and other allied documents, being referred in the resolution would be available for inspection by the members free of cost, in physical or electronic form during the business hours ie, 09.30 a.m. to 05.30 p.m. at the Registered Office and Corporate Office of the Company and at the ensuing AGM.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the said resolution.

By order of Board of Directors,  
For **ICL Fincorp Limited**

Sd/-  
**K.G. Anilkumar**  
Managing Director  
(DIN: 00766739)

Place: Irinjalakuda  
Date: 15.06.2023



# Board's Report

To,  
The Members,  
ICL Fincorp Limited

The Board of Directors of your Company take pleasure in presenting the 32nd Annual Report of ICL Fincorp Limited (hereinafter referred to as "the Company"), together with the audited consolidated and standalone financial statements for the financial year ended March 31, 2023.

## I. Financial Summary and Highlights

### a) Operations

During the financial year 2022-23, your Company continued to focus on scaling up its brand presence pan-India and was able to put in effort to contribute to the aim of branch network all over India.

The Company has opened in aggregate of 42 new branches in the states of Odisha, Karnataka and Kerala. As a result, the total number of branches of the Company increased from 203 to 241 branches. Consequent to the same, the gold loan portfolio also registered robust growth and increased to Rs. 392,93,96,080, as compared to Rs. 335,62,87,789 in the previous financial year. Your Company also targets to spread its network towards economically profitable and viable locations as part of its expansion and diversification plans, and expansion of branch network would remain as one of the prime focus areas of the Company in the coming financial years too.

During the year, the asset size of your Company witnessed significant growth and crossed Rs. 500 crore mark and the Company has now become a Non-Deposit Taking Systemically Important NBFC (NBFC-ND-SI) as per the categorization criteria of NBFCs prescribed by the Reserve Bank of India.

Your Company also attained several milestones on the operational performance front during the financial year. The Company's gross income for the financial year ended March 31, 2023 increased to Rs. 110,88,82,705, as compared to Rs. 88,52,59,949 in the previous FY, thereby registering an increase of 25.26%. During the year, profit before tax of the Company also reported a significant growth of 64.51% to Rs. 4,32,44,707, as compared to Rs. 2,62,87,313 in the previous financial year.

Consequent to this, the net profit of the Company increased to Rs. 3,13,29,105, as against Rs. 2,00,20,952 in the previous FY, thereby registering a robust YoY growth of 56.48%. The return on average loan asset stood at 0.85% in 2022-23, against 0.62% in 2021-22. Interest yield was 29.96%, as compared to 26.93% in 2021-22. Net interest margin was 17.01%, as against 14.38% in 2021-22.

The Company remitted to exchequer a sum of Rs. 2,13,77,730 as taxes.

(Rupees in Thousands)

Particulars	Standalone		Consolidated	
	Year ended	Year ended	Year ended	Year ended
	March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Total Income	11,08,882.71	8,85,259.95	11,26,382.83	8,94,341.64
Total Expense	10,65,638.00	8,58,972.64	10,83,980.86	8,57,110.71
Profit/Loss before Tax	43,244.71	26,287.31	42,401.96	37,230.92
Less: Current Income Tax	21,377.73	14,114.78	21,413.01	17,313.14
Less: Deferred Tax	(8,538.79)	(7,196.77)	(9054.02)	(6,957.25)
(Excess)/Short Provision of Previous Years	(923.34)	(651.66)	(319.38)	(268.79)
Net Profit/Loss after Tax	31,329.11	20,020.95	30,362.35	27,143.83
Earnings per Share (Basic) (Rs.)	0.66	0.45	0.64	0.61
Earnings per Share (Diluted) (Rs.)	0.66	0.45	0.64	0.61

### b) Transfer to Reserves

Your Board of Directors has transferred an amount of Rs. 64,70,000 to the Statutory Reserve maintained under Section 45 IC of the RBI Act, 1934. An amount of Rs. 1,21,36,689 has been transferred to Impairment Reserve which is the differential amount between impairment allowance as per IND AS 109 and provisioning as per IRACP norms.

Post transfer of the aforesaid amounts from profits to reserves, and provision for preference dividend, your Board proposes to retain Rs. 84,62,416 in Retained Earnings.

### c) Dividend

#### a) Dividend on Preference Shares

As approved by the Members of the Company at the 31st Annual General Meeting, the Board of Directors of your Company paid a dividend of Rs. 15 per annum on 2,84,000 15% Redeemable Cumulative Preference Shares of Rs.100 each for the financial year ended March 31, 2022, out of the profits of the Company. The total cash outflow amounted to Rs. 39,89,136, before appropriate tax deducted at source, and was paid on September 29, 2022.

Your Board of Directors, at their Board Meeting held on June 02, 2023, has also approved and recommended a dividend of Rs. 15 (Rupees Fifteen Only) per annum on 2,84,000 15% Redeemable Cumulative Preference Shares of Rs.100 each for the financial year ended March 31, 2023, out of the profits of the Company, and the total cash outflow for the same would amount to Rs. 42,62,000, before appropriate tax deducted at source.

ii) **Dividend on Equity Shares**

In order to reinvest the profits for future growth and diversification, your Board of Directors has decided not to recommend any dividend on Equity Shares for the financial year ended March 31, 2023.

**d) Change in Accounting Standards**

The Company has followed Indian Accounting Standards and there has been no change in Accounting Standards during the year under review.

**II. State of Company's affairs**

**a) Segment-wise position of business and its operations**

The Company has been mainly focusing on the gold loan segment, which is secured by way of gold jewellery provided as security by the customers. The Loan-to-Value ("LTV") ratio is restricted to a maximum of 75% as prescribed by the Reserve Bank of India ("RBI").

During the year under review, the Company opened 42 new branches that led to a considerable increase in the Company's gold loan portfolio. The portfolio increased to Rs. 392,93,96,080 as on March 31, 2023, as compared to Rs. 335,62,87,789 as on March 31, 2022, thereby registering an increase of 17.08%.

New schemes introduced during the year obtained major acceptance by customers and contributed to the increased performance. The Company believes in offering tailor-made gold loan schemes to its customers to meet their needs. Considering the same, the Company is also planning to implement more digital platforms and solutions to offer online and doorstep gold loan services to customers. Introduction of Mobile Gold Loan has been one of the first steps towards such initiatives and has started receiving strong response from customers.

Comparative performance of the gold loan products/schemes during the year 2022-23 as against 2021-22 is as hereunder:

SN	Gold Loan Products/Schemes	Performance in % as compared to FY2022
1	ICL 101 (60 Days Interest Payment Scheme)	-75.36%
2	ICL 104 (Monthly Interest Payment Scheme)	531.93%
3	ICL 105 (60 Days Interest Payment Scheme)	-90.53%

4	ICL 106 (90 Days Interest Payment Scheme)	-100.00%
5	ICL 107(Monthly Interest Payment Scheme)	-91.44%
6	ICL 108 (60 Days Interest Payment Scheme)	-96.27%
7	ICL 109 (Monthly Interest Payment Scheme)	-100.00%
8	ICL 111 (Monthly Interest Payment Scheme)	223.13%
9	ICL 112 (Monthly Interest Payment Scheme)	-96.84%
10	ICL 113 (60 Days Interest Payment Scheme)	-94.00%
11	ICL 114 (30 Days Interest Payment Scheme)	-93.54%
12	ICL 115 (60 Days Interest Payment Scheme)	-80.43%
13	ICL 116 (Monthly Interest Payment Scheme)	-99.57%
14	ICL 117 (Monthly Interest Payment Scheme)	-80.30%
15	ICL 118 (Monthly Instalment Payment Scheme)	-64.26%
16	ICL CHL (Monthly Interest Payment Scheme)	-2.29%
17	ICL MUDRA	71.43%
18	ICL PAVITHRA GOLD LOAN	0.00%
19	ICL RGL3 (Monthly Interest Payment Scheme)	0.00%
20	ICL SP (Monthly Interest Payment Scheme)	-28.24%
21	ICL SUKRUTHAM	-8.18%
22	ICL SURAKSHA	0.00%
23	ICL T1(60 Days Interest Payment Scheme)	-91.63%
24	ICL UTV (60 Days Interest Payment Scheme)	-1.75%
25	ICL VS	307.06%

**NEW GOLD LOAN PRODUCTS/ SCHEMES INTRODUCED IN 2022-23**

27	ICL 119 (60 Days Interest Payment Scheme)	100.00%
28	ICL 120 (Monthly Interest Payment Scheme)	100.00%
29	ICL 121 (Monthly Interest Payment Scheme)	100.00%
30	ICL 124 (Monthly Interest Payment Scheme)	100.00%

During the year, the Company has also discontinued several unproductive schemes.

**b) Change in status of the Company**

The Company has not changed its "Public Limited" Company status during the financial year under report. The Company has complied with the provisions of the Companies Act, 2013 (hereinafter also referred to as "the Act") and rules made thereunder in respect of its status under the Act and is active.

**c) Key Business Developments****i. Branch Network**

During the year under report, the number of branches of the Company were expanded from 203 to 241 branches. The majority of the branches were opened in the states of Tamil Nadu, Karnataka, Kerala and Odisha, and the Company also plans to extend its presence to other states by way of increasing its branch network. Your Company is of the view that a widespread branch network would enable it to provide customers from proximate locations easy access to the Company's loan and investment products and the Company could also service existing loan accounts in the most beneficial way to customers and can also reach to other potential customers within the catchment.

**ii. Merging, shifting or closure of branches**

The Company is in the process of improving operational efficiency of existing branches by identifying those branches that are below the break-even point in terms of revenue generation. Thus, appropriate action like merging, shifting or closure of branches is being undertaken through statutory procedures. Discussions and scrutiny on merger, shifting and closure of branches are reviewed by the Board of Directors/Committee of the Board of Directors and ensured that valuable resources of the Company are utilized only for productive purposes. Through frequent monitoring, low performing/unproductive branches, based on present performance criteria, are identified immediately and are either closed or merged to avoid unnecessary administrative overheads to the Company.

**iii. New Corporate Office**

Your Company inaugurated its grand new Corporate Office in the heart of Irinjalakuda Town, Thrissur District of Kerala, and has been functioning from October 5, 2022. The new Corporate Office offers greater brand visibility and would further gear up promotion and publicity exercises of your Company.

**d) Other material event having an impact on the affairs of the Company****i. Business after COVID-19**

As COVID-19 subsided and became endemic, lockdown measures were progressively lifted and businesses were expected to be back to normal. However, the unfortunate slowdown in the global economy due to the Russia-Ukraine war and the prevailing high inflation in developing economies including India has reduced the pace of growth

of businesses in general. However, your Company was able to keep the momentum of growth and ensured that new branches are opened and business expansion is as planned. The Company opened 42 branches during the year, mainly outside the state of Kerala. This has contributed to growth during the year. The Company will be rigorously conducting marketing activities, including cluster marketing, road shows, brand value additions etc., in a more aggressive manner in the coming year. This should result in better growth and speedier expansion of the Company's businesses all over the country.

**ii. Disbursement & Recovery**

After the COVID-19 impact of the previous years, a subdued global economic scenario along with high inflation has affected the overall Indian economy.

The Company opened 42 new branches during the year which has resulted in increased disbursements in gold loans. Your Company also managed the recovery effectively by offering customers the option to make remittances through online banking/ phone transfers and other electronic modes. Since the Company has been focusing on loan recovery efforts in a stringent manner, there was no adverse impact on the revenue of the Company during the year and also no adverse impact is expected in the coming financial years too. The Company will be focusing more on digitalization of its business in the coming years so as to adopt the available technologies to speed up disbursement as well as loan recovery.

**iii. Impact on ancillary businesses**

More than 90% of the total loan portfolio of your Company comprises of gold loan. In case of other retail loans, there were only few fresh disbursements but renewal of such loans is allowed in case of genuine and creditworthy customers. Recovery and collection mechanism is good in these segments as well. Forex and money transfer operations were also not hindered during the financial year.

The Company also plans to diversify its portfolios by putting thrust on other category of loans like business/property loans, used vehicle loans etc., in order to combat rising competition in the gold loan business.

**iv. Resource Mobilization****a) Non-Convertible Debentures (NCDs):**

NCDs continue to remain the main source of funding option for the Company. Your Company has successfully completed several series of issue of NCDs under Private Placement basis and has raised around Rs. 165.45 crores in aggregate during the financial year. As on March 31, 2023, the total outstanding NCDs of your Company stood at Rs.313.75 crores.

**b) Subordinated Debt**

Subordinated debt represents a long-term source of funds for your Company and the amount outstanding as on March 31, 2023 was Rs. 26.92 crores. It qualifies as Tier-II capital under the Non-Banking Financial Company-Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016.

Your Directors are confident that the Company will be able to continue the momentum in case of issue of Subordinated Debt and NCDs to ensure that the funding requirements are met in line with the business plan of the Company.

**c) Bank Finance**

Bank finance continues to be an important source of fund for your Company, apart from NCDs. State Bank of India remained the sole lender for the Company during the financial year, and as on March 31, 2023, the outstanding borrowing from the bank was Rs. 20.71 crores.

In addition, State Bank of India also sanctioned an additional credit facility to the tune of Rs. 25 crores on May 26, 2023, thereby reposing faith and confidence in the performance capability of the Company. Your Company is also planning to approach several other commercial banks for new credit lines thereby entering into multiple banking arrangements.

**d) Preference Shares**

As on March 31, 2023, Preference shares outstanding stood at Rs. 2,84,00,000. Issue of Redeemable Preference shares has also been an important source of funds for the Company. Preference shares of the Company had been offered at a good rate of return for investors at 15% p.a.

**v. Non-Performing Assets**

The Company has come under the 'Systemically important' category due to the increased asset size (above Rs. 500 crore). Due to this change of classification, the NPA classification has also changed. As a result, net NPA levels are reported at 3.52% during the year 2022-23. More than 90% of the loan portfolio is under gold loan category secured sufficiently by pledged gold jewellery and the market value of gold is expected to continue its increasing trend in the coming year also thereby reducing the threat of NPAs.

**III. Change in the nature of business**

During the year under review, there was no change in the nature of the business of the Company.

**IV. Material Changes and Commitments**

There have been no material changes and commitments, which affect the financial position of the Company which have occurred between the end of the financial year to which the financial statements relate and the date of this report. Further, there were no changes in external and internal environment, including technical, legal and financial, strikes, lockouts and breakdowns affecting the business of the Company, as on the reporting date.

**V. Overview of the industry and important changes in the industry during the year**

Detailed in Management Discussion and Analysis Report as Annexure 2.

**VI. External environment and economic outlook**

According to a report by CRISIL, assets under management (AUM) of non-banking financial companies (NBFCs), which primarily offer loans against gold, is expected to rise 18-20% to Rs 1.3 lakh crore this fiscal year. The acceleration will ride on improving economic activity, strengthened balance sheet buffers, and better asset quality metrics. Credit growth for NBFCs is also expected to be 13-14% in fiscal 2024, vs. 12-13% in fiscal 2023, and will continue to be driven by the retail segment.

While NBFCs are relatively well-placed today as compared to the past few years, stiff competition from banks and rising interest rate scenario pose challenges. Competition from banks has intensified, especially in the traditional segments.

The International Monetary Fund (IMF) in its flagship World Economic Outlook (WEO) report, projected that India would be the fastest-growing economy in the world, despite confronting considerable challenges, such as financial sector turmoil, inflationary pressures, effects of the Russia-Ukraine war, and the persistent pandemic impact of the past three years. The IMF's bi-annual report observed that India's headline retail inflation is expected to ease up, from 6.7% in 2022-23 to 4.9% in 2023-24. This is a clear indication of India's economic resurgence and its unwavering determination to overcome even the toughest of obstacles.

Detailed information regarding the economy is disclosed in the Management Discussion Analysis report enclosed as Annexure 2.

**VII. Capital and Debt Structure**

**a) Share Capital of the Company**

The Authorized Share Capital of the Company is Rs. 150,00,00,000 consisting of 10,00,00,000 Equity Shares of Rs. 10 each and 50,00,000 Preference Shares of Rs.100 each. The Issued, Subscribed and Paid-up Share Capital of the Company is Rs. 47,39,35,610 divided into 4,73,93,561 Equity Shares of Rs. 10 each and 2,84,000 Preference Shares of Rs.100 each.

During the year under review, the Company had issued and allotted 30,58,609 Equity Shares of face value of Rs. 10 each, at a premium of Rs.15 per share, aggregating to Rs. 7,64,65,225 on Rights issue basis on 28.02.2023. Consequently, the issued, Subscribed and Paid-up Share Capital of the Company increased from Rs. 44,33,49,520





to Rs.47,39,35,610. During the year, the Company has not issued any additional Preference Shares.

**b) Non-Convertible Debentures/Bonds**

During the year under review, your Company raised an amount aggregating to Rs. 165,44,57,000 by way of issuance of Secured Redeemable Non-Convertible Debentures on a private placement basis in various tranches. The funds raised from NCDs are utilized for the purpose of financing, general corporate purposes, and for short-term and long-term working capital. The details of tenure, interest/coupon rate and periodicity of payment are as follows:

Monthly Schemes

Particulars	General Category	Senior Citizens
13 months' Scheme	11.00 % p.a.	11.50 % p.a.

Particulars	General Category	Senior Citizens
24 months' Scheme	11.50 % p.a.	12.00 % p.a.
36 months' Scheme	11.75 % p.a.	12.25 % p.a.

Cumulative Schemes

Particulars	General Category	Senior Citizens
13 months' Scheme	11.50 % p.a.	12.00 % p.a.
24 months' Scheme	12.00 % p.a.	12.50 % p.a.
36 months' Scheme	12.25 % p.a.	12.75 % p.a.

Doubling Scheme (Cumulative)

Particulars	General Category	Senior Citizens
68 months' Scheme	13.01 % p.a.	13.01 % p.a.

The details of NCDs issued and allotted during the year under report are as follows:

Date of allotment	Number of securities allotted	Method of allotment	Issue Price	Amount raised
12.04.2022	64,805	Private Placement	1,000	6,48,05,000
19.04.2022	60,407	Private Placement	1,000	6,04,07,000
06.05.2022	54,338	Private Placement	1,000	5,43,38,000
23.05.2022	62,579	Private Placement	1,000	6,25,79,000
07.06.2022	53,768	Private Placement	1,000	5,37,68,000
20.06.2022	80,277	Private Placement	1,000	8,02,77,000
11.07.2022	73,224	Private Placement	1,000	7,32,24,000
02.08.2022	76,890	Private Placement	1,000	7,68,90,000
23.08.2022	93,115	Private Placement	1,000	9,31,15,000
03.09.2022	76,423	Private Placement	1,000	7,64,23,000
26.09.2022	1,17,950	Private Placement	1,000	11,79,50,000
15.10.2022	88,026	Private Placement	1,000	8,80,26,000
31.10.2022	62,584	Private Placement	1,000	6,25,84,000
15.11.2022	1,01,094	Private Placement	1,000	10,10,94,000
02.12.2022	83,743	Private Placement	1,000	8,37,43,000
17.12.2022	64,718	Private Placement	1,000	6,47,18,000
31.12.2022	62,565	Private Placement	1,000	6,25,65,000
20.01.2023	61,202	Private Placement	1,000	6,12,02,000
07.02.2023	62,694	Private Placement	1,000	6,26,94,000
23.02.2023	62,094	Private Placement	1,000	6,20,94,000
14.03.2023	85,553	Private Placement	1,000	8,55,53,000
29.03.2023	71,190	Private Placement	1,000	7,11,90,000
31.03.2023	35,218	Private Placement	1,000	3,52,18,000

### Events occurred after balance sheet date

The Company has issued and allotted 2,63,790 Non-Convertible Debentures amounting to Rs. 26,37,90,000 for the period commencing from 01.04.2023 to 02.06.2023.

### VIII. Credit rating

The Company has debt credit ratings assigned by different credit rating agencies as below:

- a) Ratings by Infomerics Valuation and Rating Private Limited

Facilities	Amount (In Rs. Cr)	Rating & Date on which the credit rating was obtained	Revision in the credit rating	Reasons provided by the rating agency for a downward revision, if any
Proposed Non-Convertible Debentures (NCDs)	100	IVR BB+/Stable (IVR Double B Plus with Stable Outlook. Date of Credit Rating:14.03.22	-	-
Sanctioned/Proposed Long term bank loans	50	IVR BB+/Stable (IVR Double B Plus with Stable Outlook). Date of Credit Rating:14.03.22	-	-

The Company is not managing previous assigned credit ratings from Brickwork Ratings India Pvt. Ltd., CRISIL Ratings Limited and Acuite Ratings & Research Limited. Hence, data in this regard is not covered under this report.

### IX. Investor Education and Protection Fund

- a) Details of the transfer/s to the Investor Education and Protection Fund ("IEPF") made during the year as mentioned below:
- Amount of unclaimed/unpaid dividend and the corresponding shares – Nil
  - Redemption amount of Preference Shares - Nil
  - Amount of matured deposits, for companies other than banking Companies, along with interest accrued thereon - Not applicable
  - Amount of matured debentures along with interest accrued thereon - Nil
  - Application money received for allotment of any securities and due for refund along with interest accrued - Nil
  - Sale proceeds of fractional shares arising out of issuance of bonus shares, merger and amalgamation - Not applicable
- b) Details of the resultant benefits arising out of shares already transferred to the IEPF - Not applicable
- c) Year wise amount of unpaid/unclaimed dividend lying in the unpaid account upto the year and the corresponding shares, which are liable to be transferred to the IEPF and the due dates for such transfer:

Your Board hereby informs that the following dividends are transferable to the IEPF on the respective due dates as mentioned under, in accordance with the provisions of section 124 (5) of the Act:

Sl. No.	Year of declaration of final dividend on Equity Shares	Dividend declaration ate	Unclaimed dividend amount (In Rs.)	Number of Equity Shares underlying	No. of Equity Shareholders	Proposed date of transfer to IEPF
1	2015-16	30.09.16	13,961.35	2,79,227	49	29.10.23
2	2016-17	16.09.17	95,068	9,50,680	248	15.10.24

Details of unclaimed dividends are available at the website of the Company at <https://www.iclfincorp.com/notice>

- d) Amount of donation, if any, given by the Company to the IEPF
- Not applicable
- e) Any other amounts transferred to the IEPF, if any, during the year
- Not applicable

### X. Management

- a) **Change in Directors and/ or Key Managerial Personnel**

The changes in the constitution of the Board of Directors and Key Managerial Personnel of the Company during the year under report are as follows:



Mr. T. Karthik Narayanan, Company Secretary and Key Managerial Personnel of the Company, holding Membership No: A51274, resigned from the post of Company Secretary with effect from April 06, 2022, due to personal reasons and differences of opinion on certain matters.

During the financial year under review, the shareholders of the Company at the 31st Annual General Meeting held on September 24, 2022 had approved the re-appointment of Mr. K.K. Wilson (DIN: 02526733), as Director of the Company liable to retire by rotation.

Further, in accordance with the provisions of the Companies Act, 2013, Mr. Sreejith S. Pillai (DIN: 05315692), Director, retires by rotation and being eligible, offers himself for re-appointment at the ensuing annual general meeting. Being eligible for re-appointment and in the best interest of the Company, your Board recommends the re-appointment of Mr. Sreejith S. Pillai as a Director of the Company, liable to retire by rotation.

#### Events occurred after Balance Sheet date

Mr. Visakh T.V., an Associate Member of Institute of Company Secretaries of India (Membership No:53607), was appointed as the whole-time Company Secretary and Compliance Officer of the Company effective from May 15, 2023.

#### b) Declaration from Independent Directors on annual basis

The Company has received necessary declaration from all the Independent Directors of the Company as per section 149(7) of the Companies Act, 2013 confirming that they meet with the criteria of Independence as laid down under section 149 (6) of the Act. Further, the Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act and Code of Conduct for Directors and senior management personnel of the Company. Further, in the opinion of the Board of Directors of the Company, Independent Directors of the Company hold highest standards of integrity, expertise and experience in their respective fields. In terms of section 150 of the Companies Act, 2013 read with rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have registered themselves with the databank maintained by The Indian Institute of Corporate Affairs, Manesar ("IICA") and the said registration is renewed and active. All the Independent Directors of the Company have passed online proficiency self-assessment test conducted by IICA.

#### c) Meetings of the Board of Directors of the Company

During the year, the Board of Directors of the Company met 23 (twenty-three) times, details of the same are as mentioned below:

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	06.04.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
02.	18.04.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
03.	29.04.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
04.	17.05.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
05.	01.06.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai	83.33%
06.	09.06.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai	83.33%
07.	02.07.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai	83.33%
08.	20.07.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai	83.33%
09.	12.08.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkuma Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai	83.33%

10.	24.08.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. Sreejith S. Pillai Mr. A.A Balan	83.33%
11.	15.09.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
12.	29.09.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
13.	23.10.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
14.	08.11.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
15.	24.11.2022	Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. A.A. Balan	66.67%
16.	09.12.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
17.	19.12.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%

18.	10.01.2023	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
19.	31.01.2023	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K.K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
20.	13.02.2023	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K. K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
21.	01.03.2023	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K. K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
22.	20.03.2023	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K. K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%
23.	30.03.2023	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. K. K. Wilson Mr. Sreejith S. Pillai Mr. A.A Balan	100%

**d) General Meetings held during the year**

During the financial year 1 (one) General Meeting of the shareholders through e-voting was held, details of the same are as disclosed below:

Nature of meeting	Date of meeting	Number of members attended	Percentage of attendance
31st Annual General Meeting	24.09.2022	56	1.31%

**e) Composition of the Board of Directors**

The Board of the Company is headed by Mr. K.G. Anilkumar, Managing Director, an eminent person of high credentials and of considerable professional experience who actively contributed in the deliberation of the Board. As on close of business hours of March 31, 2023, Board comprised of six Directors and headed by one Key Managerial Personnel as mentioned below:

Sl. No.	Name	DIN/PAN	Designation
01.	Mr. K.G. Anilkumar	00766739	Chairman & Managing Director (Executive)
02.	Ms. Umadevi Anilkumar	06434467	Whole-Time Director & Chief Executive Officer (Executive)
03.	Mr. K.K. Wilson	02526733	Director (Non-Executive)
04.	Mr. Shinto Stanly	06534505	Independent Director (Non-Executive)
05.	Mr. Sreejith S. Pillai	05315692	Director (Non-Executive)
06.	Mr. A.A. Balan	01996253	Independent Director (Non-Executive)
07.	Mr. Madhavankutty T.	ACXPT7620E	Chief Financial Officer

**f) Committees of the Board**

The Company has various Committees which have been constituted as a part of good corporate governance practices and the same are in compliance with the requirements of the relevant provisions of applicable laws and statutes.

**i. Audit Committee****i) Description & Terms of Reference**

The Company has constituted and maintained independent, competent and qualified Audit Committee by complying the provisions of section 177 of the Companies Act, 2013 read with rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and amendments made thereunder. The functions of the Audit Committee include the following:

- Review of financial statements and auditors' report.
- Recommendation for appointment, retention, termination, remuneration and terms of appointment of Statutory Auditors of the Company and allied matters.
- Recommendation for appointment, retention, termination, remuneration and terms of appointment of Internal Auditors of the Company, review of Internal Auditors' report and allied matters.
- Recommendation for appointment, retention, termination, remuneration and terms of appointment of Chief Financial Officer of the Company.
- Statement of uses/application of funds.
- Overview of financial performance of Subsidiary Company.
- Approval of Related Party Transactions and such other subsequent related modifications.
- Such other matters envisaged in the aforesaid provisions of the Companies Act, 2013 and rules made thereunder.

**ii) Composition**

As on close of business hours of March 31, 2023, Audit Committee comprised of following members:

Name & Designation	Nature of directorship	Position in Committee
Mr. Shinto Stanly	Independent Director	Chairman
Mr. Sreejith S. Pillai	Non-Executive Director	Member
Mr. K.K. Wilson	Non-Executive Director	Member
Mr. A.A. Balan	Independent Director	Member

**Changes during the year**

During the year, there were no changes in the composition of the Audit Committee of the Company.

**iii) Meetings & Attendance**

During the year, the Audit Committee of the Company met 5 (five) times, details of the same are as mentioned below.

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	01.04.2022	Mr. Shinto Stanly	100%
		Mr. Sreejith S. Pillai	
02.	17.05.2022	Mr. K.K. Wilson	100%
		Mr. A.A. Balan	

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
03.	24.08.2022	Mr. Shinto Stanly	75%
		Mr. Sreejith S. Pillai	
		Mr. A.A. Balan	
04.	04.11.2022	Mr. Shinto Stanly	100%
		Mr. Sreejith S. Pillai	
		Mr. K.K. Wilson Mr. A.A. Balan	
05.	06.03.2023	Mr. Shinto Stanly	100%
		Mr. Sreejith S. Pillai	
		Mr. K.K. Wilson Mr. A.A. Balan	

ii. Nomination & Remuneration Committee

i) Description & Terms of Reference

The Company has constituted and maintained competent and qualified Nomination and Remuneration Committee by complying the provisions of section 178 of the Companies Act, 2013 read with rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and amendments made thereunder. The functions of the Nomination and Remuneration Committee include the following:

- Review and approval of appointment, removal, resignation and retirement of Directors, Key Managerial Personnel and Senior Management Staff of the Company.
- Review and approval of remuneration to Directors, Key Managerial Personnel and Senior Management Staff of the Company.
- Evaluation of performance of Directors, Key Managerial Personnel, Senior Management Staff and Committees of Board.
- Review performance of Directors, Key Managerial Personnel and Senior Management Staff of Subsidiary Companies.
- Such other matters envisaged in the aforesaid provisions of the Companies Act, 2013 and rules made thereunder.

ii) Composition

As on March 31, 2023, Nomination and Remuneration Committee comprised of following members as mentioned below:

Name & Designation	Nature of directorship	Position in Committee
Mr. Shinto Stanly	Independent Director	Chairman
Mr. K.K. Wilson	Non-Executive Director	Member
Mr. A.A. Balan	Independent Director	Member
Mr. Sreejith S. Pillai	Non-Executive Director	Member

Changes during the year

The Board of Directors vide meeting held on 20th day of July 2022 has inducted Mr. Sreejith S. Pillai (DIN:05315692) as a member to the Committee.

iii) Meetings & Attendance

During the year, the Nomination and Remuneration Committee of the Company met 2 (two) times, details of the same are as mentioned below.

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	27.06.2022	Mr. Shinto Stanly	66.67%
		Mr. K.K. Wilson	
		Mr. Shinto Stanly	
02.	24.08.2022	Mr. A.A. Balan	75%
		Mr. Sreejith S. Pillai	
		Mr. Shinto Stanly	

iii. Stakeholders' Relationship Committee

i) Description & Terms of Reference

The Company has constituted and maintained competent and qualified Stakeholders' Relationship Committee by complying with the provisions of section 178 (5) of the Companies Act, 2013 and amendments made thereunder. The functions of the Stakeholders' Relationship Committee include the following:

- Ensure that the views/concerns of shareholders are highlighted to the Board at appropriate time and that the steps are taken to address such concerns.
- Resolve complaints related to transfer/transmission of shares, non-receipt of annual report and non-receipt of





declared dividends, General Meetings, issue of new/duplicate certificates and new certificates on split/ consolidation/ renewal etc., transfer/transmission, dematerialization and re-materialization of Equity Shares in a timely manner and oversee the performance of the Register and Transfer Agents.

- Review the process and mechanism of redressal of investor complaints and suggesting measures of improving the existing system of redressal of investor grievances
- Such other matters envisaged in the aforesaid provisions of the Companies Act, 2013 and rules made thereunder.

## ii) Composition

As on close of business hours of March 31, 2023, Stakeholders' Relationship Committee comprised of the following members:

Name & Designation	Nature of directorship/ designation	Position in Committee
Mr. Shinto	Independent	Chairman
Stanly	Director	
Mr. K.G.	Managing	Member
Anilkumar	Director	
Ms. Umadevi	Whole-Time	Member
Anilkumar	Director	
Mr. Sam S.	Human	Member
Maliakal	Resource Manager	
Mr. Anoop K.P.	Senior Manager - Sales & Marketing	Member

### Changes during the year

During the year, there were no changes in the Composition of the Stakeholders' Relationship Committee of the Company.

### Events occurred after the Balance Sheet date

The Board of Directors vide meeting held on 02nd day of April 2023 has reconstituted the Committee by converting Mr. Sam S. Maliakal, HR Manager, and Mr. Anoop K.P., Senior Manager – Sales & Marketing, as permanent invitees of the Shareholders' Relationship Committee from members of the Committee.

## iii) Meetings & Attendance

During the year, the Stakeholders' Relationship Committee of the Company met 16 (sixteen) times, details of the same are mentioned below.

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	11.04.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
02.	06.05.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
03.	17.05.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
04.	04.07.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
05.	29.07.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
06.	10.08.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
07.	17.09.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
08.	13.10.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
09.	28.10.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
10.	04.11.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
11.	25.11.2022	Mr. Shinto Stanly Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	80%
12.	08.12.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
13.	23.12.2022	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
14.	02.01.2023	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%
15.	06.02.2023	Mr. Shinto Stanly Mr. Sam S. Maliakal Mr. Anoop K.P.	60%
16.	02.03.2023	Mr. Shinto Stanly Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	100%



## iv. Debenture &amp; Bond Committee

## i) Description &amp; Terms of Reference

The Company has constituted and maintained competent and qualified Debenture & Bond Committee by complying the provisions of the Companies Act, 2013 and amendments made thereunder. The functions of the Debenture & Bond Committee include the following:

- Processing, verifying and approving of Debenture, Bond or other debt instrument applications, offer letters, record of offers and such other related documents.
- Approval of issue and allotment of Secured Redeemable Non- Convertible Debentures, Bonds or Unsecured Redeemable Non- Convertible Debentures or such other debt instruments on private placement basis.
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Such other matters envisaged in the aforesaid provisions of the Companies Act, 2013 and rules made thereunder.

## ii) Composition

As on March 31, 2023, Debenture and Bond Committee comprised of following members:

Name & Designation	Nature of directorship / designation	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Ms. Umadevi Anilkumar	Whole-Time Director	Member
Mr. K. K. Wilson	Non-Executive Director	Member
Mr. Sreejith S. Pillai	Non-Executive Director	Member

**Changes during the year**

During the year, there were no changes in the composition of the Debenture & Bond Committee.

## iii) Meetings &amp; Attendance

During the year, the Debenture & Bond Committee of the Company met 23 (twenty-three) times, details of the same are as mentioned below:

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	12.04.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson Mr. Sreejith S. Pillai	100%
02.	19.04.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson Mr. Sreejith S. Pillai	100%
03.	06.05.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson Mr. Sreejith S. Pillai	100%
04.	23.05.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson Mr. Sreejith S. Pillai	100%
05.	07.06.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson Mr. Sreejith S. Pillai	100%
06.	20.06.2022	Ms. Umadevi Anilkumar Mr. K.K. Wilson Mr. Sreejith S. Pillai	75%
07.	11.07.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. K.K. Wilson Mr. Sreejith S. Pillai	100%

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
08.	02.08.2022	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
09.	23.08.2022	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
10.	03.09.2022	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
11.	26.09.2022	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
12.	15.10.2022	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
13.	31.10.2022	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
14.	15.11.2022	Mr. K.G. Anilkumar	75%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
15.	02.12.2022	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
16.	17.12.2022	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
17.	31.12.2022	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
18.	20.01.2023	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
19.	07.02.2023	Mr. K.K. Wilson	50%
		Mr. Sreejith S. Pillai	
20.	23.02.2023	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	
21.	14.03.2023	Mr. K.G. Anilkumar	100%
		Ms. Umadevi	
		Anilkumar	
		Mr. K.K. Wilson	
		Mr. Sreejith S. Pillai	



Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
		Mr. K.G. Anilkumar Ms. Umadevi	
22.	29.03.2023	Anilkumar Mr. K.K. Wilson Mr. Sreejith S. Pillai	100%
		Mr. K.G. Anilkumar Ms. Umadevi	
23.	31.03.2023	Anilkumar Mr. K.K. Wilson Mr. Sreejith S. Pillai	100%

v. Risk Management Committee

i) Description & Terms of Reference

The Company has constituted and maintained competent and qualified Risk Management Committee by complying the provisions of the Companies Act, 2013, directions under Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 and amendments made thereunder. The Committee reviews the Risk Management Policy, document and improve risk management practices, ensure appropriate/adequate reporting to the Board, manage the integrated risk, review the functioning of the Risk Management Department and any other matter as the Committee may deem fit. The Committee is involved in the process of identification, measurement, monitoring and mitigation of the various risks faced by the Company.

ii) Composition

As on March 31, 2023, Risk Management Committee comprised of the following members:

Name & Designation	Nature of directorship	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Ms. Umadevi Anilkumar	Whole-Time Director	Member
Mr. Shinto Stanly	Independent Director	Member
Mr. Sreejith S. Pillai	Non-Executive Director	Member

Changes during the year

During the year, there were no changes in the composition of the Risk Management Committee.

iii) Meetings & Attendance

During the year, the Risk Management Committee of the Company met 1 (One) time, details of the same are as mentioned below.

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
		Mr. K.G. Anilkumar Ms. Umadevi	
01.	27.06.2022	Anilkumar Mr. Shinto Stanly Mr. Sreejith S. Pillai	100%

vi. Asset- Liability Management Committee

i) Description & Terms of Reference

The Company has constituted Asset-Liability Management Committee in line with provisions of Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016. The Committee ensures the adherence to the risk tolerance/limits set by the Board as well as implementing the risk management strategy, policies and procedures of the Company and will support the Risk Management Committee to establish a framework for the Company's risk management process and implementation.

ii) Composition

As on March 31, 2023, Asset-Liability Management Committee comprised of the following members:

Name & Designation	Nature of directorship / designation	Position in Committee
Ms. Umadevi Anilkumar	Whole-Time Director	Chairperson
Mr. K.K. Wilson	Non-Executive Director	Member

In addition to the above, persons holding the position of Finance Manager and Accounts Manager are the members to the Asset Liability Management Committee.

Changes during the year

During the year, there were no changes in the composition of the Asset-Liability Management Committee.

iii) **Meetings & Attendance**

During the year, the Asset Liability Management Committee of the Company met 1 (one) time, details of the same are as mentioned below:

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	27.06.2022	Ms. Umadevi Anilkumar Mr. K.K Wilson Ms. Nikitha Binoy	100%

\* The Position of finance manager was vacant during the year under report.

vii. **Share Allotment Committee**

i) **Description & Terms of Reference**

The Company has constituted Share Allotment Committee by complying the provisions of the Companies Act, 2013 and amendments made thereunder in order to make the allotment of Equity Shares and Preference Shares of the Company from time to time.

ii) **Composition**

As on March 31, 2023, Share Allotment Committee comprised of the following members:

Name & Designation	Nature of directorship	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Ms. Umadevi Anilkumar	Whole-Time Director	Member
Mr. Shinto Stanly	Independent Director	Member
Mr. Sreejith S Pillai	Non-Executive Director	Member
Mr. K.K Wilson	Non-Executive Director	Member

**Changes during the year**

The Board of Directors vide meeting held on 13th day of February 2023 has inducted Mr. Sreejith S Pillai, Non-Executive Director (DIN: 05315692) and Mr. K.K Wilson, Non-Executive Director (DIN: 02526733) as members to the Committee.

iii) **Meetings & Attendance**

During the year, the Share Allotment Committee of the Company met 2 (Two) times, the details of the same are as mentioned below:

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	27.06.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly	100%
02.	28.02.2023	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Shinto Stanly Mr. Sreejith S Pillai Mr. K.K Wilson	100%

viii. **Branch Authorization Committee**

i) **Description & Terms of Reference**

The Company has constituted Branch Authorization Committee by complying with the provisions of the Companies Act, 2013 and amendments made thereunder with powers to open new branches on pan-India basis, close, merge or shift the existing branches etc., and with ample powers for opening/closure of bank account/change in signatories of bank accounts of all branches of the Company.

ii) **Composition**

As on close of business hours of March 31, 2023, Branch Authorization Committee comprised of following members:

Name & Designation	Nature of directorship / designation	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Ms. Umadevi Anilkumar	Whole-Time Director	Member
Mr. Sam S. Maliakal	Human Resource Manager	Member
Mr. K. Ramachandran	AGM – Operations	Member
Mr. Anoop K. P.	Senior Manager – Sales & Marketing	Member

**Changes during the year**

The Board vide. meeting held on 23<sup>rd</sup> day of October, 2022 has inducted Mr. K. Ramachandran, AGM – Operations in place of Ms. Raynath Ali, Secretary to CMD, as a member to the Committee.





### iii) Meetings & Attendance

During the year, the Branch Authorization Committee of the Company met 7 (seven) times, details of the same are as mentioned below:

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	06.05.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K. P	80%
02.	02.06.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P.	80%
03.	15.07.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P	80%
04.	29.08.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K. P	80%
05.	29.11.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P. Mr. K. Ramachandran	100%
06.	09.01.2023	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P. Mr. K. Ramachandran	100%

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
07.	31.01.2023	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Anoop K.P. Mr. K. Ramachandran	100%

### ix. Internal Complaints Committee

#### i) Description & Terms of Reference

The Company has constituted and maintained competent and qualified Internal Complaints Committee by considering the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and amendments made thereunder. The functions of the Internal Complaints Committee include the following:

- Supervising the development and implementation of this policy, including the work of the Nodal Officer and Investigation Team, if any.
- Receive reports from the Nodal Officer concerning the conciliation, inquiry and resolution of complaints made pursuant to this policy on a quarterly basis.
- Responsibility for coordinating the conciliation and inquiry of any serious sexual harassment complaints concerning alleged violation of any laws, rules or regulations those apply to the Company.
- Ensure all employees are encouraged to reinforce the maintenance of a work environment free from sexual harassment.
- Organise workshops and awareness programmes at regular intervals for sensitising the employees with the provisions of the said Act and orientation programmes for the members of the Committee on periodical basis.
- Sign and submit copies of the reports of the investigations and such other supporting documents with any judicial, quasi-judicial, regulatory, other government department or anyone concerned or interested in the matter signed by the Chairman of the Committee, whenever and wherever required

**ii) Composition**

As on close of business hours of March 31, 2023, Internal Complaints Committee comprised of following members:

Name & Designation	Nature of directorship	Position in Committee
Ms. Umadevi Anilkumar	Whole-Time Director	Chairman
Mr. Sam S. Maliakal	Human Resource Manager	Member
Adv. Ms. Rammia Sivasdas	Legal Officer	Member
Adv. Ms. Sandhya Pran	External Member	Member
Ms. Sonia P.	PA to CEO	Member

**Changes during the year**

The Board vide meeting held on April 18, 2022 inducted Ms. Jithi Shimon, Deputy Human Resource Manager, and Ms. Sonia P, PA to CEO, as members of the committee and Ms. Simi Binil, Human Resource Administration Manager of the Company, resigned from her position with effect from April 23, 2022 and consequently ceased to be a member of the Committee. Further, Ms. Jithi Shimon, Deputy Human Resource Manager of the Company resigned from her position with effect from January 31, 2023 and ceased to be member of the Committee.

**iii) Meetings & Attendance**

During the year, the Internal Complaints Committee of the Company met 1 (one) time, details of the same are as mentioned below.

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	27.06.2022	Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Ms. Jithi Shimon Adv. Ms. Rammia Sivasdas Adv. Ms. Sandhya Pran Ms. Sonia P	100%

**x. IT Strategy Committee**

**i) Description & Terms of Reference**

The Company has constituted and maintained competent and qualified IT Strategy Committee by complying with the provisions of the Companies Act, 2013 and amendments made thereunder with powers for detection, prevention, reporting, review, investigation, decision making and monitoring of IT related risks of the Company and for ensuring usage of IT resource in an efficient effective lawful and ethical manner. The functions of the IT Strategy Committee include the following:

- Approving IT Strategy and Policy documents, implementation of process and practices, ensuring proper balance of IT investments for sustaining the Company's growth and identifying the potential risks and control of the Company.
- Develop internal framework, guidelines, plans of action and specimen formats supporting the implementation of IT policy by providing the best corporate practices and submit with the Board on annual basis for approval.
- Communicating significant IT risks to the Risk Management Committee on periodic basis.
- Recommendation of a senior official in hierarchy of the Company, who possess adequate professional qualification and experience in the area of IT framework to the position of Chief Information Officer of the Company, along with terms and conditions including a fixed tenure with the Board of Directors of the Company.
- Provide necessary directions to the IT Steering Committee from time to time to ensure orderly and efficient execution of the IT risk management measures in accordance with this Policy.

**ii) Composition**

As on close of business hours of March 31, 2023, IT Strategy Committee comprised of following members:

Name & Designation	Nature of directorship	Position in Committee
Mr. Shinto Stanly	Independent Director	Member
Mr. K.K. Wilson	Non-Executive Director	Member
Mr. Sreejith S.P	Non-Executive Director	Member



In addition to the above, person holding the position of Information Technology Manager of the Company from time to time shall be permanent member of the IT Strategy Committee.

#### Changes during the year

During the year, there were no change in the composition of the IT Strategy Committee.

#### iii) Meetings & Attendance

During the year, the IT Strategy Committee of the Company met 1 (one) time, details of the same are as mentioned below:

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	27.06.2022	Mr. Shinto Stanly Mr. Sreejith S. Pillai Mr. K.K. Wilson Mr. Abhinand P.	100%

#### xi. IT Steering Committee

##### i) Description & Terms of Reference

- The Company has constituted and maintained competent and qualified IT Steering Committee by complying with the provisions of the Companies Act, 2013 and amendments made thereunder with powers for detection, prevention, reporting, review, investigation, decision making and monitoring of IT related risk of the Company and for ensuring usage of IT resource in an efficient effective lawful and ethical manner. The functions of the IT Steering Committee include the following:
- To provide oversight and monitoring of the progress of the project, including deliverables to be realized at each phase of the project and milestones to be reached according to the project timetable.
- Assist IT Strategy Committee in organizing IT training, awareness and orientation programmes at regular intervals for sensitizing the members of the Board and all Committees and employees at all levels with the IT framework of the Company.
- Formulate teams like operational staff, staff from Information System, Technology Support, Systems Development, Network and Operations Services, Voice Communications,

Key Business Units etc. for effective implementation of IT Policy.

- Support the Strategy Committee to establish a framework for the Company's risk management process and implementation.
- Assist the Strategy Committee in maintaining a culture of co-operation and openness between the Board of Directors, IT Strategy Committee, IT Steering Committee, Management, Statutory Auditors, Internal Auditors, System Auditors etc.

##### ii) Composition

As on close of business hours of March 31, 2023, IT Steering Committee comprised of following members:

Name & Designation	Nature of directorship	Position in Committee
Mr. K.G. Anilkumar	Managing Director	Chairman
Ms. Umadevi Anilkumar	Whole-Time Director	Member
Mr. Sam S. Maliakal	Human Resource Manager	Member

In addition to the above, persons holding positions of Finance Manager, Operations Manager, Accounts Manager and Information Technology Manager of the Company from time to time shall be the members of IT Steering Committee.

#### Changes during the year

During the year, there were no change in the composition of the IT Steering Committee.

##### iii) Meetings & Attendance

During the year, the IT Steering Committee of the Company met 1 (one) time, details of the same are as mentioned below:

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	27.06.2022	Mr. K.G. Anilkumar Ms. Umadevi Anilkumar Mr. Sam S. Maliakal Mr. Abhinand P. Ms. Nikitha Binoy	100%

\*The position of Finance Manager and Operations Manager of the Company were vacant during the year.

xii. Meeting of Independent Directors

i) **Composition**

Your Board consist of following 2 (two) Independent Directors as on close of business hours of March 31, 2023 who meets the criteria of being independent as prescribed under Companies Act, 2013 and other applicable provisions thereunder:

Name & Designation	Nature of directorship	Position in Committee
01.	Mr. Shinto Stanly	06534505
02.	Mr. A.A Balan	01996253

**Changes during the year**

During the year, there were no change in the Independent Directors.

iii) **Meetings & Attendance**

During the year, the Independent Directors met 1 (one) time, details of the same are as mentioned below.

Sl. No.	Date of the meeting	Present throughout the meeting	Percentage of attendance
01.	14.02.2023	Mr. Shinto Stanly Mr. A.A. Balan	100%

**g) Policy on appointment of Directors**

Pursuant to the provisions of section 134(3)(e), salient features of the Company's policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under section 178(3) is annexed as 'Annexure 1'.

Your Board has adopted a revised Nomination and Remuneration Committee

Policy on July 20, 2022, which may be accessed on the Company's website at:

[https://www.iclfincorp.com/uploads/annual/image\\_19.pdf](https://www.iclfincorp.com/uploads/annual/image_19.pdf)

**h) Board Evaluation**

Your Board of Directors have put in place a well-defined performance evaluation framework for evaluating the performance of the Board, its Committees and of individual Directors, inter-alia, includes factors like participation at Board/Committee meetings, managing relationship with fellow Board Members, knowledge and skill, personal attributes like ethics and integrity, independent judgment with regard to corporate strategy, performance, risk management, corporate governance implementation and knowledge about the Company and external environment in which it operates, confidentiality level, adherence to the applicable code of conduct for Directors etc. The questionnaires and self-assessment

sheets used for performance evaluation, which were further reviewed and improvised during financial year are comprehensive for evaluation.

**i) Directors' Responsibility Statement**

Pursuant to the requirements under Section 134 (3) (c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with the proper explanation relating to material departures;
- ii. that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of profit of the Company for that period;
- iii. that 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;
- iv. that the Directors had prepared the annual accounts for the year ended March 31, 2023 on a going concern basis;
- v. that the Directors have laid down internal financial controls for the Company and such internal financial controls are adequate and were operating effectively; and
- vi. that 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.

**j) Internal Financial Control**

The Company has in place adequate internal controls with reference to financial statements and operations, which is commensurate with the size and nature of its business. The Internal Control System is supported by an Internal Audit Department which conducts regular internal audits. During the year under review, these controls were evaluated and no significant weakness were identified either in the design or operation of the control.

**k) Details in respect of frauds reported by auditors under sub-section (12) of section 143 other than those which are reportable to the Central Government.**

During the year under review, there were no cases of frauds reported by the auditor(s) either to the Board of Directors or to the Audit Committee of the Company under sub-section (12) of Section 143. Further, no report under sub-section (12) of section 143 of the Companies Act has been filed by the Statutory Auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;



However, during the year the Company has detected an instance of fraud on account of pledge of spurious gold by branch employees of the company. The net amount involved in the fraud was Rs. 40,80,900 and a provision of 100% has been provided on the same. Further, the Company has also initiated legal proceedings against the concerned employee.

#### I) **Financial position and performance of Subsidiaries, Joint ventures and associates**

A brief summary of financial position of Salem Erode Investments Limited, Subsidiary Company is as follows:

Particulars	(Rupees in Thousands)	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Total Income	40,301.28	28,069.43
Total Expense	41,144.02	17,125.81
Profit/Loss before Tax	(842.74)	10,943.62
Less: Current Income Tax	35.28	3,198.35
Less: Deferred Tax	(515.23)	239.51
(Excess)/Short provision of previous years	603.97	382.87
Net Profit/Loss after Tax	(966.76)	7,122.88
Earnings per share (Basic) (Rs.)	(0.08)	0.62
Earnings per Share (Diluted) (Rs.)	(0.08)	0.62

The Subsidiary has earned an income of Rs. 40,301.28 as compared to Rs. 28,069.43 during the previous year. The total expenditure for the year was Rs. 41,144.02 as compared to Rs. 17,125.81. The Subsidiary incurred net Loss of Rs. 966.76 as against net profit amounting to Rs. 7,122.88 during the previous financial year.

#### XI. **Details relating to Deposits covered under Chapter V of the Companies Act, 2013**

Your Company has not accepted any Deposits from Public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014, during the year under review. The disclosure on details of deposits for the year under review are as follows:

- (a) Accepted during the year – Nil
- (b) Remained unpaid or unclaimed as at the end of the year- Nil
- (c) Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved-
  - i. At the beginning of the year - Nil
  - ii. Maximum during the year - Nil
  - iii. At the end of the year - Nil

- (d) details of deposits which are not in compliance with the requirement of the Chapter V of the Act - Nil.

#### XII. **Details of Subsidiary, Joint Venture and Associate Companies Rule 8(5) (iv)**

Salient features of the financial statements of Salem Erode Investments Limited, Subsidiary Company in form No. AOC 1 as per first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 is attached hereto as 'Annexure 3' forms part of this report.

The Companies which have become or ceased to be Subsidiaries, joint ventures or associate companies during the year - Nil

#### XIII. **Loans, Guarantee and Investments of the Company**

The details of Loans, Guarantees and Investments, if any, covered under the provisions of Section 186 of the Companies Act, 2013 are provided in Note Nos. 10, 11 and 38 to the Standalone Financial Statements of the Company.

#### XIV. **Particulars of contracts or arrangements with related parties**

The Company has complied with the provisions of section 188 (1) of the Companies Act, 2013 and rules made thereunder with respect to the contracts or arrangements with related parties, details of the same is enclosed as 'Annexure 4'.

#### XV. **Corporate Social Responsibility Policy**

The Company does not fall within the provision of section 135 of the Companies Act, 2013 with regard to constituting of Corporate Social Responsibility Committee of the Board.

#### XVI. **Particulars regarding conservation of energy, technology absorption and foreign exchange earnings & outflow**

##### a) **Conservation of energy**

Due to nature of business, energy conservation has limited applicability. The Company's operations do not account for substantial energy consumption. However, the Company is taking all possible measures to conserve energy. The Company has taken various steps to conserve energy. Consumption of electricity and its efficient utilization is an important area of Environmental Management System and the Company has taken many steps to reduce its carbon footprint on this front. The Company has initiated to replace all high-power consuming equipments with environment-friendly equipments, resulting significant savings in power consumption. Discussions on utilizing alternate sources of energy like solar are in process. For the time being, the Company has not incurred any capital investment on energy conservation equipments.

##### b) **Technology absorption**

Your Company being a NBFC, has no activities involving adoption of any specific technology. However, your Company is trying its best to implement latest information technology and

tools towards enhancing customer convenience. The Company has started initiating digital transformation during the year, focused on providing a great customer experience, improved business efficiencies, ease of operations, and effective risk management. The Company believes in extending the digital interface to customers through various channels for better reach and convenience. The Company is trying to take initiative towards an end-to-end online home loan application and fulfillment platform, doing away with the traditional pen and paper process which also involves physical transfer of loan application files.

**c) Foreign exchange earnings and outgo**

During the year under review, the Company has not entered into any transactions resulting in foreign exchange earnings or foreign exchange outflow.

**XVII. Risk Management Policy**

The Company has internal Risk Management Policy wherein all material risks faced by the Company are managed by competent personnel and the same is reviewed by Risk Management Committee on a periodic basis. The Company is generally exposed to the following types of risks.

**a) Strategic Risks (External Risks)**

Strategic Risks are potential business threats arising from events and trends that can adversely impact the Company's strategic growth trajectory and destroy shareholder value. Strategic risks include the following:

- i. Political/Government related Risks
- ii. Competition Risk
- iii. Reputational Risk
- iv. Force Majeure
- v. Legal Risk
- vi. Regulatory & Compliance Risk
- vii. Credit Rates Risk

**b) Operating Risks (Internal Risks)**

Operating risk is the level of uncertainty associated with the core operations of a business. Operating risks includes the following:

- i. Liquidity Risk
- ii. Currency Risk
- iii. Interest Rate risk
- iv. Credit Risk
- v. Employee Risk
- vi. Information Technology Risk
- vii. Fraud Risk

The Risk Management Committee will periodically review these various risks faced by the Company and will advise the Board on risk mitigation plans on such risks. Risks and mitigation plans are explained briefly as follows:

**Political/Government related risks**

This includes changes in the government policies or any socio-political contingencies which may adversely affect the business of the Company.

Mitigation Plan: Reviewing and monitoring the changes in rules and regulations in relation to NBFCs by the Government will help the Company to oversee the consequences and act accordingly to a certain extent.

**Competition Risks**

Major competition is faced by the Company from other NBFCs, different types of banking companies including public sector/private sector banks, co-operative banks, foreign banks, India Post, local money lenders and other unauthorized financiers.

Mitigation Plan: Your Company has robust internal quality mechanism to keep close surveillance on competitor's strengths, weaknesses, competition dynamics etc., and focus on awareness campaigns as per the directions of RBI among its employees, stakeholders etc. The marketing department concentrates on these areas and ensures that competition does not affect the smooth functioning of the Company.

**Reputational Risks**

Damage to trust and confidence of stakeholders that may materially and adversely affect the business, future financial performance and results of operations of the Company constitute reputational risks of the Company.

Mitigation Plan: We ensure accuracy in our documentation published through website, regulatory bodies and social media and also ensure prompt compliance with regulatory directives and other laws, both in letter and spirit.

**Force Majeure**

This includes COVID-19 outbreak in the society as well as within the Company's premises that adversely affected the financial position as well as the operating results of the Company

Mitigation Plan: Your Company developed a robust disaster management and business continuity plan with delegation of responsibility, while also establishing Nodal Disaster Management Committee to prevent any adverse losses.

**Legal, Regulatory and Compliance Risk**

Being an NBFC, the Company has to follow various acts and any non-compliance may lead to huge penalty and loss of reputation for the Company.

Mitigation Plan: Your Company has retained qualified professionals, including Chartered Accountants, Company Secretaries, Cost Accountants, Advocates and other renowned seniors (retired), etc., to ensure all compliances are being followed in a transparent and timely manner.



**Credit Rate Risks**

Any downgrade of credit ratings would increase borrowing costs and constrain access to debt and bank lending, thus adversely affecting the business.

**Mitigation Plan:** We oversee factors determining the credit ratings of the Company that help prevent any downgrade of credit ratings.

**Liquidity Risks**

This includes financial risk due to uncertain liquidity. Liquidity Risk management in NBFCs is defined as the inability to meet obligations to depositors or inability to invest to meet unacceptable costs or losses occurred.

**Mitigation Plan:** Your Company has a reliable Management Information System that provides timely and forward-looking information on the liquidity position of the Company. Further, the report to the Asset-Liability Management Committee also helps thwart this risk, both under normal and stress scenarios.

**Interest Rate Risk**

Interest rate risk is the risk where changes in market interest rates might adversely affect the Company's financial position.

**Mitigation Plan:** Your Company estimates the behavioral pattern of various components of assets and liabilities on the basis of past data/empirical studies to classify assets and liabilities in the appropriate time buckets.

**Credit Risk**

Credit Risk is one of the major financial risks faced by NBFCs. It is defined as a borrower or counterparty unable to meet their obligation/s in accordance with agreed terms.

**Mitigation Plan:** Well-structured customer verification, recovery management etc., supports minimisation of credit risks of the Company.

**Employee Risk**

The Company relies on the performance of its Board, Key Managerial Personnel and other senior management. Loss of any member from the said category may adversely affect the business and results of operations.

**Mitigation Plan:** Identifying high-caliber candidates and placing them in the right position and ensuring their retention is a way by which we minimise employee related risk. Furthermore, equal opportunity in terms of position and remuneration, continuous training and development programs, etc., also help minimise employee turnover.

**Fraud Risk**

Fraudulent risks arise from different types of frauds involving Directors, employees of the Company, security holders, other agencies deployed for the Company's activities, whether working from any of the Company's offices or any other location, etc.

**Mitigation Plan:** Security arrangements both physical and electronic form and periodical check of all areas of operations through gold audit, internal audit etc., helps the Company to reduce any fraud occurrence.

In the opinion of the Board, currently there are no material risks which may affect the existence of the Company.

**XVIII. Vigil Mechanism and Whistle Blower Policy**

The Company has established a vigil mechanism to promote ethical behavior in all its business activities and has in place a mechanism for employees to report any genuine grievances, illegal, unethical behaviors, suspected fraud, violation of laws, rules and regulation or conduct to the Whistle Blower Officer or Audit Committee or the Board of Directors of the Company. The policy also provides for adequate protection to the whistle blower against victimization or discriminatory practices. Further, vigil mechanism ensures direct access to the higher levels of supervisors and/or to the Chairman of the Audit Committee, in appropriate or exceptional cases. The details of the Whistle Blower Policy are available on the website of the Company at [www.iclfincorp.com](http://www.iclfincorp.com).

**XIX. Significant or Material Orders passed by Regulators/Courts**

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

**XX. Statutory Auditors**

The Members of the Company at the 29th Annual General Meeting, held on 30th day of September, 2020, had re-appointed M/s. Mohandas & Associates (FRN. 02116S) as Statutory Auditors of the Company, for a further period of 5 years, till the conclusion of 34th Annual General Meeting of the Company to be held in the year 2025. However, due to the expiry of the peer review certificate of the firm, the Statutory Auditors of the Company have tendered their resignation from the office of the Statutory Auditor with effect from May 09, 2023.

Accordingly, the Board of Directors of the Company at their meeting held on May 12, 2023 has appointed M/s. Manikandan & Associates (FRN. 008520S), Chartered Accountants, having office at Krishna Arcade, Near Marathompilly Krishna Temple, KSRTC Road, Chalakudy, Thrissur, Kerala – 680307, as Statutory Auditors of the Company in casual vacancy.

As per the provisions of Section 139(8), any casual vacancy in the office of the Statutory Auditor shall be filled up by the Board of Directors within 30 days of such vacancy and, in case the Casual vacancy is caused as a result of resignation of the Auditor, such appointment in casual vacancy shall also be approved by the Company at a general meeting convened within three months of the recommendation of the Board and the Auditor appointed in Casual Vacancy shall hold the office till the conclusion of the next Annual General Meeting.

Accordingly, as per the aforementioned provisions of the Companies Act, 2013, M/s. Manikandan & Associates (FRN. 008520S), Chartered Accountants, can hold the office

only up to the conclusion of the ensuing Annual General Meeting of the Company and needs to be appointed again at the ensuing Annual General Meeting of the Company to continue as the Statutory Auditors.

Your Company has received the necessary consent letter and eligibility certificate from the firm in accordance with the provisions of sections 139 and 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and as per the provisions of section 139(2) of the Companies Act, 2013 read with rule 6 of the Companies (Audit and Auditors) Rules, 2014, M/s. Manikandan & Associates were eligible for appointment as Statutory Auditors of the Company.

Therefore, the Board of Directors of your Company has recommended for their appointment to hold the office from the conclusion of the 32nd Annual General Meeting of the Company till the conclusion of the 37th Annual General Meeting of the Company to be held in the year 2028. The proposal for appointment of the Statutory Auditors is placed for approval of the members and forms part of the notice of the 32nd AGM.

**XXI. Comments by the Board on qualification, reservation or adverse remark or disclaimer made**

- i. by the Auditor in his report : Nil
- ii. by the Company Secretary in Practice in his  
Secretarial Audit Report : Not Applicable

**XXII. Compliance with Secretarial Standards**

The Company has complied with all the provisions stipulated under Secretarial Standards issued by the Institute of Company Secretaries of India.

**XXIII. Failure to implement any corporate action**

The Company has completed corporate actions with respect to issue of Non-Convertible Debentures & Preference Shares and related payment of interest & dividend. Other than the same, there was no other corporate actions like buy back of securities, payment of dividend declared, mergers and de-mergers, delisting, split and issue of any other securities occurred during the year under report.

**XXIV. Annual Return**

The Annual Return in form No. MGT-7 as per Section 134 (3) (a) of the Companies Act, 2013 read with rule 12 of Companies (Management & Administration) Rules, 2014 is available on the website of the Company at [https://www.iclfincorp.com/uploads/annual/image\\_22.pdf](https://www.iclfincorp.com/uploads/annual/image_22.pdf)

**XXV. Other Disclosures**

- a) The Consolidated Financial Statements are also being presented in addition to the Standalone Financial Statements of the Company.
- b) The Company has taken sufficient measures to maintain good and well-structured Stakeholder relationship, Customer relationship, Environment, Sustainability and Health and Safety and various Committees were constituted and maintained to monitor the same.

- c) The Company has convened its Annual General Meeting within stipulated time as specified under the Companies Act, 2013.
- d) The maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not applicable to the Company.
- e) General Disclosures
  - i. The Company has not issued any Debentures or Preference Shares or any other securities which carry a right or option to convert such securities into shares;
  - ii. There was no issue of Equity Shares with differential rights as to dividend, voting or otherwise;
  - iii. There was no issue of Sweat Equity Shares to Directors or employees of the Company under any scheme;
  - iv. There was no raising of funds/issue of shares through preferential allotment or qualified institutional placement;
  - v. There were no options in respect of Employee Stock Options Scheme(s) granted, lapsed, exercised etc.;
  - vi. There were no shares held in trust for the benefit of employees;
  - vii. The Company has not issued any warrants during the year;
  - viii. There were no voting rights which are not directly exercised by the employees in respect of equity shares for the subscription/purchase of which loan was given by the Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under section 67(3)(c) of the Act);
  - ix. There was no revision made in financial statements or the Board's Report of the Company in respect of any of the three preceding financial years;
  - x. There was no change in financial year;
  - xi. There were no activities carried out in relation to acquisition, merger, expansion, modernization and diversification;
  - xii. There were no activities carried out in relation to developments, acquisition and assignment of material Intellectual Property Rights;
  - xiii. The Company has not inducted any strategic and financial partners during the year;
  - xiv. The Company has not reclassified or sub-divided the Authorized Share Capital;
  - xv. There was no reduction of share capital or buy back of shares occurred during the year;
  - xvi. There was no change in the capital structure resulting from restructuring; and



- xvii. There was no change in voting rights of shareholders of the Company.
- xviii. Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the financial year - Not applicable.
- xix. Details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof - Not applicable.

### XXVI. Disclosure under Sexual Harassment of Women at the Work Place (Prevention, Prohibition and Redressal) Act, 2013

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the provisions of Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Internal Complaints Committee has not received any complaints of sexual harassment during the year under report. Detailed statement regarding the same is tabled below:

01.	Number of complaints pending at the beginning of the financial year 2022-23	Nil
02.	Number of complaints received during the financial Year 2022-23	Nil
03.	Number of complaints disposed during the financial year 2022-23	Nil
04.	Number of complaints pending as on the end of the financial year 2022-23	Nil

### XXVII. Compliance with NBFC regulations

Your Company has complied and continues to comply with all the regulatory requirements applicable to Non-Banking Financial Institutions as per Reserve Bank of India's guidelines pertaining to Non-Performing Assets, Know Your Customer, Loan to Value, Fair Practices Code, Capital Adequacy, Leverage Ratios etc.

### XXVIII. Particulars of employees

The Company does not have any employee whose remuneration exceeding the limits prescribed under section 197 (12) of the Companies Act, 2013 and rule 5(2) of the Company's (Appointment and Remuneration of Managerial Personnel Rules) 2014.

### XXIX. Remuneration received by Managing/Whole time Director from holding or subsidiary Company.

Managing Director and Whole time Director of the Company is in receipt of sitting fees from Salem Erode Investments Limited, Subsidiary Company during the financial year 2022-23 which is tabled below:

Sl. No.	Name & Designation of the Directors	Designation in the subsidiary Company	Sitting fees (In Rs.)
1	Mr. K.G. Anilkumar	Managing Director	25,000
2	Ms. Umadevi Anilkumar	Non-Executive Director	20,000

### XXX. Other Matters

#### a) Statement of deviation or variation

The Company has utilized the funds raised by way of issue of Redeemable Secured Non-Convertible Debentures and Non-Convertible Preference Shares for the purpose as mentioned in the private placement offers.

#### b) Corporate Governance

Your Board ensure good corporate governance in the Company.

#### c) Details of auctions held during the Year 2022-23.

(Amount in mn)

Year	Number of loan accounts	Principal amount outstanding at the dates of auctions (A)	Interest & Other Charges outstanding at the dates of auctions (B)	Total (A+B)	Value fetched
2022-23	4,123	170.29	76.41	246.70	216.82
2021-22	3,272	180.55	63.10	243.66	215.12

**d) Capital Adequacy**

As on March 31, 2023, the Capital to Risk Assets Ratio ("CRAR") of your Company was 16.74% which is well above the minimum requirement of 15% CRAR prescribed by the RBI. Out of the above, Tier I capital adequacy ratio stood at 12.92% as against the minimum requirement of 12% and Tier II capital adequacy ratio stood at 3.83% respectively.

**e) Grievance Redressal**

The Company has designated Ms. Rayanath Ali, Secretary to CMD as

Customer Grievances Redressal Officer. The communication details of the Grievance Redressal Officer for reporting grievances are as follows:

**Ms. Rayanath Ali**

Secretary to CMD

ICL Fincorp Limited,

Main Road, Irinjalakuda – 680121

Ph: 8589020232, Mail id: secretarytocmd@iclfincorp.com

The Company has designated Mr. Sam S. Maliakal, Human Resource Manager as Employee Grievances Redressal Officer. The communication details for reporting grievances are as follows:

**Mr. Sam S. Maliakal,**

Human Resource Manager

ICL Fincorp Limited,

Main Road, Irinjalakuda - 680121

Ph: 8589020647, Mail id: hrm@iclfincorp.com

**XXXI. Acknowledgement**

The Board wishes to place on record its sincere appreciation to the Company's Customers, Central and State Government Bodies, Auditors, Legal Advisors, Consultants, Registrar and Bankers for their continued support to the Company during the year under report. The Board also expresses its sincere gratitude to the members, other security holders and employees for their continued trust, co-operation and support.

By order of Board of Directors,  
For ICL Fincorp Limited

Place: Irinjalakuda  
Date: 02.06.2023

Sd/-  
**K.G. Anilkumar**  
Managing Director  
(DIN: 00766739)

Sd/-  
**Umadevi Anilkumar**  
Whole-Time Director  
(DIN: 06434467)



# Annexure 1

## Salient features of Nomination and Remuneration Committee Policy of ICL Fincorp Limited

### 1) Directors, Key Managerial Personnel and Senior Management staff

#### a) Appointment

The Nomination and Remuneration Committee shall recommend appointment of Directors, Key Managerial Personnel and Senior Management Staff of the Company by considering the following:

- i. Ensure the candidate possess adequate qualification, expertise and experience commensurate with the position.
- ii. Priority may be given to persons with professional qualifications and experience.
- iii. Persons with experience in similar line of business and holding positions in other Company's Board may be considered with added advantage.
- iv. Persons with experience and connection with Government Departments, Financial and Risk Management, Media, Public Relations, Marketing, Business Networks, Philanthropy etc shall be considered.
- v. Code of Conduct of Independent Directors and other Statutory compliances with respect to the appointment/remuneration of Independent Directors.
- vi. Code of Conduct of Senior Management with respect to the appointment/remuneration of Directors other than Independent Directors, Key Managerial Persons and other Senior Management.

#### b) Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable law, rules and regulations, thereunder, the Nomination and Remuneration Committee may recommend, to the Board with reasons to be recorded in writing, removal of a Director, Key Managerial Personnel or Senior Management, subject to the provisions and compliance of the said Act, such other applicable law, rules and regulations.

#### c) Retirement

The Directors, Key Managerial Personnel and Senior Management shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, Key Managerial Personnel and Senior Management in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

#### d) Remuneration

The Committee shall ensure:

- i. Level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- ii. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- iii. The remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

### 2) Evaluation of performance of Directors, Key Managerial Personnel, Senior Management staff and Committees of Board

- a) Ensure that all Directors have attended and actively participated in meetings.
- b) Ensure that the Directors have contributed own skills, experience and knowledge to support the growth and success of the organisation.
- c) Ensure that the Directors have promoted constructive and respectful relations between the Board and Management.
- d) Ensure that the Directors worked with the Board to adopt an annual work plan that is consistent with the organisation's vision, mission and strategic directions.
- e) Review and monitor the independence and performance, and effectiveness of work process of Directors, Key Managerial Personnel, Senior Management Staff and Committees of Board.

For ICL Fincorp Limited

	Sd/-	Sd/-
	<b>K.G. Anilkumar</b>	<b>Umadevi Anilkumar</b>
Place: Irinjalakuda	Managing Director	Whole-Time Director
Date: 02.06.2023	(DIN: 00766739)	(DIN: 06434467)

## Annexure 2

### Management Discussion and Analysis Report

#### I. Industry structure and developments

##### a) Economic review

###### Global economic review

The fiscal year 2023 began amid a war between Russia and Ukraine. The world had gradually begun to recover from the economic downturn and hardships caused by the COVID-19 pandemic, and it was at this time that Russia and Ukraine engaged in a geopolitical strife. Because these two countries are major suppliers of vital commodities such as food and energy, the war between them caused supply chain disruptions that triggered a significant jolt to commodity markets worldwide.

Following this, the costs of energy, food grains and metals skyrocketed, escalating inflationary pressures in advanced economies and emerging market economies. As a result, central banks of major economies were forced to tighten their monetary policy stance. Since March 2022, the US Federal Reserve (US Fed) has raised policy rates by 500 basis points (bps), while the Bank of England (BoE) and European Central Bank (ECB) have raised rates by 440 and 370 basis points, respectively.

Emerging market and developing economies were also hit by shock waves of varying lengths. Many countries experienced massive capital outflows, putting pressure on the value of their currencies.

According to the IMF, the global economic growth has slowed to 3.4% in 2022, down from 6.3% in 2021, and is anticipated to fall further to 2.8% in 2023. This demonstrates the global economy's vulnerability to geopolitical issues.

###### Indian economic review

In terms of the domestic economy, India has fared well and has positioned itself better in relation to the previously described adverse global economic picture. This was mostly due to proactive fiscal and regulatory policies that were already geared to resuscitate the economy with stimulus policy measures in order to recover from the economic sluggishness induced by the pandemic. Furthermore, India's prompt response to international concerns such as the Russia-Ukraine war and similar issues through the country's diplomatic policies have helped to save the Indian economy from collapsing to a considerable extent.

India's GDP growth for FY2023 has been recorded at 7.2%, which is excellent when compared to the growth of other economies around the world. Inflation (CPI) in the country averaged 6.7% during 2022-23, which is slightly higher than the RBI's CPI inflation target of 4% within a +/-2% band. Throughout the year, monthly inflation ranged from 5.7% to 7.8%. CPI inflation is expected to cool-off to 5.2% in 2023-24, according to the RBI.

###### Outlook

India's recovery from the pandemic was relatively quick, and growth in the upcoming year will be supported by robust domestic demand and a pickup in capital investment. Incipient signs of new private sector capital formation cycle are visible and more importantly, compensating for the private sector's caution in capital expenditure, the government has raised capital expenditure substantially.

According to the Economic Survey 2022-23, budgeted capital expenditure rose 2.7 times in the last seven years (from FY2016 to FY2023), re-invigorating the capex cycle. In Union Budget 2023-24, capital investment outlay has been increased steeply for the third year in a row by 33% to Rs. 10 lakh crore, which would constitute 3.3% of the GDP. This will be almost three times the outlay in 2019-20. Structural reforms such as the introduction of the Goods and Services Tax (GST) and the Insolvency and Bankruptcy Code (IBC) enhanced efficiency and transparency of the economy and ensured financial discipline and better compliance.

Strong domestic demand amidst high commodity prices may raise India's total import bill and contribute to widen the current account deficit (CAD). These may be exacerbated by subduing export growth on account of slackening global demand and the Indian currency may come under depreciation pressure due to widening CAD. Further, entrenched inflation may prolong the tightening cycle and therefore borrowing costs may stay higher for longer.

##### b) Industry review

With regard to the Non-Banking Financial Industry (NBFI), despite intensified pressure from the global financial markets and the worldwide banking crisis that witnessed the collapse of two banks, it may be noted that Indian NBFI sector withstood these adversities and performed relatively well. The industry is adequately capitalised and growing well in terms of asset size, total business and profitability. The RBI has taken several measures to protect the sector through its various developmental and regulatory initiatives.

During FY2023, RBI increased the repo rate by 250 bps from 4% to 6.50%. This was in response to prolonged global geopolitical tensions, elevated commodity prices, continued supply bottlenecks, tightening global financial conditions and its consequent impact on the Indian financial system, including the NBFI sector.

Apart from regulating policy rates, RBI has taken a number of initiatives in the areas of liquidity, governance, customer service, KYC, payment and settlement system, etc., to strengthen the NBFI system and to enable NBFCs to withstand the uncertainty arising out of adverse global and domestic economic issues.





In the meantime, the Government of India has come out with many policy stimulus to boost the financial services sector and in turn the NBFI sector. The government's investments and policy initiatives to spur economic activities helped to revive the economy and to increase demand for credit.

Notably, NBFCs provide key liquidity in the financial system. While banks cover 14% of the financial demand, NBFCs and other private lenders cover 80% of the demand. NBFCs cover segment of society not easily reached by banks. They do so by direct contact with clients, being present in the last mile, thus reducing the role of intermediaries, red tape and sourcing costs.

CRISIL recently reported that riding on macroeconomic tailwinds, NBFCs are expected to see AUM growth of 11-12% — a four-year high — to Rs. 13 lakh crore by the end of this fiscal.

India is one of the largest consumers of gold globally. Gold's significance as an intrinsic part of Indian culture and during crisis is unquestionable. A gold loan is a type of a secured loan wherein the borrower pledges gold as collateral to secure the loan. Gold loans are typically short-term in nature with a tenure of 6-12 months. A gold loan has high utility and is used for a variety of purposes including meeting a family emergency, for personal reasons, for business expansion, to fund working capital needs, to meet unexpected expenses, etc.

#### Demand and growth factors

In India, the gold loan market is expanding rapidly with increasing credit demand from individuals and businesses. The growth of the gold loan market can be attributed to several factors, such as easy availability of loans, attractive interest rates, flexible repayment options, minimal documentation, safe and secure gold storage, etc.

Data from the RBI suggests that gold loan disbursements have almost doubled from Rs. 46,791 cr in September 2020 to Rs. 80,617 cr in September 2022. The report also states that India has more than 27,000 tons of gold equivalent to 14% of the world's gold, of which around 5,300 tons is pledged. Unorganised players like moneylenders and pawnbrokers occupy a large chunk of the market at 65%, with the remaining 35% is with banks and NBFCs or the organised market.

A report by Systematix suggests that India's gold market is grossly underpenetrated at just 7%. If one looks at the gold holdings in Indian households, there is significant room for organised gold loan financing players as even 1% additional penetration could drive 15% growth for the entire organised segment.

To keep this momentum of growth going in 2023 as well, it is important to address the key challenges faced by the NBFC sector. One such challenge is the recent revision of securitization norms by RBI which state that loans with residual maturity of less than 365 days cannot be securitized. This might create an impact on the level of securitization as gold loans are of a shorter duration.

As previously stated, organised financiers are still largely underrepresented in India's gold loan market, which presents numerous opportunities for loan book expansion. A minuscule portion of the entire gold stock in the economy is represented by the total amount of gold loans held by the organised sector. However, the overall rate of growth of this segment of the market has been consistent due to several factors, such as lower interest rates, better and faster processing, etc. Further, relationship-building approach of organised gold loan financiers has played a role in the growth of their market share.

While south India will continue to dominate the demand for all gold loans, other underserved areas in eastern, northern and western India are likely to become future growth hubs. Growth for NBFCs in these regions is anticipated to be driven by shifting consumer sentiment about gold loans driven by rising awareness, as well as rising funding requirements.

Similarly, there exists significant headroom for expansion in other retail loan segments, such as vehicle loans, property loans, business (MSME) loans, etc., especially amongst borrowers who may not have the necessary documentation but have the repayment capacity. This segment would typically be untouched by banks and hence the scope remains open for NBFCs to tap into the potential.

#### a) Opportunities and Threats

SWOT analysis of Indian NBFC sector:

##### Strengths

- NBFCs are permitted to offer numerous financial products and services, including personal loans, vehicle loans, hire purchase loans, business finance, housing loans, infrastructure finance, gold loans, microfinance, money transfer, insurance, credit card services, education funding and other financial related services
- Product diversity enables NBFCs to focus on under-served populations and penetrate all corners of the country
- Because of their presence especially in rural areas, NBFCs are considered as the last mile delivery of financial services and hence play a key role in financial inclusion, savings financialisation, etc.
- NBFCs are significant employment generators, especially in rural/semi-urban areas

##### Weaknesses

- NBFCs are required to adhere to stringent rules and regulations by RBI, SEBI, etc., that are unfixed and change with the changes in the financial landscape

- NBFCs face significant competition from banks, Fintech companies, etc., that typically have higher investment capacity
- Because of their non-deposit taking nature, NBFCs have to rely on credit availed at higher costs which creates an unlevel playing field
- Retention of key employees is a major challenge due to stiff competition from other financial services segments and other industries

#### Opportunity

- NBFCs provide diversified and innovative financial products and solutions that serve the needs, expectations and ambitions of all levels of customers, especially those at the grassroots
- There exists significant under-penetration of formal credit and this signifies a major opportunity for growth

- Through digital initiatives, NBFCs have the opportunity to reduce customer acquisition and servicing costs, while also enhancing operational efficiency and providing a better experience to customers

#### Threats

- Cost of funds are high for NBFCs, a situation that gets exacerbated during periods of high interest rates
- Fintech with deep digital capabilities represent a threat in terms of creating better route-to-market in serving last-mile customers and households
- Higher interest rates, slowdown in business environment and recession fears may force postponement of consumption expenditure



## Annexure 3

### Form AOC-1

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

Statement containing salient features of the financial statements of Subsidiaries or Associate Companies or Joint Ventures

#### Part A: Subsidiaries

01.	Sl. No.	01
02.	Name of the subsidiary	Salem Erode Investments Limited
03.	The date since when subsidiary was acquired	17.02.2020
04.	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period.	Not Applicable
05.	Reporting currency and Exchange rates as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable
06.	Share Capital	Rs. 1,14,65,595/-
07.	Reserves and Surplus	Rs. 24,75,17,001/-
08.	Total Assets	Rs. 39,53,56,340/-
09.	Total Liabilities	Rs. 39,53,56,340/-
10.	Investments	Rs. 73,45,095/-
11.	Turnover	Rs. 4,03,01,278/-
12.	Profit/(Loss) before taxation	Rs. (8,42,742)/-
13.	Provision for taxation	Rs. 1,24,013/-
14.	Profit/(Loss) after taxation	Rs. (9,66,755)/-
15.	Proposed Dividend	Nil
16.	Extent of shareholding (in percentage)	75%

- Names of subsidiaries which are yet to commence operations
  - Not Applicable
- Names of the subsidiaries which have been liquidated or sold during the year
  - Not Applicable

For ICL Fincorp Limited

Place: Irinjalakuda  
Date: 02.06.2023

Sd/-  
**K.G. Anilkumar**  
Managing Director  
(DIN: 00766739)

Sd/-  
**Umadevi Anilkumar**  
Whole-Time Director  
(DIN: 06434467)

## Part B: Associates and Joint Ventures

Statement pursuant to section 129(3) of the Companies Act, 2013 related to Associates Companies and Joint Ventures

- Not Applicable

Names of Associates and Joint Ventures	Name 1	Name 2	Name 3
1. Latest audited balance sheet date			
2. Date on which the Associate or Joint Venture was associated or acquired			
3. Shares of Associate or Joint Ventures held by the Company on the year end			
No.			
Amount of investment in Associates or Joint Venture			
Extent of holding ( in percentage)			
4. Description of how there is significant influence			
5. Reason why the associate/Joint venture is not consolidated.			
6. Net worth attributable to shareholding as per latest audited Balance Sheet			
7. Profit or Loss for the year			
i) Considered in consolidation			
ii) Not considered in consolidation			

1. Names of associates or joint ventures which are yet to commence operations

- Not Applicable

2. Names of the associates or joint ventures which have been liquidated or sold during the year

- Not Applicable

For ICL Fincorp Limited

Place: Irinjalakuda  
Date: 02.06.2023

Sd/-  
**K.G. Anilkumar**  
Managing Director  
(DIN: 00766739)

Sd/-  
**Umadevi Anilkumar**  
Whole-Time Director  
(DIN: 06434467)



## Annexure 4

### Form 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 sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

**1) Details of contracts or arrangements or transactions not at arm's length basis : Nil**

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	
b)	Nature of contracts/arrangements/ transactions	
c)	Duration of the contracts/arrangements/ transactions	
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions	
f)	Date(s) 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:**

i)		
a)	Name (s) of the related party & nature of relationship	Salem Erode Investments Limited Subsidiary Company Mr. K.G. Anilkumar (Promoter & Managing Director of the Company and Managing Director of Subsidiary Company) Ms. Umadevi Anilkumar (Promoter & Whole-Time Director of the Company and Non-Executive Director of Subsidiary Company)
b)	Nature of contracts/ arrangements/ transactions	Term Loan Agreement
c)	Duration of the contracts/ arrangements/ transactions	The loans are repayable in 60 monthly instalments from the respective date of disbursements
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Term Loan from Salem Erode Investments Limited, not exceeding Rs. 10,00,00,000/- (Rupees Ten Crores Only) in various tranches at an interest rate ranging between 12.00% to 13.50% per annum on monthly diminishing balance basis with other charges and repayable in 60 monthly installments in different tranches on need basis and on such terms and conditions as specified in the loan agreement dated 28th day of February, 2022.
e)	Date(s) of approval by the Board, if any	22.02.2022
f)	Amount paid as advances, if any	-
ii)		
a)	Name (s) of the related party & nature of relationship	Salem Erode Investments Limited Subsidiary Company Mr. K.G. Anilkumar (Promoter & Managing Director of the Company and Managing Director of Subsidiary Company) Ms. Umadevi Anilkumar (Promoter & Wholetime Director of the Company and Non-Executive Director of Subsidiary Company)
b)	Nature of contracts/ arrangements/ transactions	Inter Corporate Loan Agreement
c)	Duration of the contracts/ arrangements/ transactions	Against the demand letter by the lender but within a tenure of 5 (five) years.

d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Inter Corporate Loan from Salem Erode Investments Limited, not exceeding Rs. 20,65,00,000/- (Rupees Twenty Crores and Sixty-Five Lakhs Only) as per the demand letter by the lender or within a tenure period of 5 (five) years at an interest rate of 10.5% p.a. and on such terms and conditions as specified in the loan agreement dated 18th day of February, 2020 and further revised on 28th day of August, 2021
e)	Date(s) of approval by the Board, if any	17.02.2020
f)	Amount paid as advances, if any	-
<b>iii)</b>		
a)	Name (s) of the related party & nature of relationship	Caits Info Solutions Private Limited Mr. Sreejith S. Pillai, Non-Executive Director of the Company is the Chief Promoter & Managing Director of Caits Info Solutions Private Limited.
b)	Nature of contracts/ arrangements/ transactions	Nature - Purchase of CCTV cameras, safety equipments, other electronic equipments and installations/erections thereof for the branches, head office and registered office, according to the requirements of the Company and its monitoring/ installation/ erection/maintenance services
c)	Duration of the contracts/ arrangements/transactions	Duration of transactions - Continuous basis
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Purchase of fixed assets and availing of services for an amount not exceeding Rs.7,00,00,000/- in aggregate in a financial year
e)	Date(s) of approval by the Board, if any	01.04.2021
f)	Amount paid as advances, if any	Nil

For ICL Fincorp Limited

Place: Irinjalakuda  
Date: 02.06.2023

Sd/-  
**K.G. Anilkumar**  
Managing Director  
(DIN: 00766739)

Sd/-  
**Umadevi Anilkumar**  
Whole-Time Director  
(DIN: 06434467)





# Independent Auditor's Report

## To the members of ICL Fincorp Limited

Report on the Audit of the Standalone financial statements

### Opinion

We have audited the accompanying Standalone financial statements of M/s. ICL Fincorp Limited ("the Company") which comprises the Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the period then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the 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 31st March, 2023, its profit, 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 Standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Standalone financial statements.

### Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone financial statements of the current period. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

- Our opinion on the Standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone financial statements or our knowledge obtained 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 Standalone financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless 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 responsibility for the audit of the Standalone financial statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone 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 standalone 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 Standalone financial statements of the current period and are therefore the key audit matters.

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

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS 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 2". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 43 to the standalone financial statements;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.



- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. Under Rule 11(e)
- (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (ii) The management has represented that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
- v. During the year the Company has not declared or paid dividend on equity shares.
3. 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 remuneration paid by the Company to its directors during the period is in accordance with the provisions of section 197 of the Act.
4. 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 31st March 2023.

For **Manikandan and Associates**  
Chartered Accountants  
ICAI Firm Reg No: 0085205

Sd/-

**C K Manikandan**

[Partner]

Place: Chalakudy  
Date: 02nd June, 2023

Membership No.208654  
UDIN: 23208654BGSHVN9996

## Annexure 1

### The Annexure 1 referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of the Our Report of even date to the members of ICL Fincorp Limited on the accounts of the company for the year ended 31st March, 2023.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

- i) a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The Company has maintained proper records showing full particulars of intangible assets;
- b) All the Property, Plant and Equipment have not been physically verified by the management during the period but there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such verification;
- c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company;
- d) The company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets or both during the year;
- e) No proceedings have been initiated or pending against the company under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder;
- c) In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has been stipulated and the company has provided impairment allowance for expected credit losses on loans and advances where repayments or receipts are irregular. In addition to that the company has created impairment reserve as per Prudential Norms of RBI;
- ii) a) The Company is a Non-Banking Financial Company engaged in the business of providing loans and does not hold any type of physical inventories. Therefore, the provisions of paragraph 3(ii)(a) of the Companies (Auditor’s Report) Order, 2020 are not applicable to the Company;
- b) During the year, the company has been sanctioned working capital limits in excess of rupees five crore, in aggregate, from banks or financial institutions on the basis of security of current assets and the statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company;
- iii) During the year the company has granted loans or advances, secured or unsecured, to parties other than firms, Limited Liability Partnerships.
- a) The Company is a Non- Banking Financial Company engaged in the principal business of providing loans. Therefore, the provisions of paragraph 3(iii)(a) of the Companies (Auditor’s Report) Order, 2020 are not applicable to the Company;
- b) The terms and conditions of all the loans and advances granted by the company during the year are not prejudicial to the company’s interest;

Type of Loan	No of Loans (EMI)	Principal Overdue	Interest Overdue	Total Overdue	
Gold Loan	185	1,67,83,732.92	31,70,529.08	1,99,54,262.00	Since it’s a NBFC their principal business is to give loans. The loans for which overdue for more than 90 days are treated as irregular and these cases are classified as NPA as per RBI IRACP norms. The income recognition of the above has been done as per RBI IRACP norms.
Business Loan	4	84,456.47	22,603.53	1,07,060.00	
Hypothecation Loan	65	18,12,565.53	4,45,642.73	1,75,675.00	
Personal Loans	31	24,25,511.15	2,32,899.11	26,58,410.26	

- d) Total amount overdue for more than ninety days is ₹21,91,98,768.69/- and reasonable steps have been taken by the company for recovery of the principal and interest;

Type of Loan	No of Loans	Principal Overdue	Interest Overdue	Total Overdue	
Gold Loan	2382	13,59,14,684.92	5,25,37,730.08	18,84,52,415.00	Since it’s a NBFC their principal business is to give loans. The loans for which overdue for more than 90 days are treated as irregular and these cases are classified as NPA as per RBI IRACP norms. The income recognition of the above has been done as per RBI IRACP norms.
Business Loan	4	84,456.47	22,603.53	1,07,060.00	
Hypothecation Loan	65	18,12,565.53	4,45,642.73	22,58,208.26	
Personal Loan	62	70,77,276.15	33,59,753.23	1,04,37,029.38	
Project Advance	1	70,55,389.77	1,08,88,666.28	1,79,44,056.05	



- e) The Company is a Non-Banking Financial Company engaged in the principal business of providing loans. Therefore, the provisions of paragraph 3(iii) (e) of the Companies (Auditor's Report) Order, 2020 are not applicable to the Company;
- f) The company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment to the Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013;
- iv) The Company has complied with Section 185 and 186 of the Companies Act, 2013 wherever applicable in respect of loans, investments, guarantees and securities provided.
- v) The Company has not accepted any Deposits or amounts which are deemed to be deposits from the public. Therefore the Directives issued by the Reserve Bank Of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Rules framed there under are not applicable to the Company. The Company has not received any order from the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in this regard;
- vi) Being a Non-Banking Finance Company, maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013;
- vii) a) The Company is regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service tax, Goods and Service Tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities wherever applicable to it. There are no arrears of statutory dues as at the last day of the financial year concerned for a period of more than six months from the date on which they became payable;
- b) There are no statutory dues of Provident Fund, Employees' State Insurance, Income Tax, Sales tax, Service tax, Goods and Service Tax or duty of customs or duty of excise or value added tax, cess which have not been deposited on account of any dispute;
- viii) There are no transactions which were not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961);
- ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender;
- (b) The Company isn't a declared willful defaulter by any bank or financial institution or other lender;
- (c) Term loans have been applied for the purpose for which the loans were obtained;
- (d) The company has not utilized the funds raised on short term basis for long term purposes;
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;
- (f) The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;
- x) a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year;
- b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year;
- xi) (a) During the year the Company has reported a fraud case on account of pledge of spurious gold by branch employees of the company. The net amount involved in the fraud is ₹40,80,900/- and a 100% provision is provided for the same.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- (c) The company has not received any whistle-blower complaints during the year;
- xii) The Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Companies (Auditor's Report) Order, 2020 are not applicable to the Company;
- xiii) All transactions with the related parties are in compliance with the sections 177 and 188 of the Companies Act, 2013 and the details of such transactions have been disclosed in the financial statements of the Company as required by the applicable accounting standards;
- xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business;
- (b) The reports of the internal auditors for the period under audit were considered by us;
- xv) The Company has not entered into any non-cash transactions with directors or persons connected with them;
- xvi) (a) The Company has obtained the required registration under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934);
- (b) The Company has conducted Non-Banking Financial activities with a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) There are no CICs as part of the Group to which the company belongs
- xvii) The company has not incurred any cash losses in the financial year and in the immediately preceding financial year;

- xviii) There has been resignation of the statutory auditors during the year. There were no issues, objections or concerns raised by the outgoing auditors;
- xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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;
- xx) a) In respect of other than ongoing projects, the company does not have any unspent amount to be transferred to the Fund specified in Schedule VII to the Companies Act, 2013 in compliance with second proviso to Section 135(5) of said Act;
- b) In respect of ongoing projects, the company does not have any unspent amount under sub-section (5) of section 135 of the Companies Act, 2013, to be transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act;
- xxi) There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

For **Manikandan and Associates**  
Chartered Accountants  
ICAI Firm Reg No: 008520S

Sd/-  
**C K Manikandan**  
[Partner]

Place: Chalakudy  
Date: 02nd June, 2023

Membership No.208654  
UDIN: 23208654BGSHVN9996





## Annexure 2

### Annexure 2 to the Independent Auditors' Report of ICL Fincorp Limited for the period ended 31st March, 2023.

Report on the Internal Financial Controls over Financial Reporting 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 ICL Fincorp Limited ('the Company') as of 31st March, 2023 in conjunction with our audit of the Ind AS Standalone financial statements of the Company for the period ended on that date.

#### Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### Auditor's 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 accordance with the guidance note on audit of internal financial controls over financial reporting (the 'Guidance Note') and the Standards on Auditing (the 'Standards') 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

#### Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone 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, the Company has, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 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 issued by the ICAI.

For **Manikandan and Associates**  
Chartered Accountants  
ICAI Firm Reg No: 0085205

Sd/-  
**C K Manikandan**  
[Partner]

Place: Chalakudy  
Date: 02nd June, 2023

Membership No.208654  
UDIN: 23208654BGSHVN9996

## Standalone Balance Sheet as at 31st March, 2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Assets	Notes	31-Mar-23	31-Mar-22
<b>Financial Assets</b>			
Cash and Cash Equivalents	8	63,167.72	94,606.85
Bank Balances other than above	9	53,195.10	55,355.10
Loans	10	39,42,898.06	34,30,677.33
Investments	11	2,66,506.82	2,59,409.26
Other Financial Asset	12	3,39,134.72	2,52,769.74
		<b>46,64,902.42</b>	<b>40,92,818.28</b>
<b>Non-Financial Assets</b>			
Current tax assets	13	32,892.22	34,067.67
Deferred tax assets (net)	33	24,216.08	15,710.09
Property, Plant and Equipment	14(A)	3,20,015.67	2,41,721.02
Capital work in progress	14(B)	3,631.72	7,149.14
Right-of-Use Asset	14(C)	1,04,898.10	68,465.01
Other Intangible Assets	15	1,431.46	1,918.08
Other Non-Financial Asset	16	1,09,036.23	1,19,117.42
		<b>5,96,121.48</b>	<b>4,88,148.44</b>
<b>TOTAL</b>		<b>52,61,023.90</b>	<b>45,80,966.72</b>
<b>Liabilities and Equity</b>			
<b>Financial Liabilities</b>			
Trade payables	17		
(A) total outstanding dues of micro enterprises and small enterprises; and (B) total outstanding dues of creditors other than micro enterprises and small enterprises.		362.72	567.71
		11,239.51	9,029.91
Debt Securities	18	31,37,509.00	25,74,195.00
Borrowings (Other than Debt Securities)	19	4,06,747.67	4,81,019.86
Subordinate Liabilities	20	2,69,195.00	3,05,040.00
Lease Liability	14(C)	1,01,142.95	63,652.91
Other financial liabilities	21	4,36,193.80	3,63,278.73
		<b>43,62,390.65</b>	<b>37,96,784.13</b>
<b>Non-Financial Liabilities</b>			
Provisions	22	51,505.43	37,947.06
Other non-financial liabilities	23	10,783.01	14,333.84
		<b>62,288.44</b>	<b>52,280.90</b>
<b>Equity</b>			
Equity Share capital	24	4,73,935.61	4,43,349.52
Other Equity	25	3,62,409.20	2,88,552.17
		<b>8,36,344.81</b>	<b>7,31,901.69</b>
<b>TOTAL</b>		<b>52,61,023.90</b>	<b>45,80,966.72</b>

Summary of significant accounting policies

6

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

As per our report of even date

For **Manikandan and Associates**

**Chartered Accountants**

ICAI Firm Reg No.: 0085205

Sd/-

**C K Manikandan**

[Partner]

Membership no.: 208654

UDIN: 23208654BGSHVN9996

Place: Chalakudy

Date: 02-06-2023

For and on behalf of the board of directors of

**ICL Fincorp Limited**

Sd/-

**K G Anilkumar**

[Managing Director]

(DIN:00766739)

Sd/-

**Madhavankutty T**

[Chief Financial Officer]

Place: Irinjalakuda

Date: 02-06-2023

Sd/-

**Umadevi Anilkumar**

[Whole Time Director]

(DIN: 06434467)

Sd/-

**Visakh T V**

[Company Secretary]

**Standalone Statement of Profit and Loss** as at 31st March, 2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	Notes	31-Mar-23	31-Mar-22
<b>(I) Income</b>			
Revenue from operations	26		
I) Interest Income		11,04,546.79	8,66,684.77
II) Revenue from other Financial Services		8,502.77	10,616.53
Other income	27	(4,166.86)	7,958.65
<b>Total Income</b>		<b>11,08,882.70</b>	<b>8,85,259.95</b>
<b>(II) Expenses</b>			
Finance costs	28	4,77,567.38	4,04,029.21
Impairment of Financial Instruments	29	6,726.92	(311.83)
Employee benefits expense	30	2,77,836.23	2,04,455.52
Depreciation and amortization expense	31	1,06,144.18	76,977.73
Other expenses	32	1,97,363.29	1,73,822.00
<b>Total Expenses</b>		<b>10,65,638.00</b>	<b>8,58,972.64</b>
<b>(III) Profit/(loss) before tax (I) - (II)</b>		<b>43,244.71</b>	<b>26,287.31</b>
<b>(IV) Tax expenses</b>	33		
Current tax		21,377.73	14,114.78
(Excess)/Short provision of Previous Years		(923.34)	(651.66)
Deferred tax(Income)/Expense		(8,538.79)	(7,196.77)
<b>Total tax expense</b>		<b>11,915.60</b>	<b>6,266.36</b>
<b>(V) Profit/(loss) for the year (III) - (IV)</b>		<b>31,329.10</b>	<b>20,020.95</b>
<b>(VI) Other comprehensive income</b>			
Items that will not be re classified to profit or loss - Remeasurements of the defined benefit asset		941.59	811.26
Income tax relating to items that will not be reclassified to profit or loss		(32.80)	(649.56)
<b>Total other comprehensive income (VI)</b>		<b>908.78</b>	<b>161.70</b>
<b>Total comprehensive income for the year (V) + (VI)</b>		<b>32,237.89</b>	<b>20,182.65</b>
(Comprising profit and other comprehensive income for the year)			
<b>Earnings per equity share</b>	34		
[nominal value of share ₹10]			
<b>(Basic) ₹</b>		<b>0.66</b>	<b>0.45</b>
<b>(Diluted) ₹</b>		<b>0.66</b>	<b>0.45</b>

Summary of significant accounting policies

6

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

As per our report of even date

For **Manikandan and Associates****Chartered Accountants**

ICAI Firm Reg No.: 0085205

Sd/-

**C K Manikandan**

[Partner]

Membership no.: 208654

UDIN: 23208654BGSHVN9996

Place: Chalakudy

Date: 02-06-2023

For and on behalf of the board of directors of

**ICL Fincorp Limited**

Sd/-

**K G Anilkumar**

[Managing Director]

(DIN:00766739)

Sd/-

**Madhavankutty T**

[Chief Financial Officer]

Place: Irinjalakuda

Date: 02-06-2023

Sd/-

**Umadevi Anilkumar**

[Whole Time Director]

(DIN: 06434467)

Sd/-

**Visakh T V**

[Company Secretary]

**Standalone Cash Flow Statement** for the year ended 31-Mar-2023  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	31-Mar-23	31-Mar-22
<b>Net Profit before tax</b>	<b>43,244.71</b>	<b>26,287.31</b>
Adjustments for:		
Depreciation and amortization expense	1,06,144.18	76,977.73
Impairment on financial instruments	6,726.92	(311.83)
Provision for Gratuity	2,998.12	2,842.06
Provision for loss on account of fraud	4,080.90	8,719.01
Provision for TDS Default	(112.87)	455.45
Net (Gain)/Loss on current investment due to market fluctuation	8,076.19	(1,266.28)
Finance cost	12,974.88	7,318.36
Interest on Fixed deposit	(1,366.89)	(7,262.35)
Dividend on Investments	(114.75)	(89.73)
Lease payments	38,621.50	31,060.30
Profit/(Loss) on sale of Property,Plant and Equipment	-	(62.89)
Net (Gain)/Loss on sale of investments	436.98	(2,711.62)
<b>Operating profit before working capital changes</b>	<b>2,21,709.87</b>	<b>1,41,955.52</b>
Changes in working capital :		
Decrease / (increase) in non-financial asset	10,081.20	(25,658.38)
Decrease / (increase) in loans	(5,18,947.65)	(4,25,604.96)
Decrease / (increase) in investments	(7,097.55)	(12,394.35)
Decrease / (increase) in current tax assets	1,175.45	(943.69)
Decrease / (increase) in other financial asset	(86,364.98)	(63,011.78)
Increase / (decrease) in trade payables	2,004.61	1,313.19
Increase / (decrease) in other financial liabilities	72,915.06	59,568.72
Increase / (decrease) in Lease Liability (Net)	37,490.04	29,441.86
Increase / (decrease) in other non-financial liabilities	(3,550.83)	3,497.99
<b>Cash generated from / (used in) operations</b>	<b>(2,70,584.78)</b>	<b>(2,91,835.87)</b>
Net income Taxes Paid	(13,191.44)	(9,898.58)
<b>Net cash flow from/ (used in) operating activities (A)</b>	<b>(2,83,776.22)</b>	<b>(3,01,734.45)</b>
<b>Cash flows from investing activities</b>		
Net Gain/(Loss) on sale of investments	(436.98)	2,711.62
Net (Gain)/Loss on current investment due to market fluctuation	(8,076.19)	1,266.28
Purchase of property,plant and equipments including CWIP	(1,45,791.32)	(1,70,723.09)
Dividend on Investments	114.75	89.73
Purchase of intangible assets	(180.21)	(75.00)
Sale of property,plant and equipments	-	310.54
Bank balance not considered as cash and cash equivalents	2,160.00	(45,226.50)
<b>Net cash flow from/ (used in) investing activities (B)</b>	<b>(1,52,209.95)</b>	<b>(2,11,646.42)</b>
<b>Cash flows from financing activities</b>		
Proceed from Debt Security (Net)	5,63,314.00	4,01,428.00



## Standalone Cash Flow Statement for the year ended 31-Mar-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	31-Mar-23	31-Mar-22
Proceed from Borrowings (Net)	(74,272.19)	2,63,466.39
Proceed from Subordinate Liabilities (Net)	(35,845.00)	(74,862.00)
Finance cost	(12,974.88)	(7,318.36)
Interest on Fixed deposit	1,366.89	7,262.35
Proceeds from issue of equity share capital	76,465.23	-
Payment of Preference dividend	(3,989.14)	(116.06)
Lease payments	(38,621.51)	(31,060.30)
Right to Use Asset (Net)	(70,896.36)	(60,847.82)
<b>Net cash flow from/ (used in) in financing activities (C)</b>	<b>4,04,547.04</b>	<b>4,97,952.20</b>
<b>Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>(31,439.13)</b>	<b>(15,428.67)</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>94,606.85</b>	<b>1,10,035.53</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>63,167.72</b>	<b>94,606.85</b>
<b>Components of cash and cash equivalents</b>		
Cash on hand	25,190.54	44,164.91
With banks	37,977.18	50,441.94
<b>Total cash and cash equivalents (Note 8)</b>	<b>63,167.72</b>	<b>94,606.85</b>

Summary of significant accounting policies

6

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

As per our report of even date

For **Manikandan and Associates**  
Chartered Accountants  
ICAI Firm Reg No.: 008520S

For and on behalf of the board of directors of  
ICL Fincorp Limited

Sd/-  
**C K Manikandan**  
[Partner]  
Membership no.: 208654  
UDIN: 23208654BGSHVN9996

Sd/-  
**K G Anilkumar**  
[Managing Director]  
(DIN:00766739)

Sd/-  
**Umadevi Anilkumar**  
[Whole Time Director]  
(DIN: 06434467)

Sd/-  
**Madhavankutty T**  
[Chief Financial Officer]

Sd/-  
**Visakh T V**  
[Company Secretary]

Place: Chalakudy  
Date: 02-06-2023

Place: Irinjalakuda  
Date: 02-06-2023

**Standalone Statement of Changes in Equity** for the year ended 31-Mar-2023  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**A Equity Share Capital**

	Number	Amount
Balance at the beginning of the reporting period At 1-Apr-2021	4,43,34,952	4,43,349.52
Changes in equity share capital during the year	-	-
<b>Balance at the end of the reporting period As at 31-Mar-2022</b>	<b>4,43,34,952</b>	<b>4,43,349.52</b>
Changes in equity share capital during the year	30,58,609	30,586.09
<b>Balance at the end of the reporting period As at 31-Mar-2023</b>	<b>4,73,93,561</b>	<b>4,73,935.61</b>

**B Other Equity**

	Reserves and Surplus				Other comprehensive income (Actuarial gain/(loss))	Total
	Statutory Reserves	Impairment Reserves	Securities Premium	Retained Earnings		
Balance as at 01-Apr-2021	8,141.97	4,574.75	2,43,376.88	16,745.13	(544.41)	2,72,294.31
Dividends	-	-	-	(3,924.79)	-	(3,924.79)
Transfer to/from retained earnings	4,300.00	3,545.20	-	(7,845.20)	-	-
Other Additions/ Deductions during the year	-	-	-	-	-	-
Other Comprehensive Income (Net of Taxes)	-	-	-	-	161.70	161.70
Securities premium received during the year	-	-	-	-	-	-
Profit for the year (net of taxes)	-	-	-	20,020.95	-	20,020.95
<b>Balance as at 31-Mar-2022</b>	<b>12,441.97</b>	<b>8,119.95</b>	<b>2,43,376.88</b>	<b>24,996.09</b>	<b>(382.71)</b>	<b>2,88,552.17</b>
Dividends	-	-	-	(4,260.00)	-	(4,260.00)
Transfer to/from retained earnings	6,470.00	12,136.69	-	(18,606.69)	-	-
Other Additions/ Deductions during the year	-	-	-	-	-	-
Other Comprehensive Income (Net of Taxes)	-	-	-	-	908.78	908.78
Securities premium received during the year	-	-	45,879.14	-	-	45,879.14
Profit for the period (net of taxes)	-	-	-	31,329.10	-	31,329.10
<b>Balance as at 31-Mar-2023</b>	<b>18,911.97</b>	<b>20,256.64</b>	<b>2,89,256.01</b>	<b>33,458.51</b>	<b>526.07</b>	<b>3,62,409.20</b>

As per our report of even date  
For **Manikandan and Associates**  
**Chartered Accountants**  
ICAI Firm Reg No.: 008520S

Sd/-  
**C K Manikandan**  
[Partner]  
Membership no.: 208654  
UDIN: 23208654BGSHVN9996

Place: Chalakudy  
Date: 02-06-2023

For and on behalf of the board of directors of  
**ICL Fincorp Limited**

Sd/-  
**K G Anilkumar**  
[Managing Director]  
(DIN:00766739)

Sd/-  
**Madhavankutty T**  
[Chief Financial Officer]  
Place: Irinjalakuda  
Date: 02-06-2023

Sd/-  
**Umadevi Anilkumar**  
[Whole Time Director]  
(DIN: 06434467)

Sd/-  
**Visakh T V**  
[Company Secretary]





## Note to the Standalone Financial Statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

### 1 CORPORATE INFORMATION

ICL Fincorp Limited was incorporated as Jawahar Finance Limited on 9th December, 1991 at Chennai. The Company was later renamed to Irinjalakuda Credits & Leasing Company Limited on 26th April, 2004, which was further renamed to ICL Fincorp Limited on 8th May, 2016. The company is a non-deposit accepting Non Banking Financial Company (NBFC) which provides a wide range of fund-based services including Gold loans, Business loans, Hypothecation loans, Property loans etc.

The registration details are as follows:

**Reserve Bank of India Registration No:** B-07.00437

**Corporate Identity Number (CIN):** U65191TN1991PLC021815

**Registered Address:-** No.61/1, VGP Complex First Avenue, Ashok Nagar, Chennai, Tamil Nadu 600083

The Company is the ultimate parent company of the Salem Erode Investments Limited.

### 2 BASIS OF PREPARATION

The Standalone financial statements of the company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time). The financial statements have been prepared under the historical cost convention, as modified by the application of fair value measurements required or allowed by relevant Accounting Standards and on accrual basis except for interest on Non Performing Assets which are recognised on realisation basis. Accounting policies have been consistently applied to all periods presented, unless otherwise stated.

The above financial statements have been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India mainly considering the Master Directions issued by the Reserve Bank of India ('RBI') as applicable to Non-Banking Finance Companies – ND.

The preparation of financial statements requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and the disclosed amount of contingent liabilities. Areas involving a higher degree of judgement or complexity, or areas where assumptions are significant to the Company are discussed in Note 6 - Significant accounting judgements, estimates and assumptions.

The financial statements are presented in Indian Rupees (INR) unless otherwise indicated.

### 3 PRESENTATION OF FINANCIAL STATEMENT

The financial statements of the Company are presented as per Schedule III (Division III) of the Companies Act, 2013 applicable to NBFCs, as notified by the Ministry of Corporate Affairs (MCA). Financial assets and financial liabilities are generally reported on a gross basis except when, there is an unconditional legally enforceable right to offset the recognised amounts without

being contingent on a future event and the parties intend to settle on a net basis in the following circumstances:

- (i) The normal course of business
- (ii) The event of default
- (iii) The event of insolvency or bankruptcy of the Company and/or its counterparties.

### 4 STATEMENT OF COMPLIANCE

These separate financial statements of the Company have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 and the generally accepted accounting principles as referred to in paragraph 2 "Basis of Preparation" above.

### 5 NEW ACCOUNTING STANDARDS ISSUED BUT NOT EFFECTIVE / RECENT ACCOUNTING DEVELOPMENTS

MCA notifies new standards or amendments to the existing standards. During the year ended March 31, 2023, MCA has not notified any new standards or amendments to the existing standards applicable to the company. On March 31, 2023 MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023 which was effective from April 01, 2023.

### 6 SIGNIFICANT ACCOUNTING POLICIES (ALSO REFER NOTE 2 ABOVE)

Significant Accounting Policies adopted in the Preparation and Presentation of Financial Statements are as under:-

#### A. INVESTMENTS IN SUBSIDIARY

Investment in subsidiaries are measured at cost less impairment, if any.

#### B. FINANCIAL INSTRUMENTS

##### (I) Classification of financial instruments

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

- i) Financial assets to be measured at amortised cost.
- ii) Financial assets to be measured at fair value through other comprehensive income.
- iii) Financial assets to be measured at fair value through profit or loss account.

The classification depends on the contractual terms of the financial asset's cash flows and the Company's business model for managing financial assets. The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The business model is assessed on the basis of aggregated portfolios based on observable factors. These factors include:

## Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

- Reports reviewed by the entity's key management personnel on the performance of the financial assets.
- The risks impacting the performance of the business model (and the financial assets held within that business model) and its management thereof.
- The compensation of the managing teams (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected)
- The expected frequency, value and timing of trades. The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account.

The Company also assesses the contractual terms of financial assets on the basis of its contractual cash flow characteristics that are solely for the payments of principal and interest on the principal amount outstanding. 'Principal' is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount).

In making this assessment, the Company considers whether the contractual cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

The Company classifies its financial liabilities at amortised costs unless it has designated liabilities at fair value through the profit and loss account or is required to measure liabilities at fair value through profit or loss such as derivative liabilities.

### (II) Financial assets measured at amortised cost

These Financial assets comprise bank balances, loans, investments and other financial assets.

Financial Assets with contractual terms that give rise to cash flows on specified dates, and represent solely payments of principal and interest on the principal amount outstanding; and are held within a business model whose objective is achieved by holding to collect contractual cash flows are measured at amortised cost.

These financial assets are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at amortised cost. Transaction costs are incremental costs that

are directly attributable to the acquisition, issue or disposal of a financial asset or a financial liability.

- (III) Financial assets measured at fair value through other comprehensive income

### Debt instruments

Investments in debt instruments are measured at fair value through other comprehensive income where they have:

- a) contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest on the principal amount outstanding; and
- b) are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.

These debt instruments are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at fair value. Gains and losses arising from changes in fair value are included in other comprehensive income (a separate component of equity). Impairment losses or reversals, interest revenue and foreign exchange gains and losses are recognised in profit and loss. Upon disposal, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the statement of profit and loss. As at the reporting date the Company does not have any financial instruments measured at fair value through other comprehensive income.

### Equity instruments

Investments in equity instruments are generally accounted for as at fair value through the profit and loss account unless an irrevocable election has been made by management to account for at fair value through other comprehensive income. Such classification is determined on an instrument by instrument basis. Contingent consideration recognised by the company in a business combination to which Ind AS 103 'Business Combination' applies are measured at fair value through profit and loss account, where amounts presented in other comprehensive income for equity instruments are not subsequently transferred to profit or loss. Dividends on such instruments are recognised in profit or loss. As at the reporting date the Company does not have any equity instruments measured at fair value through other comprehensive income.

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**(IV) Items at fair value through profit or loss**

Items at fair value through profit or loss comprise:

- Investments (including equity shares) held for trading;
- Items specifically designated as fair value through profit or loss on initial recognition; and
- Debt instruments with contractual terms that do not represent solely payments of principal and interest.

Financial instruments held at fair value through profit or loss are initially recognised at fair value, with transaction costs recognised in the statement of profit and loss as incurred. Subsequently, they are measured at fair value and any gains or losses are recognised in the statement of profit and loss as they arise.

**Financial instruments held for trading**

A financial instrument is classified as held for trading if it is acquired or incurred principally for selling or repurchasing in the near term, or forms part of a portfolio of financial instruments that are managed together and for which there is evidence of short-term profit taking, or it is a derivative not designated in a qualifying hedge relationship.

**(V) Debt securities and other borrowed funds**

After initial measurement, debt issued and other borrowed funds are subsequently measured at amortised cost. Amortised cost is calculated by taking into account any discount or premium on issue funds, and transaction costs that are an integral part of the Effective Interest Rate (EIR).

**(VI) Recognition and derecognition of financial assets and liabilities**

A financial asset or financial liability is recognised in the balance sheet when the Company becomes a party to the contractual provisions of the instrument, which is generally on trade date. Loans and receivables are recognised when cash is advanced (or settled) to the borrowers. Financial assets at fair value through profit or loss are recognised initially at fair value. All other financial assets are recognised initially at fair value plus directly attributable transaction costs.

The Company derecognises a financial asset when the contractual cash flows from the asset expire or it transfers its rights to receive contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability. A financial liability is derecognised from the balance sheet when the Company has discharged its obligation or the contract is cancelled or expires.

**(VII) Impairment of financial assets**

The Company recognises impairment allowance for expected credit loss on financial assets held at amortised cost. In addition to that the Company has provided for Non-Performing Assets (NPA) as per Prudential Norms of RBI.

The Company recognises loss allowances (provisions) for expected credit losses on its financial assets (including non-fund exposures) that are measured at amortised costs or at fair value through other comprehensive income account. The Company applies a three-stage approach to measuring expected credit losses (ECLs) for the following categories of financial assets that are not measured at fair value through profit or loss:

- debt instruments measured at amortised cost and fair value through other comprehensive income;
- loan commitments.

No ECL is recognised on equity investments.

Financial assets migrate through the following three stages based on the change in credit risk since initial recognition:

**Stage 1: ECL**

For exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit impaired upon origination, ECL associated with the probability of default events is recognised.

**Stage 2: Lifetime ECL – not credit impaired**

For exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired, a lifetime ECL (i.e. reflecting the remaining lifetime of the financial asset) is recognised.

**Stage 3: Lifetime ECL – credit impaired**

Exposures are assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred. For exposures that have become credit impaired, a lifetime ECL is recognised

**(VIII) Write-offs**

The Company reduces the gross carrying amount of a financial asset when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Company determines that the borrower / debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subjected to write-offs. Any subsequent recoveries against such loans are credited to the statement of profit and loss.

## Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

(IX) Determination of fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. The Financial assets and liabilities are presented in ascending order of their liquidity. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36.

### C. REVENUE FROM OPERATIONS

(I) Interest Income

Interest income is recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial assets other than credit-impaired assets

The EIR in case of a financial asset is computed;

- a) As the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.
- b) By considering all the contractual terms of the financial instrument in estimating the cash flows
- c) Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts. Any subsequent change in the estimation of the future cash flows is recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

(II) Dividend Income

Dividend income is recognised:

- a) when the right to receive the payment is established,
- b) it is probable that the economic benefits associated with the dividend will flow to the entity and
- c) the amount of the dividend can be measured reliably.

(III) Fees & Commission Income

Fees and commissions are recognised when the Company satisfies the performance obligation, at fair value of the consideration received or receivable based on a five-step model as set out below, unless included in the effective interest calculation:

**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.

Processing fee which does not form part of effective interest rate is recognised as and when it accrues.

(IV) Net gain on Fair value changes

Any differences between the fair values of financial assets classified as fair value through the profit or loss, held by the Company on the balance sheet date is recognised as an unrealised gain / loss. In cases there is a net gain in the aggregate, the same is recognised as Revenue and if there is a net loss the same is disclosed as Expense in the statement of Profit and Loss.

However, net gain / loss on derecognition of financial instruments classified as amortised cost is presented separately under the respective head in the Statement of Profit and Loss.

### D. EXPENSES

(I) Finance costs

Finance costs represents Interest expense recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial liabilities other than financial liabilities classified as FVTPL.

The EIR in case of a financial liability is computed:

- a) As the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the gross carrying amount of the amortised cost of a financial liability.
- b) By considering all the contractual terms of the financial instrument in estimating the cash flows
- c) Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Any subsequent change the estimation of the future cash flows is recognised in interest with the corresponding adjustment to the carrying amount of the assets.

**(II) Employee benefits****Short term employee benefit**

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. 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.

**Post-employment employee benefits****a) Defined contribution schemes**

All the employees of the Company are entitled to receive benefits under the Provident Fund and Employees State Insurance scheme, defined contribution plans in which both the employee and the Company contribute monthly at a stipulated rate. The Company has no liability for future benefits other than its annual contribution and recognises such contributions as an expense in the period in which employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

**b) Defined Benefit schemes**

The Company provides for the gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit Method, which recognizes each period of service as giving rise to an additional

unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan are based on the market yields on Government Securities as at the Balance Sheet date.

An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, attrition rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

Re-measurement, comprising of actuarial gains and losses are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit and loss in subsequent periods.

The Company does not have a scheme of encashment of earned leave. The Earned leave which is not utilized during the year will be automatically lapsed at the end of the year and cannot be carried forward. Hence no provision has been made in the accounts for encashment of leave and carried forward of earned leave.

**(III) Leases****Identification of Lease:**

The Company's lease asset classes primarily consist of leases for land and 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 of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset. At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases). For these short-term leases, the Company recognizes the lease payments as an operating



## Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

expense on a straight-line basis over the term of the lease.

For arrangements entered into prior to 1 April, 2018, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

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 ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for ROU 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. ROU 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 ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option. Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows."

### (IV) Other income and expenses

All Other income and expense are recognized in the period they occur.

### (V) Impairment of non-financial assets

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets, net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

In determining net selling price, recent market transactions are taken into account, if available. If no

such transactions can be identified, an appropriate valuation model is used. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

In the case of impairment of investment in subsidiary, the Company reviews its carrying value of investments in subsidiaries at cost, annually, or more frequently when there is an indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

## (VI) Taxes

### Current Tax

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### Deferred tax

Deferred tax assets and liabilities are recognised for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are only recognised for temporary differences, unused tax losses and unused tax credits if it is probable that future taxable amounts will arise to utilise those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities are realised simultaneously.



**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**E. CASH AND CASH EQUIVALENTS**

"Cash and cash equivalents comprise the net amount of short-term, highly liquid investments that are readily convertible to known amounts of cash (short-term deposits with an original maturity of three months or less) and are subject to an insignificant risk of change in value, cheques on hand and balances with banks. They are held for the purposes of meeting short-term cash commitments (rather than for investment or other purposes). For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above."

**F. PROPERTY, PLANT AND EQUIPMENT (PPE)**

"Property, plant and equipment (PPE) are measured at cost less accumulated depreciation and accumulated impairment, (if any). The total cost of assets comprises its purchase price, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management. Changes in the expected useful life are accounted for by changing the amortisation period or methodology, as appropriate, and treated as changes in accounting estimates. Subsequent expenditure related to an item of tangible asset are added to its gross value only if it increases the future benefits of the existing asset, beyond its previously assessed standards of performance and cost can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred. Depreciation is calculated using the Written Down Value (WDV) method to write down the cost of property and equipment to their residual values over their estimated useful lives. Land is not depreciated."

The estimated useful lives are, as follows:

Particulars	Useful life estimated by Company (Years)
Building	60
Furniture And Fixtures	10
Electrical Installations & Equipments	10
Motor Vehicles	8
Office Equipments	5
Computer And Accessories	3

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Property plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other income /expense in the statement of profit and loss in the year the asset is derecognised. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with

the requirements for determining when a performance obligation is satisfied in Ind AS 115.

**G. INTANGIBLE ASSETS**

"An intangible asset is recognised only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the Company. Intangible assets acquired separately are measured on initial recognition at cost. The cost of an intangible asset comprises its purchase price and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life, or the expected pattern of consumption of future economic benefits embodied in the asset, are accounted for by changing the amortisation period or methodology, as appropriate, which are then treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is presented as a separate line item in the statement of profit and loss. Amortisation on assets acquired/sold during the year is recognised on a pro-rata basis to the Statement of Profit and Loss from / upto the date of acquisition/sale."

"Amortisation is calculated using the straight-line method to write down the cost of intangible assets to their residual values over their estimated useful lives. Intangible assets comprising of software are amortised on a straight-line basis over a period of 6 years, unless it has a shorter useful life.

The Company's intangible assets consist of computer software with definite life. Gains or losses from derecognition of intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Statement of Profit and Loss when the asset is derecognised.

**H. PROVISIONS**

Provisions are recognised when the enterprise has a present obligation (legal or constructive) as a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

**I. CONTINGENT LIABILITIES**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources

## Note to the Standalone financial statements for the year ended 31-March-2023

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will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

### J. EARNINGS PER SHARE

"The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included."

## 7 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

### A. BUSINESS MODEL ASSESSMENT

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised

prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

### B. DEFINED EMPLOYEE BENEFIT ASSETS AND LIABILITIES

"The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

### C. FAIR VALUE MEASUREMENT

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

### D. IMPAIRMENT OF LOANS PORTFOLIO

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances. It has been the Company's policy to regularly review its models in the context of actual loss experience and adjust when necessary. The impairment loss on loans and advances is disclosed in more detail in Note 9 Overview of ECL principles. In case, higher provisions are to be considered as per the prudential norms of the Reserve Bank of India, they are considered and routed through Impairment Reserves.

### E. CONTINGENT LIABILITIES AND PROVISIONS OTHER THAN IMPAIRMENT ON LOAN PORTFOLIO

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration in the ordinary course of the Company's business. When the Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows



## Note to the Standalone Financial Statements for the year ended 31-March-2023

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to be probable, the Company records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

### F. EFFECTIVE INTEREST RATE (EIR) METHOD

"The Company's EIR methodology, recognises interest income /expense using a rate of return that represents the best estimate of a constant rate of return over the

expected behavioural life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments, penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments and other fee income/expense that are integral parts of the instrument.

### G. OTHER ESTIMATES

These include contingent liabilities, useful lives of tangible and intangible assets etc.

**Note to the Standalone financial statements** for the year ended 31-March-2023  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**8 Cash and Cash Equivalents**

	As at 31-Mar-2023	As at 31-Mar-2022
Cash on hand	25,190.54	44,164.91
Balance with Banks	37,977.18	50,441.94
	<b>63,167.72</b>	<b>94,606.85</b>

**9 Bank Balances other than above**

	As at 31-Mar-2023	As at 31-Mar-2022
Earmarked balances with banks:		
Balances with banks to the extent held as security	50,000.00	50,000.00
For unpaid dividend	109.03	109.03
Debenture trustee account	3,086.07	5,246.07
<b>Total</b>	<b>53,195.10</b>	<b>55,355.10</b>

**10 Loans**

	As at 31-Mar-2023					
	Amortised Cost	At Fair value			Subtotal	Total
		Through Comprehensive Income	Other Through profit or loss	Designated at Fair Value Through profit or loss		
<b>Loans</b>						
<b>(A)</b>						
<b>i) Loans repayable on demand</b>						
Gold Loan	38,98,859.53	-	-	-	-	38,98,859.53
Personal Loan	5,851.76	-	-	-	-	5,851.76
Other	7,055.39	-	-	-	-	7,055.39
<b>ii) Term Loans</b>						
Gold Loan	30,536.55	-	-	-	-	30,536.55
Hypothecation Loan	1,952.61	-	-	-	-	1,952.61
Business Loan	84.46	-	-	-	-	84.46
Related Party#	13,780.92	-	-	-	-	13,780.92
Property Loan	-	-	-	-	-	-
Personal Loan	2,804.68	-	-	-	-	2,804.68
<b>Total (A)- Gross</b>	<b>39,60,925.89</b>	-	-	-	-	<b>39,60,925.89</b>
Less: Impairment loss allowance	18,027.83	-	-	-	-	18,027.83
<b>Total (A)- Net</b>	<b>39,42,898.06</b>	-	-	-	-	<b>39,42,898.06</b>
<b>(B)</b>						
i) Secured by tangible assets	39,31,433.14	-	-	-	-	39,31,433.14
ii) Unsecured	29,492.75	-	-	-	-	29,492.75
<b>Total (B)- Gross</b>	<b>39,60,925.89</b>	-	-	-	-	<b>39,60,925.89</b>
Less: Impairment loss allowance	18,027.83	-	-	-	-	18,027.83
<b>Total (B)- Net</b>	<b>39,42,898.06</b>	-	-	-	-	<b>39,42,898.06</b>
<b>(C)</b>						
<b>(I) Loans in India</b>						
i) Public Sector	-	-	-	-	-	-
ii) Others	39,60,925.89	-	-	-	-	39,60,925.89
<b>Total (C) (I)-Gross</b>	<b>39,60,925.89</b>	-	-	-	-	<b>39,60,925.89</b>
Less: Impairment loss allowance	18,027.83	-	-	-	-	18,027.83
<b>Total (C) (I)-Net</b>	<b>39,42,898.06</b>	-	-	-	-	<b>39,42,898.06</b>

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

#This amount includes ₹1,37,80,919/- to ICL Tours and Travels Private Limited. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 13% per annum and the same is disclosed under Note No.10. This amount is to be repaid within a period of four years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies.

Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	Nil	Nil	Nil	Nil	Nil
Amounts due by firms or private companies in which any director is a partner or a director or a member	13,780.92	Nil	Nil	Nil	13,780.92

	As at 31-Mar-2022					Subtotal	Total
	Amortised Cost	At Fair value			Designated at Fair Value Through profit or loss		
		Through Comprehensive Income	Through profit or loss				
<b>Loans</b>							
<b>(A)</b>							
<b>i) Loans repayable on demand</b>							
Gold Loan	33,22,209.79	-	-	-	-	33,22,209.79	
Personal Loan	6,512.16	-	-	-	-	6,512.16	
Other	7,055.39	-	-	-	-	7,055.39	
<b>ii) Term Loans</b>							
Gold Loan	34,078.00	-	-	-	-	34,078.00	
Hypothecation Loan	1,878.25	-	-	-	-	1,878.25	
Business Loan	5,756.86	-	-	-	-	5,756.86	
Related Party#	62,946.70	-	-	-	-	62,946.70	
Property Loan	406.13	-	-	-	-	406.13	
Personal Loan	1,134.96	-	-	-	-	1,134.96	
<b>Total (A)- Gross</b>	<b>34,41,978.24</b>	-	-	-	-	<b>34,41,978.24</b>	
Less: Impairment loss allowance	11,300.91	-	-	-	-	11,300.91	
<b>Total (A)- Net</b>	<b>34,30,677.33</b>	-	-	-	-	<b>34,30,677.33</b>	
<b>(B)</b>							
i) Secured by tangible assets	33,64,329.03	-	-	-	-	33,64,329.03	
ii) Unsecured	77,649.21	-	-	-	-	77,649.21	
<b>Total (B)- Gross</b>	<b>34,41,978.24</b>	-	-	-	-	<b>34,41,978.24</b>	
Less: Impairment loss allowance	11,300.91	-	-	-	-	11,300.91	
<b>Total (B)- Net</b>	<b>34,30,677.33</b>	-	-	-	-	<b>34,30,677.33</b>	
<b>(C)</b>							
<b>(I) Loans in India</b>							
i) Public Sector	-	-	-	-	-	-	
ii) Others	34,41,978.24	-	-	-	-	34,41,978.24	
<b>Total (C) (I)-Gross</b>	<b>34,41,978.24</b>	-	-	-	-	<b>34,41,978.24</b>	
Less: Impairment loss allowance	11,300.91	-	-	-	-	11,300.91	
<b>Total (C) (I)-Net</b>	<b>34,30,677.33</b>	-	-	-	-	<b>34,30,677.33</b>	

#This amount includes ₹2,58,90,344/- to ICL Tours and Travels Private Limited. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 13% per annum and the same is disclosed under Note No.10. This amount is to be repaid within a period of four years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies. It also includes Loan against Property of ₹3,70,56,361/- granted to Mr.K G Anilkumar, Managing Director of the company and interest is charged @ 15% per annum.

**Note to the Standalone financial statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	37,056.36	Nil	Nil	Nil	37,056.36
Amounts due by firms or private companies in which any director is a partner or a director or a member	25,890.34	Nil	Nil	Nil	25,890.34

**Summary of ECL provisions**

Particulars	FY 2022-2023			
	Stage 1	Stage 2	Stage 3	Total
i) Gold Loan	4,223.97	1,113.99	11,035.51	16,373.47
ii) Hypothecation Loan	-	-	199.38	199.38
iii) Business Loan	-	-	12.67	12.67
iv) Property Loan	-	-	-	-
v) Personal Loan	-	-	736.77	736.77
vi) Related Party	-	-	-	-
vii) Other Loan	-	-	705.54	705.54
<b>Total closing ECL provisions</b>	<b>4,223.97</b>	<b>1,113.99</b>	<b>12,689.86</b>	<b>18,027.83</b>

Particulars	FY 2021-2022			
	Stage 1	Stage 2	Stage 3	Total
i) Gold Loan	1,003.92	2,209.67	5,557.60	8,771.20
ii) Hypothecation Loan	-	4.88	201.73	206.61
iii) Business Loan	-	850.09	13.44	863.53
iv) Property Loan	-	-	40.61	40.61
v) Personal Loan	-	-	713.43	713.43
vi) Related Party	-	-	-	-
vii) Other Loan	-	-	705.54	705.54
<b>Total closing ECL provisions</b>	<b>1,003.92</b>	<b>3,064.64</b>	<b>7,232.35</b>	<b>11,300.91</b>

**As at 31-Mar-2023**

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
<b>Performing Assets</b>						
Standard	Stage 1	36,97,587.69	4,223.97	36,93,363.72	14,788.24	(10,564.26)
	Stage 2	1,11,393.83	1,113.99	1,10,279.83	445.56	-
<b>Subtotal</b>		<b>38,08,981.52</b>	<b>5,337.97</b>	<b>38,03,643.55</b>	<b>15,233.79</b>	<b>(10,564.26)</b>
<b>Non-Performing Assets (NPA)</b>						
Substandard	Stage 3	1,13,369.72	6,833.78	1,06,535.94	11,337.00	(4,503.21)
Doubtful - up to 1 year	Stage 3	17,824.66	2,188.55	15,636.11	3,564.93	(1,376.38)
1 to 3 years	Stage 3	15,242.05	2,428.55	12,813.50	4,577.06	(2,148.51)
More than 3 years	Stage 3	5,507.94	1,238.98	4,268.96	2,903.25	(1,664.27)
<b>Subtotal for doubtful</b>		<b>38,574.65</b>	<b>5,856.08</b>	<b>32,718.57</b>	<b>11,045.24</b>	<b>(5,189.16)</b>
Loss	Stage 3	-	-	-	-	-
<b>Subtotal for NPA</b>		<b>1,51,944.37</b>	<b>12,689.86</b>	<b>1,39,254.51</b>	<b>22,382.24</b>	<b>(9,692.38)</b>

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
<b>Subtotal</b>		-	-	-	-	-
<b>Total</b>	Stage 1	36,97,587.69	4,223.97	36,93,363.72	14,788.24	(10,564.26)
	Stage 2	1,11,393.83	1,113.99	1,10,279.83	445.56	-
	Stage 3	1,51,944.37	12,689.86	1,39,254.51	22,382.24	(9,692.38)
	<b>Total</b>	<b>39,60,925.89</b>	<b>18,027.83</b>	<b>39,42,898.06</b>	<b>37,616.03</b>	<b>(20,256.64)</b>

**As at 31-Mar-2022**

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
<b>Performing Assets</b>						
Standard	Stage 1	31,47,708.50	1,003.92	31,46,704.57	7,878.72	(6,874.80)
	Stage 2	2,29,261.89	3,064.64	2,26,197.26	573.80	(0.41)
<b>Subtotal</b>		<b>33,76,970.39</b>	<b>4,068.56</b>	<b>33,72,901.83</b>	<b>8,452.52</b>	<b>(6,875.21)</b>
<b>Non-Performing Assets (NPA)</b>						
Substandard	Stage 3	54,173.93	5,027.03	49,146.90	5,417.40	(436.41)
Doubtful - up to 1 year	Stage 3	3,660.84	637.12	3,023.73	732.17	(95.05)
1 to 3 years	Stage 3	7,105.17	1,560.74	5,544.43	2,240.52	(679.78)
More than 3 years	Stage 3	67.91	7.47	60.44	40.97	(33.50)
<b>Subtotal for doubtful</b>		<b>10,833.93</b>	<b>2,205.33</b>	<b>8,628.60</b>	<b>3,013.65</b>	<b>(808.33)</b>
Loss	Stage 3	-	-	-	-	-
<b>Subtotal for NPA</b>		<b>65,007.85</b>	<b>7,232.35</b>	<b>57,775.50</b>	<b>8,431.05</b>	<b>(1,244.73)</b>
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
<b>Subtotal</b>		-	-	-	-	-
<b>Total</b>	Stage 1	31,47,708.50	1,003.92	31,46,704.57	7,878.72	(6,874.80)
	Stage 2	2,29,261.89	3,064.64	2,26,197.26	573.80	(0.41)
	Stage 3	65,007.85	7,232.35	57,775.50	8,431.05	(1,244.73)
	<b>Total</b>	<b>34,41,978.24</b>	<b>11,300.91</b>	<b>34,30,677.33</b>	<b>16,883.57</b>	<b>(8,119.95)</b>



### Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

An analysis of changes in the gross carrying amount and the corresponding ECL allowances in relation to receivables under financing activities is, as follows:

	Year ended 31st march 2023			
	Stage 1	Stage 2	Stage 3	Total
Opening Gross carrying amount	31,47,708.50	2,29,261.89	65,007.85	34,41,978.24
Add:- New Assets	36,82,938.84	1,11,393.83	54,478.44	38,48,811.11
Less:- Assets repaid	-30,70,366.41	-2,21,123.99	-38,373.06	-33,29,863.46
Transfer to Stage 1	11.03	-11.03	-	-
Transfer to Stage 2	-	-	-	-
Transfer to Stage 3	-62,704.27	-8,126.88	70,831.14	-
Less:- Write off	-	-	-	-
Closing Gross carrying amount	36,97,587.69	1,11,393.83	1,51,944.37	39,60,925.89

#### Reconciliation of ECL Balance

ECL Provision	Year ended 31st march 2022			
	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount	1,003.92	3,064.64	7,232.35	11,300.91
Add:- New Assets	4,223.84	1,113.99	2,042.63	7,380.47
Less:- Repaid	-958.89	-2,990.43	-3,562.40	-7,511.72
Transfer to Stage 1	-	-	-	-
Transfer to Stage 2	-	-	-	-
Transfer to Stage 3	-6,175.70	-801.57	6,977.27	-
Less:- Write off	-	-	-	-
Impact of changes in credit risk on account of stage movements	6,130.80	727.37	-	6,858.17
Closing carrying amount	4,223.97	1,113.99	12,689.86	18,027.83

#### Credit Quality of assets

The table below shows the credit quality and the maximum exposure to credit risk based on the Company's internal credit rating system and year-end stage classification

##### As on 31-03-2023

Internal Rating	Stage 1	Stage 2	Stage 3	Total
High Grade	32,70,569.82	58,779.24	6,500.42	33,35,849.48
Medium Grade	3,09,828.44	30,625.19	7,388.00	3,47,841.63
Low Grade	1,17,189.43	21,989.40	1,38,055.95	2,77,234.77
<b>Total</b>	<b>36,97,587.69</b>	<b>1,11,393.83</b>	<b>1,51,944.37</b>	<b>39,60,925.89</b>

##### As on 31-03-2022

Internal Rating	Stage 1	Stage 2	Stage 3	Total
High Grade	30,43,959.14	52,293.67	15,429.05	31,11,681.85
Medium Grade	54,083.54	43,678.62	7,992.74	1,05,754.90
Low Grade	49,665.82	1,33,289.60	41,586.07	2,24,541.49
<b>Total</b>	<b>31,47,708.50</b>	<b>2,29,261.89</b>	<b>65,007.85</b>	<b>34,41,978.24</b>

**Note to the Standalone Financial Statements** for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**11 Investments**

	Amortised Cost	At Fair Value			Sub-total	Cost	Total
		Through Comprehensive income	Other Profit or Loss	Designated at fair value through profit or loss			
<b>As at 31-Mar-2023</b>							
Mutual funds	-	-	51.07	-	51.07	-	51.07
Government securities	-	-	-	-	-	-	-
Other Companies	-	-	30,060.95	-	30,060.95	-	30,060.95
Equity instruments	-	-	-	-	-	-	-
Subsidiaries	-	-	-	-	-	-	-
Salem Erode Investments Ltd (Quoted)	-	-	-	-	-	2,26,765.40	2,26,765.40
Others (Quoted)	-	-	9,629.39	-	9,629.39	-	9,629.39
<b>Total Gross (A)</b>	-	-	<b>39,741.42</b>	-	<b>39,741.42</b>	<b>2,26,765.40</b>	<b>2,66,506.82</b>
Investment Outside India	-	-	-	-	-	-	-
Investment In India	-	-	39,741.42	-	39,741.42	2,26,765.40	2,66,506.82
<b>Total Gross (B)</b>	-	-	<b>39,741.42</b>	-	<b>39,741.42</b>	<b>2,26,765.40</b>	<b>2,66,506.82</b>
Less : Allowance for impairment loss (C)	-	-	-	-	-	-	-
<b>Total - Net (D) = (A) - (C)</b>	-	-	<b>39,741.42</b>	-	<b>39,741.42</b>	<b>2,26,765.40</b>	<b>2,66,506.82</b>
<b>As at 31-Mar-2022</b>							
Mutual funds	-	-	-	-	-	-	-
Government securities	-	-	-	-	-	-	-
Debt Securities	-	-	22,279.18	-	22,279.18	-	22,279.18
Equity instruments	-	-	-	-	-	-	-
Subsidiaries	-	-	-	-	-	-	-
Salem Erode Investments Ltd (Quoted)	-	-	-	-	-	2,26,765.40	2,26,765.40
Others (Quoted)	-	-	10,364.69	-	10,364.69	-	10,364.69
<b>Total Gross (A)</b>	-	-	<b>32,643.86</b>	-	<b>32,643.86</b>	<b>2,26,765.40</b>	<b>2,59,409.26</b>
Investment Outside India	-	-	-	-	-	-	-
Investment In India	-	-	32,643.86	-	32,643.86	2,26,765.40	2,59,409.26
<b>Total Gross (B)</b>	-	-	<b>32,643.86</b>	-	<b>32,643.86</b>	<b>2,26,765.40</b>	<b>2,59,409.26</b>
Less : Allowance for impairment loss (C)	-	-	-	-	-	-	-
<b>Total - Net (D) = (A) - (C)</b>	-	-	<b>32,643.86</b>	-	<b>32,643.86</b>	<b>2,26,765.40</b>	<b>2,59,409.26</b>

**Details of Investments in Equity Instruments and Mutual Funds**

Name of Body Corporate	As at 31-Mar-2023		As at 31-Mar-2022	
	Quantity of Shares	Market value	Quantity of Shares	Market value
Action Construction Equipment Ltd.	-	-	1,000	240.50
Adani Wilmar Limited	500	202.93	-	-
Ahlada Engineers Ltd.	500	42.45	500	50.30
ANG Lifesciences India Ltd.	312	23.73	250	58.65
Aurobindo Pharma Ltd.	500	259.05	500	334.28
BF Utilities Ltd.	-	-	1,000	308.35
Bharat Electronics Limited	2,000	195.10	-	-
Bharat Gears Ltd.	-	-	500	71.85
Birlasoft Ltd.	3,000	783.45	250	113.74
BSE Limited	500	215.48	-	-
Canara Bank	-	-	500	113.88

**Note to the Standalone financial statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Name of Body Corporate	As at 31-Mar-2023		As at 31-Mar-2022	
	Quantity of Shares	Market value	Quantity of Shares	Market value
Cochin Shipyard Limited	250	118.94	-	-
Container Corporation Of India Ltd.	250	145.06	-	-
Dharmaj Crop Guard Limited	500	72.40	-	-
Exide Industries Ltd.	-	-	500	75.55
Fortis Healthcare Ltd.	-	-	1,000	290.40
Future Consumer Ltd.	5,000	2.50	5,000	22.75
Go Fashion (India) Ltd.	-	-	100	101.15
Gold Benchmark Exchange Traded Scheme	-	-	1,000	44.12
Graphite India Ltd.	1,000	262.55	500	251.43
GTL Infrastructure Ltd.	10,000	7.00	10,000	15.00
Happiest Minds Technologies Ltd.	500	383.93	500	528.33
HDFC Bank Limited	250	402.39	-	-
HDFC Life Insurance Company Ltd.	1,500	748.80	500	269.10
Heidelberg Cement India Ltd.	1,000	160.95	1,000	189.60
Hindustan Oil Exploration Company Ltd.	1,250	150.25	1,000	219.90
HP Adhesives Ltd.	1,500	547.05	1,150	450.11
ICICI Bank Ltd.	-	-	250	182.58
India Pesticides Ltd.	2,000	415.70	2,000	538.40
Indiabulls Real Estate Ltd.	-	-	1,000	101.40
Indian Energy Exchange Ltd.	2,000	255.90	1,000	224.70
Indian Railway Catering And Tourism Corporation Limited	750	429.60	-	-
Indian Railway Finance Corporation Ltd.	-	-	10,000	214.50
Intellect Design Arena Limited	1,500	615.90	-	-
IOL Chemicals and Pharmaceuticals Ltd.	-	-	250	88.43
JK Tyre & Industries Ltd.	-	-	500	58.68
Jyothy Labs Ltd.	-	-	500	73.73
Karur Vysya Bank Ltd.	-	-	1,000	46.30
Kaveri Seed Company Ltd.	200	95.59	200	109.40
KIOCL Ltd.	-	-	1,000	208.70
Kopran Ltd.	-	-	500	140.48
L&T Finance Holdings Ltd.	-	-	2,000	161.20
Laxmi Organic Industries Ltd.	-	-	500	199.70
LIC Housing Finance Ltd.	-	-	1,000	358.95
Likhitha Infrastructure Ltd.	-	-	500	144.73
Lupin Ltd.	500	324.20	500	373.53
Mahindra & Mahindra Financial Services Ltd.	-	-	500	79.58
Marksans Pharma Ltd.	3,000	211.20	3,000	136.50
Mishra Dhatu Nigam Ltd.	-	-	200	33.13
PPAP Automotive Limited	1,000	157.00	-	-
Radico Khaitan Ltd.	-	-	1,500	1,331.93
Railtel Corporation of India Ltd.	-	-	1,000	84.10
Raymond Ltd.	-	-	100	85.47
Reliance Communications Ltd.	15,000	18.75	15,000	39.75
Rossari Biotech Limited	261	155.58	-	-
Shakti Pumps (India) Ltd.	1,000	404.40	1,000	459.15
Sona BLW Precision Forgings Limited	500	206.75	-	-
Strides Pharma Science Ltd.	1,000	286.35	1,000	346.60
Tarsons Products Limited	500	266.08	-	-
Vodafone Idea Ltd.	27,500	159.50	27,500	265.38
Westlife Development Limited	800	546.68	-	-
Wockhardt Ltd.	750	115.43	750	197.70
WOCKHARDT_LTD	-	-	225	11.27
YES Bank Ltd.	16,000	240.80	26,000	319.80

**Note to the Standalone Financial Statements** for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Name of Body Corporate	As at 31-Mar-2023		As at 31-Mar-2022	
	Quantity of Shares	Market value	Quantity of Shares	Market value
<b>SUB TOTAL</b>		<b>9,629.39</b>		<b>10,364.69</b>
Total Mutual Fund	1,000	51.07		-
<b>SUB TOTAL</b>		<b>51.07</b>		<b>-</b>
<b>TOTAL</b>		<b>9,680.46</b>		<b>10,364.69</b>

**12 Other Financial Asset**

	As at 31-Mar-2023	As at 31-Mar-2022
Interest accrued on loan portfolio	2,90,826.09	2,02,975.24
Security deposits	52,122.65	44,019.50
Balance with Demat account(Kotak Securities)	(3,814.02)	1,796.71
Other Receivables	-	3,978.29
<b>Total</b>	<b>3,39,134.72</b>	<b>2,52,769.74</b>

**13 Current tax assets**

	As at 31-Mar-2023	As at 31-Mar-2022
Advance Income Tax & Tax Deducted at Source	32,892.22	34,067.67
<b>Total</b>	<b>32,892.22</b>	<b>34,067.67</b>

**14(A) Property, Plant and Equipment**

	Land	Building	Electrical installations & Equipments	Furniture and fixtures	Office Equipments	Motor Vehicles	Computer and accessories	Total
<b>Cost or valuation</b>								
<b>At 1-Apr-2021</b>	19,607.37	3,312.22	18,806.27	1,21,453.46	31,849.18	16,652.00	25,252.35	2,36,932.85
Additions	6,696.40	50,544.00	5,872.64	47,354.07	38,114.85	10,939.67	11,201.47	1,70,723.09
Disposals	-	-	275.90	668.00	-	-	-	943.90
Write off	-	-	-	-	-	-	-	-
<b>As at 31-Mar-2022</b>	<b>26,303.77</b>	<b>53,856.22</b>	<b>24,403.01</b>	<b>1,68,139.53</b>	<b>69,964.03</b>	<b>27,591.66</b>	<b>36,453.82</b>	<b>4,06,712.05</b>
Additions	-	36,124.38	19,225.91	62,493.25	15,051.08	2,654.69	13,759.43	1,49,308.74
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	-	-	-	-	-	-
<b>As at 31-Mar-2023</b>	<b>26,303.77</b>	<b>89,980.60</b>	<b>43,628.92</b>	<b>2,30,632.78</b>	<b>85,015.10</b>	<b>30,246.36</b>	<b>50,213.25</b>	<b>5,56,020.78</b>
<b>Depreciation</b>								
<b>At 1-Apr-2021</b>	-	664.84	11,227.91	60,118.47	17,065.68	7,742.03	21,136.49	1,17,955.42
Charge for the year	-	1,113.52	2,470.54	20,205.07	12,980.49	5,178.78	5,783.44	47,731.85
Disposals	-	-	153.41	542.84	-	-	-	696.25
Write off	-	-	-	-	-	-	-	-
<b>As at 31-Mar-2022</b>	<b>-</b>	<b>1,778.37</b>	<b>13,545.04</b>	<b>79,780.70</b>	<b>30,046.17</b>	<b>12,920.81</b>	<b>26,919.93</b>	<b>1,64,991.02</b>
Charge for the period	-	3,133.20	4,501.06	29,815.31	20,155.98	5,188.88	8,219.65	71,014.09
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	-	-	-	-	-	-
<b>As at 31-Mar-2023</b>	<b>-</b>	<b>4,911.56</b>	<b>18,046.10</b>	<b>1,09,596.01</b>	<b>50,202.15</b>	<b>18,109.70</b>	<b>35,139.58</b>	<b>2,36,005.11</b>
<b>Net Block</b>								
<b>At 1-Apr-2021</b>	19,607.37	2,647.38	7,578.37	61,334.99	14,783.50	8,909.97	4,115.86	1,18,977.43
<b>As at 31-Mar-2022</b>	<b>26,303.77</b>	<b>52,077.85</b>	<b>10,857.97</b>	<b>88,358.83</b>	<b>39,917.85</b>	<b>14,670.85</b>	<b>9,533.89</b>	<b>2,41,721.02</b>
<b>As at 31-Mar-2023</b>	<b>26,303.77</b>	<b>85,069.03</b>	<b>25,582.82</b>	<b>1,21,036.77</b>	<b>34,812.95</b>	<b>12,136.66</b>	<b>15,073.67</b>	<b>3,20,015.67</b>

## Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

### 14(B) Capital work in progress

	As at 31-Mar-2023	As at 31-Mar-2022
Capital work in progress	3,631.72	7,149.14
<b>Total</b>	<b>3,631.72</b>	<b>7,149.14</b>

#### Capital work in progress ageing schedule

##### As at 31-March-2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	3,631.72	-	-	-	3,631.72
Projects temporarily suspended	-	-	-	-	-

##### As at 31-March-2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	312.35	2,668.77	4,168.02	7,149.14
Projects temporarily suspended	-	-	-	-	-

### 14(C) Right-of-Use Asset

	Total
<b>Building</b>	
At 1-Apr-2021	1,10,534.14
Additions	60,847.82
Disposals	-
<b>As at 31-Mar-2022</b>	<b>1,71,381.96</b>
Additions	73,154.13
Disposals	2,257.77
<b>As at 31-Mar-2023</b>	<b>2,42,278.32</b>
<b>Depreciation</b>	
At 1-Apr-2021	74,041.86
Charge for the year	28,875.09
Disposals	-
<b>As at 31-Mar-2022</b>	<b>1,02,916.95</b>
Charge for the period	34,463.27
Disposals	-
<b>As at 31-Mar-2023</b>	<b>1,37,380.22</b>
<b>Net Right-of-use asset</b>	
At 1-Apr-2021	36,492.27
As at 31-Mar-2022	68,465.01
As at 31-Mar-2023	1,04,898.10

### 14(C) Lease Liability

	Total
Balance at the beginning as on 01-04-2021	34,211.05
Additions	55,750.12
Finance cost accrued during the year	6,293.93
Deletions	1,541.90
Payment of lease liabilities	31,060.30
<b>Balance at the end as on 31-3-2022</b>	<b>63,652.91</b>
Additions	66,556.61

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	Total
Finance cost accrued during the year	11,982.92
Deletions	2,427.99
Payment of lease liabilities	38,621.50
<b>Balance at the end as on 31-3-2023</b>	<b>1,01,142.95</b>

Particulars	As at 31-Mar-2023
Less than one year	1,152.98
One to five years	47,744.75
More than five years	52,245.22
<b>Total</b>	<b>1,01,142.95</b>

**15 Other Intangible Assets**

	Computer Software
<b>Cost</b>	
At 1-Apr-2021	3,640.90
Additions	75.00
Disposals	-
<b>As at 31-Mar-2022</b>	<b>3,715.90</b>
Additions	180.21
Disposals	-
<b>As at 31-Mar-2023</b>	<b>3,896.11</b>
<b>Amortization</b>	
At 1-Apr-2021	1,427.02
Charge for the year	370.80
Disposals	-
<b>As at 31-Mar-2022</b>	<b>1,797.82</b>
Charge for the period	666.82
Disposals	-
<b>As at 31-Mar-2023</b>	<b>2,464.64</b>
<b>Net Block</b>	
At 1-Apr-2021	2,213.88
<b>As at 31-Mar-2022</b>	<b>1,918.08</b>
<b>As at 31-Mar-2023</b>	<b>1,431.46</b>

**16 Other Non-Financial Asset**

	As at 31-Mar-2023	As at 31-Mar-2022
Prepaid Expenses	2,125.54	1,401.44
GST Receivables	15,306.40	12,754.15
Other Advances	91,604.28	1,04,961.84
<b>Total</b>	<b>1,09,036.23</b>	<b>1,19,117.42</b>

**17 Trade payables**

	As at 31-Mar-2023	As at 31-Mar-2022
Total outstanding dues of micro enterprises and small enterprises; and	362.72	567.71
Total outstanding dues of creditors other than micro enterprises and small enterprises.	11,239.51	9,029.91
<b>Total</b>	<b>11,602.23</b>	<b>9,597.62</b>

## Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

### Trade Payables aging schedule

#### As at 31-March-2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i) MSME	362.72	-	-	-	362.72
ii) Others	10,326.00	438.96	230.38	244.18	11,239.51
iii) Disputed dues- MSME	-	-	-	-	-
iv) Disputed dues- Others	-	-	-	-	-

#### As at 31-March-2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i) MSME	567.71	-	-	-	567.71
ii) Others	8,574.99	250.85	6.70	197.38	9,029.91
iii) Disputed dues- MSME	-	-	-	-	-
iv) Disputed dues- Others	-	-	-	-	-

Disclosure:- Micro, Small and Medium Enterprises

	As at 31-Mar-2023	As at 31-Mar-2022
a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	Nil	Nil
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	Nil	Nil
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

## 18 Debt Securities

	As at 31-Mar-2023	As at 31-Mar-2022
<b>At Amortised Cost</b>		
Privately placed redeemable non-convertible debentures (Secured)	31,37,509.00	25,74,195.00
Others - Non-convertible Debentures - Public issue(Secured)	-	-
<b>Total (A)</b>	<b>31,37,509.00</b>	<b>25,74,195.00</b>
Debt securities in India	31,37,509.00	25,74,195.00
Debt securities outside India	-	-
<b>Total (B)</b>	<b>31,37,509.00</b>	<b>25,74,195.00</b>

### Nature of Security

Secured (first ranking) by a hypothecation of all loan receivables, advances, Property Plant and Equipment and other unencumbered assets of the Company, both present and future, having a minimum security cover of 110% of the outstanding balance of Debentures and Interest accrued thereon. The Company has executed a separate deed of hypothecation in favour of Trustees for creation of this security. Debentures are offered for a period of 13 months to 68 months.



**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**A] Non Convertible Debentures (Secured)**

Non Convertible Debentures of ₹1,000/- each. Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

**As at 31-Mar-2023**

Redeemable at par within	Rate of interest							
	>= 10% < 12%		>= 12% < 14%		>= 14%		Total	
	Number	Amount	Number	Amount	Number	Amount	Number	Amount
Due within 1 year	3,62,098	3,62,098.00	9,46,038	9,46,038.00	-	-	13,08,136	13,08,136.00
Due within 1-2 years	1,60,507	1,60,507.00	6,78,687	6,78,687.00	-	-	8,39,194	8,39,194.00
Due within 2-3 years	1,68,693	1,68,693.00	4,54,625	4,54,625.00	-	-	6,23,318	6,23,318.00
Due within 3-4 years	2,850	2,850.00	1,49,913	1,49,913.00	-	-	1,52,763	1,52,763.00
Due within 4-5 years	-	-	1,01,832	1,01,832.00	-	-	1,01,832	1,01,832.00
Due within 5-6 years	-	-	1,12,266	1,12,266.00	-	-	1,12,266	1,12,266.00
<b>Grand Total</b>	<b>6,94,148</b>	<b>6,94,148.00</b>	<b>24,43,361</b>	<b>24,43,361.00</b>	<b>-</b>	<b>-</b>	<b>31,37,509</b>	<b>31,37,509.00</b>

**As at 31-Mar-2022**

Redeemable at par within	Rate of interest							
	>= 10% < 12%		>= 12% < 14%		>= 14%		Total	
	Number	Amount	Number	Amount	Number	Amount	Number	Amount
Due within 1 year	94,534	94,534.00	9,47,425	9,47,425.00	23,864	23,864.00	10,65,823	10,65,823.00
Due within 1-2 years	7,230	7,230.00	8,20,456	8,20,456.00	-	-	8,27,686	8,27,686.00
Due within 2-3 years	-	-	3,51,224	3,51,224.00	-	-	3,51,224	3,51,224.00
Due within 3-4 years	-	-	1,24,676	1,24,676.00	-	-	1,24,676	1,24,676.00
Due within 4-5 years	-	-	1,46,851	1,46,851.00	-	-	1,46,851	1,46,851.00
Due within 5-6 years	-	-	57,935	57,935.00	-	-	57,935	57,935.00
<b>Grand Total</b>	<b>1,01,764</b>	<b>1,01,764.00</b>	<b>24,48,567</b>	<b>24,48,567.00</b>	<b>23,864</b>	<b>23,864.00</b>	<b>25,74,195</b>	<b>25,74,195.00</b>

**D] Non Convertible Debentures of ₹1,000/- each - series-wise classification****As at 31-Mar-2023**

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure (months)
1	31-10-2017	825.00	13.66%	65
2	15-11-2017	1,625.00	13.66%	65
3	30-11-2017	3,120.00	13.66%	65
4	15-12-2017	3,503.00	13.66%	65
5	31-12-2017	2,375.00	13.66%	65
6	15-01-2018	3,420.00	13.66%	65
7	31-01-2018	2,560.00	13.66%	65
8	15-02-2018	2,600.00	13.66%	65
9	28-02-2018	4,303.00	13.66%	65
10	05-03-2018	220.00	13.66%	65
11	12-03-2018	5,360.00	13.66%	65
12	19-03-2018	2,375.00	13.66%	65
13	26-03-2018	1,350.00	13.66%	65
14	03-04-2018	4,050.00	13.66%	65
15	10-04-2018	1,655.00	13.66%	65
16	16-04-2018	1,480.00	13.66%	65
17	23-04-2018	950.00	13.66%	65
18	30-04-2018	950.00	13.66%	65
19	07-05-2018	1,500.00	13.66%	65
20	14-05-2018	1,000.00	13.66%	65
21	21-05-2018	2,200.00	13.66%	65
22	28-05-2018	1,625.00	13.66%	65
23	04-06-2018	3,742.00	13.66%	65
24	11-06-2018	600.00	13.66%	65
25	18-06-2018	4,100.00	13.66%	65

**Note to the Standalone financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure (months)
26	25-06-2018	3,650.00	13.66%	65
27	02-07-2018	1,081.00	13.66%	65
28	09-07-2018	400.00	13.66%	65
29	16-07-2018	775.00	13.66%	65
30	23-07-2018	2,200.00	13.66%	65
31	30-07-2018	2,224.00	13.66%	65
32	06-08-2018	1,995.00	13.66%	65
33	13-08-2018	3,781.00	13.66%	65
34	20-08-2018	3,174.00	13.66%	65
35	03-09-2018	3,725.00	13.66%	65
36	10-09-2018	4,800.00	13.66%	65
37	17-09-2018	915.00	13.66%	65
38	24-09-2018	150.00	13.66%	65
39	01-10-2018	2,592.00	13.66%	65
40	07-11-2018	5,000.00	13.66%	65
41	07-12-2018	7,660.00	13.66%	65
42	07-01-2019	5,815.00	13.66%	65
43	07-02-2019	12,095.00	13.66%	65
44	07-03-2019	4,700.00	13.66%	65
45	12-04-2019	4,055.00	13.66%	65
46	07-05-2019	5,205.00	13.66%	65
47	07-06-2019	5,150.00	13.66%	65
48	08-07-2019	9,820.00	13.66%	65
49	07-08-2019	9,639.00	13.66%	65
50	07-09-2019	5,295.00	13.66%	65
51	09-10-2019	6,525.00	13.66%	65
52	07-11-2019	11,018.00	13.66%	65
53	19-12-2019	18,985.00	13.66%	65
54	13-01-2020	3,946.00	13.66%	65
55	18-02-2020	9,310.00	13.66%	65
56	18-03-2020	21,601.00	13.66%	65
57	17-04-2020	12,110.00	12.25%-13.66%	36-65
58	12-05-2020	34,948.00	12.25%-13.66%	36-65
59	13-06-2020	21,740.00	12.25%-13.66%	36-65
60	30-06-2020	28,635.00	12.25%-13.66%	36-65
61	14-07-2020	44,276.00	12.25%-13.66%	36-65
62	11-08-2020	22,725.00	12.25%-13.66%	36-65
63	27-08-2020	50,500.00	12.25%-13.66%	36-65
64	12-09-2020	18,000.00	12.25%-13.66%	36-65
65	29-09-2020	20,631.00	12.25%-13.66%	36-65
66	13-10-2020	17,129.00	12.25%-13.66%	36-65
67	02-11-2020	19,180.00	12.25%-13.66%	36-65
68	18-11-2020	21,745.00	12.25%-13.66%	36-65
69	05-12-2020	26,217.00	12.25%-13.66%	36-65
70	21-12-2020	26,105.00	12.25%-13.66%	36-65
71	07-01-2021	24,625.00	12.25%-13.66%	36-65
72	27-01-2021	15,270.00	12.25%-13.66%	36-65
73	09-02-2021	31,423.00	12.25%-13.66%	36-65
74	23-02-2021	27,555.00	12.25%-13.66%	36-65
75	09-03-2021	20,131.00	12.25%-13.66%	36-65
76	25-03-2021	20,575.00	12.25%-13.66%	36-65
77	30-03-2021	2,020.00	12.25%-13.66%	36-65
78	13-04-2021	25,920.00	12%-13.66%	24-65
79	23-04-2021	24,660.00	12%-13.66%	24-65
80	08-05-2021	22,795.00	12%-13.66%	24-65
81	02-06-2021	25,508.00	12%-13.66%	24-65

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure (months)
82	18-06-2021	24,329.00	12%-13.66%	24-65
83	09-07-2021	37,146.00	12%-13.66%	24-65
84	23-07-2021	37,602.00	12%-13.66%	24-65
85	06-08-2021	28,244.00	12%-13.66%	24-65
86	26-08-2021	42,098.00	12%-13.66%	24-65
87	08-09-2021	44,691.00	12%-13.66%	24-65
88	23-09-2021	37,271.00	12%-13.66%	24-65
89	08-10-2021	37,607.00	12%-13.66%	24-65
90	27-10-2021	46,212.00	12%-13.66%	24-65
91	13-11-2021	43,009.00	12%-13.66%	24-65
92	03-12-2021	51,793.00	12%-13.66%	24-65
93	30-12-2021	30,150.00	12%-13.66%	24-65
94	28-01-2022	33,216.00	12%-13.66%	24-65
95	17-02-2022	34,724.00	12%-13.66%	24-65
96	07-03-2022	73,820.00	11.5%-13.66%	13-65
97	21-03-2022	42,773.00	11.5%-13.66%	13-65
98	12-04-2022	64,805.00	11.5%-13.66%	13-65
99	19-04-2022	60,407.00	11.5%-13.66%	13-65
100	06-05-2022	54,338.00	11%-13.01%	13-68
101	23-05-2022	62,579.00	11%-13.01%	13-68
102	07-06-2022	53,768.00	11%-13.01%	13-68
103	20-06-2022	80,277.00	11%-13.01%	13-68
104	11-07-2022	73,224.00	11%-13.01%	13-68
105	02-08-2022	76,890.00	11%-13.01%	13-68
106	23-08-2022	93,115.00	11%-13.01%	13-68
107	03-09-2022	76,423.00	11%-13.01%	13-68
108	26-09-2022	1,17,950.00	11%-13.01%	13-68
109	15-10-2022	88,026.00	11%-13.01%	13-68
110	31-10-2022	62,584.00	11%-13.01%	13-68
111	15-11-2022	1,01,094.00	11%-13.01%	13-68
112	02-12-2022	83,743.00	11%-13.01%	13-68
113	17-12-2022	64,718.00	11%-13.01%	13-68
114	31-12-2022	62,565.00	11%-13.01%	13-68
115	20-01-2023	61,202.00	11%-13.01%	13-68
116	07-02-2023	62,694.00	11%-13.01%	13-68
117	23-02-2023	62,094.00	11%-13.01%	13-68
118	14-03-2023	85,553.00	11%-13.01%	13-68
119	29-03-2023	71,190.00	11%-13.01%	13-68
120	31-03-2023	35,218.00	11%-13.01%	13-68
<b>Total</b>		<b>31,38,334.00</b>		

**D] Non Convertible Debentures of `1,000/- each - series-wise classification****As at 31-Mar-2022**

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
1	15-03-2017	2,299.00	14.87%	62
2	31-03-2017	3,559.00	14.87%	62
3	15-04-2017	4,010.00	14.87%	62
4	30-04-2017	5,171.00	14.87%	62
5	15-05-2017	2,915.00	14.87%	62
6	31-05-2017	270.00	14.87%	62
7	15-06-2017	2,340.00	14.87%	62
8	30-06-2017	1,900.00	14.87%	62
9	15-07-2017	2,907.00	13.66%-14.87%	62-65
10	31-07-2017	3,004.00	13.66%	65
11	16-08-2017	4,250.00	13.66%	65

**Note to the Standalone financial statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
12	31-08-2017	2,394.00	13.66%	65
13	15-09-2017	1,885.00	13.66%	65
14	30-09-2017	2,460.00	13.66%	65
15	15-10-2017	7,455.00	13.66%	65
16	31-10-2017	7,515.00	13.66%	65
17	15-11-2017	1,625.00	13.66%	65
18	30-11-2017	3,120.00	13.66%	65
19	15-12-2017	3,503.00	13.66%	65
20	31-12-2017	2,375.00	13.66%	65
21	15-01-2018	3,420.00	13.66%	65
22	31-01-2018	2,560.00	13.66%	65
23	15-02-2018	2,600.00	13.66%	65
24	28-02-2018	4,303.00	13.66%	65
25	05-03-2018	220.00	13.66%	65
26	12-03-2018	5,360.00	13.66%	65
27	19-03-2018	2,375.00	13.66%	65
28	26-03-2018	1,350.00	13.66%	65
29	03-04-2018	4,050.00	13.66%	65
30	10-04-2018	1,655.00	13.66%	65
31	16-04-2018	1,480.00	13.66%	65
32	23-04-2018	950.00	13.66%	65
33	30-04-2018	950.00	13.66%	65
34	07-05-2018	1,500.00	13.66%	65
35	14-05-2018	1,000.00	13.66%	65
36	21-05-2018	2,200.00	13.66%	65
37	28-05-2018	1,625.00	13.66%	65
38	04-06-2018	3,742.00	13.66%	65
39	11-06-2018	600.00	13.66%	65
40	18-06-2018	4,100.00	13.66%	65
41	25-06-2018	3,650.00	13.66%	65
42	02-07-2018	1,081.00	13.66%	65
43	09-07-2018	400.00	13.66%	65
44	16-07-2018	825.00	13.66%	65
45	23-07-2018	2,200.00	13.66%	65
46	30-07-2018	2,224.00	13.66%	65
47	06-08-2018	1,995.00	13.66%	65
48	13-08-2018	4,081.00	13.66%	65
49	20-08-2018	3,174.00	13.66%	65
50	03-09-2018	3,725.00	13.66%	65
51	10-09-2018	4,800.00	13.66%	65
52	17-09-2018	915.00	13.66%	65
53	24-09-2018	150.00	13.66%	65
54	01-10-2018	2,592.00	13.66%	65
55	07-11-2018	5,000.00	13.66%	65
56	07-12-2018	7,660.00	13.66%	65
57	07-01-2019	5,815.00	13.66%	65
58	07-02-2019	12,095.00	13.66%	65
59	07-03-2019	4,700.00	13.66%	65
60	12-04-2019	24,457.00	12.25%-13.66%	36-65
61	07-05-2019	21,425.00	12.25%-13.66%	36-65
62	07-06-2019	22,359.00	12.25%-13.66%	36-65
63	08-07-2019	21,684.00	12.25%-13.66%	36-65
64	07-08-2019	23,904.00	12.25%-13.66%	36-65
65	07-09-2019	29,970.00	12.25%-13.66%	36-65
66	09-10-2019	32,925.00	12.25%-13.66%	36-65
67	07-11-2019	46,223.00	12.25%-13.66%	36-65

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure(months)
68	19-12-2019	71,654.00	12.25%-13.66%	36-65
69	13-01-2020	31,533.00	12.25%-13.66%	36-65
70	18-02-2020	30,365.00	12.25%-13.66%	36-65
71	18-03-2020	42,833.00	12.25%-13.66%	36-65
72	17-04-2020	21,320.00	12%-13.66%	24-65
73	12-05-2020	60,633.00	12%-13.66%	24-65
74	13-06-2020	40,224.00	12%-13.66%	24-65
75	30-06-2020	42,727.00	12%-13.66%	24-65
76	14-07-2020	76,729.00	12%-13.66%	24-65
77	11-08-2020	45,372.00	12%-13.66%	24-65
78	27-08-2020	84,072.00	12%-13.66%	24-65
79	12-09-2020	35,670.00	12%-13.66%	24-65
80	29-09-2020	31,061.00	12%-13.66%	24-65
81	13-10-2020	32,379.00	12%-13.66%	24-65
82	02-11-2020	33,575.00	12%-13.66%	24-65
83	18-11-2020	39,425.00	12%-13.66%	24-65
84	05-12-2020	34,721.00	12%-13.66%	24-65
85	21-12-2020	35,795.00	12%-13.66%	24-65
86	07-01-2021	38,755.00	12%-13.66%	24-65
87	27-01-2021	35,095.00	12%-13.66%	24-65
88	09-02-2021	42,793.00	12%-13.66%	24-65
89	23-02-2021	39,460.00	12%-13.66%	24-65
90	09-03-2021	49,713.00	11.50%-13.66%	13-65
91	25-03-2021	68,050.00	11.50%-13.66%	13-65
92	30-03-2021	10,740.00	11.50%-13.66%	13-65
93	13-04-2021	39,685.00	11.50%-13.66%	13-65
94	23-04-2021	42,597.00	11.50%-13.66%	13-65
95	08-05-2021	42,335.00	11.50%-13.66%	13-65
96	02-06-2021	39,965.00	11.50%-13.66%	13-65
97	18-06-2021	44,310.00	11.50%-13.66%	13-65
98	09-07-2021	54,801.00	11.50%-13.66%	13-65
99	23-07-2021	61,876.00	11.50%-13.66%	13-65
100	06-08-2021	46,619.00	11.50%-13.66%	13-65
101	26-08-2021	64,245.00	11.50%-13.66%	13-65
102	08-09-2021	64,776.00	11.50%-13.66%	13-65
103	23-09-2021	56,801.00	11.50%-13.66%	13-65
104	08-10-2021	65,291.00	11.50%-13.66%	13-65
105	27-10-2021	64,415.00	11.50%-13.66%	13-65
106	13-11-2021	60,694.00	11.50%-13.66%	13-65
107	03-12-2021	77,500.00	11.50%-13.66%	13-65
108	30-12-2021	44,389.00	11.50%-13.66%	13-65
109	28-01-2022	57,146.00	11.50%-13.66%	13-65
110	17-02-2022	54,437.00	11.50%-13.66%	13-65
111	07-03-2022	73,820.00	11.50%-13.66%	13-65
112	21-03-2022	42,773.00	11.50%-13.66%	13-65
<b>Total</b>		<b>25,74,195.00</b>		

**Note to the Standalone financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**19 Borrowings (Other than Debt Securities)**

	As at 31-Mar-2023	As at 31-Mar-2022
<b>At Amortised Cost</b>		
<b>Inter Corporate Loans</b>		
Salem Erode Investments Ltd	1,42,517.27	1,42,617.27
<b>Term Loan</b>		
Vehicle Loan- HDFC Bank	-	69.01
Vehicle Loan- Axis Bank	12,785.14	15,956.79
SBI Term Loan	1,94,269.26	2,45,000.00
Salem Erode Investments Ltd - Term Loan	55,264.72	59,516.75
<b>Loan From Related Parties</b>		
Loan from Directors	1,911.28	17,860.05
<b>Total</b>	<b>4,06,747.67</b>	<b>4,81,019.86</b>
Borrowings in India	4,06,747.67	4,81,019.86
Borrowings outside India	-	-
<b>Total</b>	<b>4,06,747.67</b>	<b>4,81,019.86</b>

**A] Terms and Conditions of borrowings**

Name of the financial Institution	Security	Nature of Loan	Interest Rate	Other Terms
Axis Bank Limited	Vehicle - Toyota Vellfire	Auto Loan	7.25%	Margin -18%, EMI amounts to ₹1,79,752/-, Period - 60 months
Axis Bank Limited	Vehicle - BMW	Auto Loan	8.73%	Margin -14%, EMI amounts to ₹1,81,299/-, Period - 60 months
Salem Erode Investments Ltd	Nil	Inter Corporate Deposit	10.50%	Nil
Salem Erode Investments Ltd	Nil	Term Loan	12.50%	Margin - Nil, EMI amounts to ₹ 8,99,918/-, Period - 60 months
Salem Erode Investments Ltd	Nil	Term Loan	12.50%	Margin - Nil, EMI amounts to ₹ 5,06,239/-, Period - 58 months
State Bank of India	Hypothecation of Loan Receivables (Standard Assets as per IRACP Norms of RBI)	Term Loan	9.45%	Margin on Receivables atleast 125% of Term Loan Outstanding has to be ensured during the tenure of the loan
K.G Anilkumar	Nil	Loan from Directors	Nil	Nil
Umadevi Anilkumar	Nil	Loan from Directors	Nil	Nil

**Term Loan (Secured)**

Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

**31-Mar-23**

Repayable within	Rate of Interest					Total
	10.51%	8.73%	7.25%	12.50%	9.45%	
Due Within 1 year	-	1,678.47	1,755.41	10,557.05	50,400.00	64,390.93
Due Within 1-2 year	-	1,831.01	1,886.99	11,954.97	47,900.00	63,572.97
Due Within 2-3 year	-	1,997.41	2,028.44	13,538.00	50,400.00	67,963.85
Due Within 3-4 year	-	944.67	662.74	14,430.69	45,569.26	61,607.36
Due Within 4-5 year	-	-	-	4,784.01	-	4,784.01
<b>Grand Total</b>	-	<b>6,451.56</b>	<b>6,333.58</b>	<b>55,264.72</b>	<b>1,94,269.26</b>	<b>2,62,319.13</b>

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**31-Mar-22**

Repayable within	Rate of Interest					Total
	10.51%	8.73%	7.25%	12.50%	9.45%	
Due Within 1 year	69.01	1,538.64	1,633.00	9,278.58	50,000.00	62,519.24
Due Within 1-2 year	-	1,678.47	1,755.41	10,507.22	47,500.00	61,441.10
Due Within 2-3 year	-	1,831.01	1,886.99	11,898.54	50,000.00	65,616.55
Due Within 3-4 year	-	1,997.41	2,028.44	13,474.10	50,000.00	67,499.95
Due Within 4-5 year	-	944.67	662.74	14,358.31	47,499.98	63,465.70
<b>Grand Total</b>	<b>69.01</b>	<b>7,990.20</b>	<b>7,966.58</b>	<b>59,516.75</b>	<b>2,45,000.00</b>	<b>3,20,542.54</b>

**20 Subordinate Liabilities**

	As at 31-Mar-2023	As at 31-Mar-2022
<b>At Amortised Cost</b>		
Subordinated debt from Others	2,40,795.00	2,76,640.00
Preference shares#	28,400.00	28,400.00
<b>Total</b>	<b>2,69,195.00</b>	<b>3,05,040.00</b>
Borrowings in India	2,69,195.00	3,05,040.00
Borrowings outside India	-	-
<b>Total</b>	<b>2,69,195.00</b>	<b>3,05,040.00</b>

#15% Redeemable Non - Convertible Cumulative Preference Shares of face value of Rs.100/- paid up each.

**B] Subordinated Debts from Others(Unsecured)**

Subordinated debts have a face value of ₹ 1,000/- each. Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

**As at 31-Mar-2023**

Redeemable at par within	Rate of Interest				Total	
	≥ 12% < 14%		≥ 14%		Number	Amount
	Number	Amount	Number	Amount		
Due within 1 year	-	-	-	-	-	-
Due within 1- 2 years	1,05,900	1,05,900.00	83,860	83,860.00	1,89,760	1,89,760.00
Due within 2-3 years	3,100	3,100.00	2,000	2,000.00	5,100	5,100.00
Due within 3-4 years	-	-	-	-	-	-
Due within 4-5 years	27,980	27,980.00	17,955	17,955.00	45,935	45,935.00
<b>Grand Total</b>	<b>1,36,980</b>	<b>1,36,980.00</b>	<b>1,03,815</b>	<b>1,03,815.00</b>	<b>2,40,795</b>	<b>2,40,795.00</b>

**As at 31-Mar-2022**

Redeemable at par within	Rate of Interest				Total	
	≥ 12% < 14%		≥ 14%		Number	Amount
	Number	Amount	Number	Amount		
Due within 1 year	18,939	18,939.00	16,906	16,906.00	35,845	35,845.00
Due within 1- 2 years	-	-	-	-	-	-
Due within 2-3 years	1,05,900	1,05,900.00	83,860	83,860.00	1,89,760	1,89,760.00
Due within 3-4 years	31,080	31,080.00	19,955	19,955.00	51,035	51,035.00
Due within 4-5 years	-	-	-	-	-	-
<b>Grand Total</b>	<b>1,55,919</b>	<b>1,55,919.00</b>	<b>1,20,721</b>	<b>1,20,721.00</b>	<b>2,76,640</b>	<b>2,76,640.00</b>

**21 Other financial liabilities**

	As at 31-Mar-2023	As at 31-Mar-2022
Interest accrued on borrowings	3,79,490.23	3,15,266.14
Unclaimed dividend	109.03	109.03
Unpaid matured debentures and interest accrued thereon;	4,741.23	4,545.52
Unpaid matured Subordinated Debts and interest accrued thereon;	12,555.24	14,033.00
Earnest Money Deposit	-	-
Debenture Application money	-	-



## Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	As at 31-Mar-2023	As at 31-Mar-2022
Application money against Subordinate Debts	-	-
Application money received for allotment of shares to the extent refundable	-	-
Employee related payables	39,159.85	22,769.79
Others	138.21	6,555.25
<b>Total</b>	<b>4,36,193.80</b>	<b>3,63,278.73</b>

## 22 Provisions

	As at 31-Mar-2023	As at 31-Mar-2022
Employee Benefits		
- Gratuity	12,725.22	10,668.68
Provisions for taxation	21,377.73	14,114.78
Provision for dividend on preference shares	4,260.00	3,989.14
Provision for loss on account of fraud.	12,799.91	8,719.01
Others	342.58	455.45
<b>Total</b>	<b>51,505.43</b>	<b>37,947.06</b>

## 23 Other non-financial liabilities

	As at 31-Mar-2023	As at 31-Mar-2022
Statutory dues payable	8,033.95	11,478.66
Other liabilities	2,749.06	2,855.19
<b>Total</b>	<b>10,783.01</b>	<b>14,333.84</b>

## 24 Equity Share Capital

The reconciliation of equity shares outstanding at the beginning and at the end of the period

	As at 31-Mar-2023	As at 31-Mar-2022
<b>Authorized shares</b>		
10,00,00,000 (Previous Year : 10,00,00,000) Equity shares of ₹10/- each	10,00,000.00	10,00,000.00
50,00,00,000 (Previous Year : 50,00,00,000) Preference shares of ₹100/- each*	5,00,000.00	5,00,000.00
	<b>15,00,000.00</b>	<b>15,00,000.00</b>
<b>Issued, subscribed and fully paid-up shares</b>		
4,73,93,561 (Previous Year : 4,43,34,952) Equity shares of ₹10/- each #	4,73,935.61	4,43,349.52
<b>Total</b>	<b>4,73,935.61</b>	<b>4,43,349.52</b>

\* The Company has issued 15% Redeemable Non-Convertible Preference shares of face value ₹ 100 paid up each , which is disclosed in Note no 19 under subordinate liabilities.

# During the year the company issued 30,58,609 Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each of the company at Rs. 25/- (Rupees Twenty Five Only) each for cash (including premium of Rs. 15/-) on right basis.

### a. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. 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.

### b. Details of shareholders holding more than 5% shares in the company

Name of Shareholders	As at 31-Mar-2023		As at 31-Mar-2022	
	Number	% holding in the class	Number	% holding in the class
K G Anilkumar	1,69,40,176	35.74%	1,60,18,144	36.13%
Umadevi Anilkumar	45,01,799	9.50%	41,01,799	9.25%

(As per records of the Company, including its Register of share holders/members and other declarations received from share holders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.)

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

- c. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31-Mar-2023		As at 31-Mar-2022	
	Number	Amount	Number	Amount
At the beginning of the year	4,43,34,952	4,43,349.52	4,43,34,952	4,43,349.52
Issued during the period	30,58,609	30,586.09	-	-
Outstanding at the end of the period	4,73,93,561	4,73,935.61	4,43,34,952	4,43,349.52

- d. Shareholding of Promoters

As at 31-Mar-2023

Shares held by promoters at the end of the year			% Change during the year
Promoter name	No. of Shares	% of total shares	
K G Anilkumar	1,69,40,176	35.74%	-0.39%
Umadevi Anilkumar	45,01,799	9.50%	0.25%

As at 31-Mar-2022

Shares held by promoters at the end of the year			% Change during the year
Promoter name	No. of Shares	% of total shares	
K G Anilkumar	1,60,18,144	36.13%	3.51%
Umadevi Anilkumar	41,01,799	9.25%	Nil

**25 Other Equity**

The reconciliation of equity shares outstanding at the beginning and at the end of the period

	As at 31-Mar-2023	As at 31-Mar-2022
<b>Statutory Reserves</b>		
Balance as per the last financial statements	12,441.97	8,141.97
Add: Transferred from statement of Profit and loss account	6,470.00	4,300.00
<b>Closing Balance</b>	<b>18,911.97</b>	<b>12,441.97</b>
<b>Impairment Reserves</b>		
Balance as per the last financial statements	8,119.95	4,574.75
Add/Less: Adjustment - Profit and loss account	12,136.69	3,545.20
<b>Closing Balance</b>	<b>20,256.64</b>	<b>8,119.95</b>
<b>Securities Premium Reserves</b>		
Balance as per the last financial statements	2,43,376.88	2,43,376.88
Add: Additions during the period	45,879.14	-
<b>Closing Balance</b>	<b>2,895,256.01</b>	<b>2,43,376.88</b>
<b>Surplus/(deficit) in the statement of profit and loss</b>		
Balance as per last financial statements	24,996.09	16,745.13
Add: Profit/(loss) during the period	31,329.10	20,020.95
Less: Transferred to Statutory Reserve	6,470.00	4,300.00
Provision for dividend on Preference Share	4,260.00	3,924.79
Add/Less: Adjustments - Impairment Reserve	12,136.69	3,545.20
<b>Net surplus in the statement of profit and loss</b>	<b>33,458.51</b>	<b>24,996.09</b>
<b>Other Comprehensive Income</b>		
Balance as per last financial statements	(382.71)	(544.41)
Add: Additions during the period	908.78	161.70
Net surplus in the statement of profit and loss	526.07	(382.71)
<b>Total</b>	<b>3,62,409.20</b>	<b>2,88,552.17</b>

**Nature and purpose of Reserves**

**Statutory reserve (Statutory Reserve pursuant to Section 45-IC of The RBI Act, 1934):** Section 45IC of Reserve Bank of India Act, 1934 ("RBI Act, 1934") defines that every non banking finance institution which is a Company shall create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as disclosed in the statement of profit and loss before any dividend is declared.

The Company has transferred an amount of Rs 64,70,000 (Previous year Rs 43,00,000) to Statutory reserve pursuant to Section 45-IC of RBI Act, 1934

## Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**Impairment reserve:** Where impairment allowance under Ind AS 109 is lower than the provisioning required under IRACP (including standard asset provisioning), the differential amount is transferred to impairment reserve. The balance in the impairment reserves shall not be reckoned for regulatory capital

**Securities premium:** Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

**Other comprehensive income:** Other items of other comprehensive income consist of remeasurement of net defined benefit liability/asset.

### 26 Revenue from operations

#### I) Interest Income

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
<b>On Financial Assets measured at Amortised cost</b>		
Interest on Loans	11,03,179.90	8,59,422.43
Interest on Fixed deposit	1,366.89	7,262.35
<b>Total</b>	<b>11,04,546.79</b>	<b>8,66,684.77</b>

#### II) Revenue from other Financial Services

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Income From Money Transfer	9.54	17.91
Fees and Service Charges Received	8,493.23	10,598.62
<b>Total</b>	<b>8,502.77</b>	<b>10,616.53</b>

### 27 Other income

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Miscellaneous income	443.26	367.23
Interest On Rent Deposit	3,439.63	3,460.90
Dividend on Investments	114.75	89.73
Net Gain/(Loss) on sale of investments	(436.98)	2,711.62
Gain on current investment due to market fluctuation	(8,076.19)	1,266.28
Profit/(Loss) on sale of Property, Plant and Equipment	-	62.89
Interest on Income Tax Refund	348.68	-
<b>Total</b>	<b>(4,166.86)</b>	<b>7,958.65</b>

### 28 Finance costs

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
<b>On Financial Assets measured at Amortised cost:</b>		
Interest on Debentures	3,80,062.38	3,21,888.56
Interest on Subordinated Debts	40,077.35	53,272.14
Interest on Bank Borrowings	21,650.14	2,562.41
Interest on Intercompany Loan	22,802.63	18,987.74
Interest on Lease Liability	11,812.70	6,150.01
Interest On Vehicle Loan	1,162.18	1,168.35
<b>Other Interest expense:</b>		
Interest on short fall in payment of advance Income Tax	-	-
Interest on others	-	-
<b>Total</b>	<b>4,77,567.38</b>	<b>4,04,029.21</b>

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**29 Impairment of Financial Instruments**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
On financial liabilities measured at amortised cost:		
Loans Assets	6,726.92	(311.83)
<b>Total</b>	<b>6,726.92</b>	<b>(311.83)</b>

**30 Employee benefits expense**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Salaries & Wages	2,57,010.63	1,92,466.73
Contribution to provident and other fund	18,559.86	11,464.12
Staff Welfare Expenses	2,265.73	524.67
<b>Total</b>	<b>2,77,836.23</b>	<b>2,04,455.52</b>

**31 Depreciation and amortization expense**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Depreciation of tangible assets	71,014.09	47,731.85
Depreciation of right-of- use asset	34,463.27	28,875.09
Amortization of intangible assets	666.82	370.80
<b>Total</b>	<b>1,06,144.18</b>	<b>76,977.73</b>

**32 Other expenses**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Advertising and sales promotion	60,417.08	62,048.74
Bank charges	1,554.57	1,730.08
Director's sitting fees	228.90	336.81
Donation	1,363.00	2,196.42
Insurance	2,475.70	2,038.34
Office Expenses	10,268.41	9,252.68
Payment to auditor (Refer details below)	1,227.80	1,121.45
Postage and Telephone	9,160.02	7,084.42
Printing and stationery	4,862.58	2,432.46
Professional Charges	18,243.40	15,181.60
Provision for loss on account of fraud	4,080.90	8,719.01
Rent	28,765.67	18,994.17
Repairs and maintenance	18,110.89	15,314.56
Security charges	18,013.94	9,414.47
Tax and fee	4,121.32	9,283.53
Travelling and boarding	5,776.18	3,206.97
Water & Electricity	8,692.94	5,466.30
<b>Total</b>	<b>1,97,363.29</b>	<b>1,73,822.00</b>

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Payment to the auditor: (excluding tax)		
as auditor	825.00	700.00
for taxation matters	300.00	300.00
for company law matters	-	-

## Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
for management services	-	-
for other services	20.00	40.00
for reimbursement of expenses		
<b>Total</b>	<b>1,145.00</b>	<b>1,040.00</b>

### 33 Tax expenses

#### Income Tax

The components of income tax expense for the year ended 31 March 2023 and year ended 31 March 2022 are:

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Current tax	21,377.73	14,114.78
Adjustment in respect of current income tax of prior years	(923.34)	(651.66)
Deferred tax relating to origination and reversal of temporary differences	(8,538.79)	(7,196.77)
<b>Total tax charge</b>	<b>11,915.60</b>	<b>6,266.36</b>
Current tax	20,454.39	13,463.13
Deferred tax	(8,538.79)	(7,196.77)

#### Reconciliation of Income tax expense:

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Accounting profit before tax as per Ind AS	43,244.71	26,287.31
Add/(Less) : Ind AS Adjustments on PBT	-	-
Accounting profit before tax for IT Computation	<b>43,244.71</b>	<b>26,287.31</b>
Allowances / Disallowances and other adjustments (Net)	41,258.44	30,686.04
Adjusted profit / (Loss) before tax for Income Tax	<b>84,503.14</b>	<b>56,973.35</b>
Current Tax as per Books		
Tax at Normal Rate (Effective rate of 25.17%, March 2022: 25.17%)	21,377.73	13,656.59
Tax at Special Rate (Short Term Capital Gain Effective rate of 17.16%, March 2022: 17.16%, Long Term Capital Gain Effective rate of 22.88%, March 2022: 22.88%)	<b>21,377.73</b>	458.19
Adjustment of prior year tax / MAT Credit	(923.34)	(651.66)
Total Tax as given in Books	20,454.39	13,463.13
All India Statutory income tax rate of 25.17%, March 2022: 25.17%)	<b>21,377.73</b>	<b>14,114.78</b>

#### Deferred Tax

The following table shows deferred tax recorded in the balance sheet and changes recorded in the Income tax expense:

	Deferred Tax	Deferred Tax	Income	OCI	Others
	Assets	Liabilities	Statement		
	31-Mar-23	31-Mar-23	2022-23	2022-23	2022-23
Depreciation	17,268.83	-	6,369.89		-
Impairment allowance for financial assets	-	(3,981.54)	1,693.03		-
Remeasurement gain/ (loss) on defined benefit plan	-	236.98	-	(32.80)	-
Provisions	3,202.68	-	517.59		-
Financial assets measured at amortised cost	-	-	-		-
Other temporary differences	-	-	(41.73)		-
<b>Total</b>	<b>20,471.52</b>	<b>(3,744.56)</b>	<b>8,538.78</b>	<b>(32.80)</b>	<b>-</b>
<b>Net Deferred tax liabilities as at 31 March, 2023</b>	<b>24,216.08</b>	<b>-</b>			

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

The following table shows deferred tax recorded in the balance sheet and changes recorded in the Income tax expense:

	Deferred Tax Assets	Deferred Tax Liabilities	Income Statement	OCI	Others
	31-Mar-22	31-Mar-22	2021-22	2021-22	2021-22
Depreciation	10,898.94	-	2,063.94	-	-
Impairment allowance for financial assets	-	(2,288.51)	4,655.49	-	-
Remeasurement gain/ (loss) on defined benefit plan	-	204.18	-	(649.56)	-
Provisions	2,685.09	-	511.11	-	-
Financial assets measured at amortised cost	-	-	-	-	-
Other temporary differences	41.73	-	(33.78)	-	-
<b>Total</b>	<b>13,625.76</b>	<b>(2,084.33)</b>	<b>7,196.77</b>	<b>(649.56)</b>	<b>-</b>
<b>Net Deferred tax liabilities as at 31 March, 2022</b>	<b>15,710.09</b>				

**34 Earnings per equity share**

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

	For the year ended 31-Mar- 2023	For the year ended 31-Mar- 2022
Profit/(loss) after tax	31,329.10	20,020.95
Less : Dividends on convertible preference shares & tax thereon	-	-
Net profit/(loss) for calculation of basic EPS	<b>31,329.10</b>	<b>20,020.95</b>
Net profit as above	31,329.10	20,020.95
Add : dividends on convertible preference shares & tax thereon	-	-
Add : interest on bonds convertible into equity shares (net of tax)	-	-
Net profit/(loss) for calculation of diluted EPS (A)	<b>31,329.10</b>	<b>20,020.95</b>
Weighted average number of equity shares in calculating basic EPS (B)	<b>47,394</b>	<b>44,335</b>
Effect of dilution:		
Convertible preference shares	-	-
Weighted average number of equity shares in calculating diluted EPS (C)	<b>47,394</b>	<b>44,335</b>
<b>Earnings Per Share (A/B)</b>	<b>0.66</b>	<b>0.45</b>
(Basic) ₹		
<b>Earnings Per Share (A/C)</b>	<b>0.66</b>	<b>0.45</b>
(Diluted) ₹		
Par value per share ₹	<b>10.00</b>	<b>10.00</b>

**35 Retirement Benefit Plan****Defined Contribution Plan**

The Company makes Provident Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹1,43,70,901/- (Previous Year: ₹74,39,750/-) for Provident Fund contributions and ₹41,88,961/- (Previous Year: ₹40,24,371/-) for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the Schemes.

**Defined Benefit Plan**

The Company has a defined benefit gratuity plan. 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.

**Note to the Standalone financial statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**i) Gratuity**

Actuarial assumptions	As at 31-March-2023	As at 31-March-2022
Mortality table	IALM 2012-14 Ult	IALM 2012-14 Ult
Normal retirement Age (years)	65 Years	65 Years
Employee Turnover	21% p.a upto age 50 thereafter 3%	21% p.a upto age 50 thereafter 3%
Discount rate	7.3%	6.1%
Basic salary increases allowing for Price inflation	4%	4%
Formula used	Projected unit credit Method with control period of one year	Projected unit credit Method with control period of one year

**Changes in fair value of plan assets**

Not applicable as scheme is unfunded

**Funded status**

Not applicable as scheme is unfunded

**Table 1**

Reconciliation of PBO	As at 31-March-2023	As at 31-March-2022
Projected Benefit Obligation at Beginning of Year	10,668.68	8,637.88
Current Service Cost	2,752.69	2,418.40
Interest Cost	818.70	663.38
Contributions by plan participants	-	-
Actuarial (Gain)/Loss due to change in assumptions and experience deviation	(941.59)	(811.26)
Foreign currency exchange rate changes on plans measured in a currency different from the enterprise's reporting currency	-	-
Benefits Paid	(573.28)	(239.72)
Past service cost	-	-
Amalgamations	-	-
Curtailments	-	-
Settlements	-	-
Projected Benefit Obligation at End of Year	12,725.22	10,668.68

**Table 2**

Plan Asset at Fair Value	As at 31-March-2023	As at 31-March-2022
Plan Asset at beginning of year	-	-
Foreign currency exchange rate changes on plans measured in a currency different from the enterprise's reporting currency	-	-
Expected Return on Plan Asset	-	-
Employer Contribution	573.28	239.72
Employee Contribution	-	-
Benefit Payments	(573.28)	(239.72)
Asset Gain / (Loss)	-	-
Amalgamations	-	-
Settlements	-	-
Ending Asset	-	-
Total actuarial gain/(loss) to be recognised in other comprehensive income	941.59	811.26



**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**Table 3**

Amount to be Recognised in Balancesheet:	As at 31-March-2023	As at 31-March-2022
Projected Benefit Obligation at End or year	12,725.22	10,668.68
Ending Asset	-	-
Funded Status asset / (liability)	(12,725.22)	(10,668.68)
Unrecognised past service cost - non vested benefits (-)	-	-
Liability(-)/Asset(+) recognised in Balance Sheet	(12,725.22)	(10,668.68)

**Table 4**

Statement of Profit/Loss	As at 31-March-2023	As at 31-March-2022
Current service cost	2,752.69	2,418.40
Interest cost	818.70	663.38
Expected return of plan asset	-	-
Curtailment cost	-	-
Net actuarial (gain)/loss to be recognised in year	-	-
Past Service Cost Recognised	-	-
Effect of Curtailments	-	-
Income (-)/Expense(+) recognised in the statement of P&L	3,571.40	3,081.78
Current Liability	2,334.60	1,762.47
Non-Current Liability	10,390.61	8,906.21

**Table 5**

Further Reconciliation	As at 31-March-2023	As at 31-March-2022
Expenses As above	3,571.40	3,081.78
Less ERContrib/Direct ben paid	(573.28)	(239.72)
Less included in OCI	(941.59)	(811.26)
Balance to be recognised in P&L	2,056.54	2,030.80
Increase in Funded Status	(2,056.54)	(2,030.80)
Actuaial gain/(loss) due to assumption changes	803.58	58.07
Experience adjustments[Gain/(Loss)]:Liability	138.00	753.19
Total Actl gain/(loss) : liability	941.59	811.26
Asset gain / (loss)	-	-
Total gain / (loss)	941.59	811.26

**Table 6**

Amounts recognised in Other Comprehensive Income	As at 31-March-2023	As at 31-March-2022
Actuaial gain/(loss) due to assumption changes	803.58	58.07
Experience adjustments[Gain/(Loss)]:Liability	138.00	753.19
Total Actl gain/(loss) on liability side	941.59	811.26
Asset gain / (loss)	-	-
Total to be recognised in OCI for the year	941.59	811.26
Total b/f balance [ gains/(loss) ]	(958.36)	(1,769.62)
Total recognised in OCI at EoY	(16.78)	(958.36)

**Table 7**

Sensitivity Analysis (Proj.Ben. Obligations)	As at 31-March-2023	As at 31-March-2022
Current year basis	12,725.22	10,668.68
Last years basis	13,528.80	10,726.75

**Note to the Standalone financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Sensitivity Analysis (Proj.Ben. Obligations)	As at	As at
	31-March-2023	31-March-2022
Discount rate increased by 0.25%	12,569.87	10,526.15
Discount rate decreased by 0.25%	12,884.59	10,815.05
Salary Escalation rate increased by 2%	13,728.72	11,562.54
Salary Escalation rate decreased by 2%	11,825.57	9,843.28
Employee Turnover rate increased by 2%	12,615.15	10,465.23
Employee Turnover rate decreased by 2%	12,774.49	10,846.98

**Table 8**

Categories of Plan Assets	As at	As at
	31-March-2023	31-March-2022
Government of India Securities	0%	0%
High quality corporate bonds	0%	0%
Equity shares of listed companies	0%	0%
Property	0%	0%
Funds managed by Insurer	0%	0%

**Table 9**

Details of experience adjustment on plan assets and liabilities	As at	As at
	31-March-2023	31-March-2022
F Y 2024	2,334.60	1,762.47
F Y 2025	1,646.64	1,224.12
F Y 2026	1,520.80	1,237.77
F Y 2027	1,460.39	1,146.08
F Y 2028	1,373.29	1,043.16
F Y 2029-2033	5,738.33	4,879.76

### 36 Maturity Analysis Of Assets And Liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled. With regard to loans and advances to customers, the Company uses the same basis of expected repayment behaviour as used for estimating the EIR.

	As at 31-Mar-2023			As at 31-Mar-2022		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>Assets</b>						
<b>Financial Assets</b>						
Cash and Cash Equivalents	63,167.72	-	63,167.72	94,606.85	-	94,606.85
Bank Balances other than above	53,195.10	-	53,195.10	55,355.10	-	55,355.10
Loans	39,26,357.61	16,540.45	39,42,898.06	33,56,412.16	74,265.17	34,30,677.33
Investments	39,741.42	2,26,765.40	2,66,506.82	32,643.86	2,26,765.40	2,59,409.26
Other Financial Asset	3,17,683.23	21,451.49	3,39,134.72	2,37,623.71	15,146.03	2,52,769.74
<b>Total (A)</b>	<b>44,00,145.09</b>	<b>2,64,757.33</b>	<b>46,64,902.42</b>	<b>37,76,641.68</b>	<b>3,16,176.60</b>	<b>40,92,818.28</b>
<b>Non-Financial Assets</b>						
Current tax assets (net)	32,892.22	-	32,892.22	34,067.67	-	34,067.67
Deferred tax assets (net)	-	24,216.08	24,216.08	-	15,710.09	15,710.09
Property, Plant and Equipment	-	3,20,015.67	3,20,015.67	-	2,41,721.02	2,41,721.02
Capital work in progress	-	3,631.72	3,631.72	-	7,149.14	7,149.14
Right-of-Use Asset	1,164.30	1,03,733.80	1,04,898.10	4,695.25	63,769.76	68,465.01
Other Intangible assets	-	1,431.46	1,431.46	-	1,918.08	1,918.08
Other Non-Financial Asset	1,06,596.36	2,439.87	1,09,036.23	94,117.42	25,000.00	1,19,117.42

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	As at 31-Mar-2023			As at 31-Mar-2022		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>Total (B)</b>	<b>1,40,652.87</b>	<b>4,55,468.61</b>	<b>5,96,121.48</b>	<b>1,32,880.34</b>	<b>3,55,268.10</b>	<b>4,88,148.44</b>
Total Assets (A+B)	45,40,797.96	7,20,225.94	52,61,023.90	39,09,522.02	6,71,444.70	45,80,966.72
<b>Liabilities and Equity</b>						
<b>Financial Liabilities</b>						
Trade payables						
(A) total outstanding dues of micro enterprises and small enterprises; and	362.72	-	362.72	567.71	-	567.71
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	11,239.51	-	11,239.51	9,029.91	-	9,029.91
Debt Securities	13,08,136.00	18,29,373.00	31,37,509.00	10,65,823.00	15,08,372.00	25,74,195.00
Borrowings	2,08,819.48	1,97,928.20	4,06,747.67	4,30,781.70	50,238.17	4,81,019.86
Subordinate Liabilities	-	2,69,195.00	2,69,195.00	35,845.00	2,69,195.00	3,05,040.00
Lease Liability	1,152.99	99,989.97	1,01,142.95	48,325.47	15,327.43	63,652.91
Other financial liabilities	2,41,871.65	1,94,322.14	4,36,193.80	2,03,531.00	1,59,747.73	3,63,278.73
<b>Total (C)</b>	<b>17,71,582.35</b>	<b>25,90,808.30</b>	<b>43,62,390.65</b>	<b>17,93,903.80</b>	<b>20,02,880.33</b>	<b>37,96,784.13</b>
<b>Non-Financial Liabilities</b>						
Provisions	38,780.21	12,725.22	51,505.43	27,278.38	10,668.68	37,947.06
Other non-financial liabilities	10,783.01	-	10,783.01	14,333.84	-	14,333.84
<b>Total (D)</b>	<b>49,563.23</b>	<b>12,725.22</b>	<b>62,288.44</b>	<b>41,612.22</b>	<b>10,668.68</b>	<b>52,280.90</b>
<b>Total Liabilities (C+D)</b>	<b>18,21,145.58</b>	<b>26,03,533.52</b>	<b>44,24,679.10</b>	<b>18,35,516.02</b>	<b>20,13,549.01</b>	<b>38,49,065.03</b>
<b>Net</b>	<b>27,19,652.38</b>	<b>(18,83,307.58)</b>	<b>8,36,344.80</b>	<b>20,74,006.00</b>	<b>(13,42,104.32)</b>	<b>7,31,901.69</b>

**37 Change In Liabilities Arising From Financing Activities**

Particulars	As at 31-Mar-2022	Cash Flows	Other	As at 31-Mar-2023
Debt Securities	25,74,195.00	5,63,314.00	-	31,37,509.00
Borrowings	4,81,019.86	(74,272.19)	-	4,06,747.67
Subordinate Liabilities	3,05,040.00	(35,845.00)	-	2,69,195.00
<b>Total</b>	<b>33,60,254.86</b>	<b>4,53,196.81</b>	<b>-</b>	<b>38,13,451.67</b>

**38 Related party transactions****Names of related parties**

Relationship	Name of the party
Key Management Personnel	Mr. Anilkumar K G (Managing Director)
	Ms. Umadevi Anilkumar (Whole Time Director)
	Mr. MadhavanKutty T (CFO)
	Mr. Shinto Stanley (Independent Director)
	Mr. A. A Balan (Independent Director)
	Mr. Wilson K K (Director)
	Mr. Sreejith Surendran Pillai (Non-Executive Director)
	Salem Erode Investments Limited
	ICL Tours And Travels Private Limited
Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	ICL Chits Limited
	ICL Nidhi Limited
	ICL Medilab Private Limited
	Snow View Tex Collections Private Ltd
	Caits Info Solutions Pvt LTD
	Kichappu Entertainments
	Laneseda Vanijya Private Limited
	Amaljith A Menon (Son of K G Anilkumar and Umadevi Anilkumar)
Pankajakshy (Mother of Umadevi Anilkumar)	

**Note to the Standalone financial statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Particulars	Key Management Personnel/Directors	
	31-Mar-23	31-Mar-22
<b>Balance outstanding at the period end:</b>		
<b>Loan from Directors</b>	<b>1,911.28</b>	<b>17,860.05</b>
<b>K G Anilkumar</b>		
Balance outstanding at the beginning	17,601.59	1,274.94
Amount Accepted	1,16,925.57	18,420.00
Amount Repaid	1,32,638.50	2,093.35
Balance outstanding at the period end	<b>1,888.66</b>	<b>17,601.59</b>
<b>Umadevi Anilkumar</b>		
Balance outstanding at the beginning	258.46	33.46
Amount Accepted	14,764.16	225.00
Amount Repaid	15,000.00	-
Balance outstanding at the period end	22.63	258.46
<b>Property Loan including Interest receivable from Directors</b>	<b>0.00</b>	<b>37,056.36</b>
<b>K G Anilkumar</b>		
Balance outstanding at the beginning	37,056.36	96,816.99
Amount Advanced	-	-
Interest Accrued	4,574.75	11,638.86
Amount Repaid	41,631.11	71,399.50
Balance outstanding at the period end	<b>0.00</b>	<b>37,056.36</b>
<b>Debenture Outstanding</b>	<b>3,38,223.00</b>	<b>4,100.00</b>
K G Anilkumar	3,30,823.00	-
Umadevi Anilkumar	7,400.00	4,100.00
<b>Debenture Accepted</b>	<b>6,67,394.00</b>	<b>4,59,047.00</b>
K G Anilkumar	6,63,394.00	4,59,047.00
Umadevi Anilkumar	4,000.00	-
<b>Subordinate Debt Outstanding</b>	<b>-</b>	<b>7,830.00</b>
K G Anilkumar	-	7,630.00
Umadevi Anilkumar	-	200.00
<b>Subscription to Equity Shares including premium</b>	<b>10,000.00</b>	<b>-</b>
K G Anilkumar	-	-
Umadevi Anilkumar	10,000.00	-
<b>Interest payable on Subordinate Debt</b>	<b>-</b>	<b>2,147.48</b>
K G Anilkumar	-	1,955.71
Umadevi Anilkumar	-	191.77
<b>Interest payable on Debenture</b>	<b>4,985.23</b>	<b>204.52</b>
K G Anilkumar	4,550.84	-
Umadevi Anilkumar	434.39	204.52
<b>Rent Payable</b>	<b>73.51</b>	<b>67.50</b>
K G Anilkumar	33.08	31.50
Umadevi Anilkumar	40.44	36.00
<b>Income recorded in the books:</b>	<b>4,574.75</b>	<b>11,638.87</b>
K G Anilkumar	4,574.75	11,638.87
<b>Expenses recorded in the books:</b>		
<b>Remuneration to Directors</b>	<b>18,000.00</b>	<b>18,000.00</b>
K G Anilkumar	12,000.00	12,000.00
Umadevi Anilkumar	6,000.00	6,000.00
Raghu Mohan N	-	-
<b>Remuneration to others</b>	<b>890.32</b>	<b>1,459.27</b>
Prasanjit Kumar Baul (CS)	-	309.03
T. Karthik Narayanan (CS)	-	379.67
Nadarajan (CFO)	-	333.44
Subramanian R (CFO)	-	192.77
Madhavankutty Thekkedath (CFO)	890.32	244.35
<b>Interest on Debenture</b>	<b>10,154.43</b>	<b>226.82</b>

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Particulars	Key Management Personnel/Directors	
	31-Mar-23	31-Mar-22
K G Anilkumar	9,386.89	9.67
Umadevi Anilkumar	767.54	217.15
<b>Interest on Subordinate Debt</b>	<b>92.83</b>	<b>2,018.81</b>
K G Anilkumar	92.25	1,659.87
Umadevi Anilkumar	0.58	358.95
<b>Sitting Fees paid to Directors (Excluding GST)</b>	<b>210.00</b>	<b>309.00</b>
K G Anilkumar	33.00	57.00
Umadevi Anilkumar	36.00	60.00
Wilson K K	36.00	57.00
Shinto Stanly	36.00	60.00
Sreejith Surendran Pillai	33.00	51.00
A .A Balan	36.00	24.00
<b>Rent</b>	<b>993.19</b>	<b>801.25</b>
K G Anilkumar	437.50	315.00
Umadevi Anilkumar	555.69	486.25

Particulars	Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	
	31-03-2023	31-03-2022
<b>Advances with Interest receivables from Sister Concerns</b>	<b>13,930.54</b>	<b>26,161.77</b>
<b>ICL Chits Limited</b>		
Balance outstanding at the beginning	-	10,172.88
Amount Advanced	-	-
Interest accrued	-	1,040.88
Amount Repaid	-	11,213.76
Balance outstanding with Interest Recievable at the period end	-	-
<b>ICL Tours &amp; Travels Private Limited</b>		
Balance outstanding at the beginning	26,161.77	40,606.62
Amount Advanced	-	-
Interest accrued	2,827.71	4,073.46
Amount Repaid	15,058.95	18,518.31
Balance outstanding with Interest Recievable at the period end	<b>13,930.54</b>	<b>26,161.77</b>
<b>Advances with Interest payable to Subsidiary</b>		
<b>Salem Erode Investments Limited</b>		
Balance outstanding at the beginning	1,43,116.58	2,07,131.76
Amount Accepted	-	-
Interest accrued	14,974.81	18,423.71
Amount Repaid	15,574.13	82,438.88
Balance outstanding with Interest Payable at the period end	<b>1,42,517.27</b>	<b>1,43,116.58</b>
<b>Salem Erode Investments Limited - Term Loan</b>		
Balance outstanding at the beginning	59,664.11	-
Amount Accepted	40,000.00	60,000.00
Interest accrued	7,827.82	564.03
Amount Repaid	52,193.63	899.92
Balance outstanding with Interest Payable at the period end	<b>55,298.30</b>	<b>59,664.11</b>
<b>Caits Info Solutions</b>		
Payable/(Advance) against purchase at the beginning	<b>(2,409.81)</b>	<b>64.44</b>
Purchases during the period	47,822.21	66,044.13
Payment against purchase	47,874.79	68,518.38
Payable/(Advance) against purchase at the period end	<b>(2,462.39)</b>	<b>(2,409.81)</b>
<b>Kichappu Entertainments</b>		

### Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Particulars	Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	
	31-03-2023	31-03-2022
Balance outstanding at the beginning	-	-
Purchases during the period	-	5,414.38
Payment against purchase	-	5,414.38
Payable/(Advance) against purchase at the period end	-	-
<b>Income recorded in the books:</b>	<b>2,827.71</b>	<b>5,114.34</b>
ICL Chits Limited	-	1,040.88
ICL Tours & Travels Private Limited	2,827.71	4,073.46
<b>Expense recorded in the books:</b>	<b>22,802.63</b>	<b>18,423.71</b>
Salem Erode Investments Limited	22,802.63	18,423.71

Particulars	Relatives of key management personnel/ directors	
	31-03-2023	31-03-2022
<b>Debenture Outstanding</b>	<b>3,58,542.00</b>	<b>6,083.00</b>
Pankajakshy	3,58,542.00	6,083.00
<b>Debenture Accepted</b>	<b>6,84,689.00</b>	<b>4,26,096.00</b>
Pankajakshy	6,84,689.00	4,26,096.00
<b>Subscription to Equity Shares including premium</b>	<b>1,000.00</b>	-
Amaljith A Menon	1,000.00	-
<b>Interest payable on Debenture</b>	<b>4,453.34</b>	<b>242.95</b>
Pankajakshy	4,453.34	242.95
<b>Interest on Debenture</b>	<b>10,718.59</b>	<b>299.38</b>
Amaljith A Menon	-	37.64
Pankajakshy	10,718.59	261.73
<b>Interest on Subordinate Debt</b>	-	<b>27.54</b>
Amaljith A Menon	-	27.54

**Note:**

- a) Related parties have been identified on the basis of declaration received by the management and other records available
- b) The remuneration to the key managerial personnel doesnot include the provisions made for gratuity, as they are determined on actuarial basis for the company as a whole.

### 39 Draw Down From Reserves

Details of Draw down from reserves, if any, are provided in Statement of Changes in Equity to these financial statements.

### 40 Additional Disclosures

As required by the Reserve Bank of India

	As at 31-Mar-2023	As at 31-Mar-2022
Total Gold loan portfolio	39,29,396.08	33,56,287.79
Total Assets	52,61,023.90	45,80,966.72
Gold loan portfolio as a percentage of total assets	<b>74.69%</b>	<b>73.27%</b>

i) Capital

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
a) Capital to risk-weighted assets ratio (CRAR)	16.74%	17.14%
b) CRAR - Tier I Capital (%)	12.92%	12.67%
c) CRAR - Tier II Capital (%)	3.83%	4.46%
d) Liquidity Coverage Ratio:		

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Current Ratio	2.49	2.13
Quick Ratio	0.23	0.20
Cash Ratio	0.06	0.07
e) Amount of subordinated debt raised as Tier-II capital	28,400.00	28,400.00
f) Amount raised by issue of Perpetual Debt Instruments	-	-

## ii) Investments

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
(1) Value of Investments		
(i) Gross Value of Investments		
(a) In India	2,66,506.82	2,59,409.26
(b) Outside India	-	-
(ii) Provisions for Depreciation		
(a) In India	-	-
(b) Outside India	-	-
(iii) Net Value of Investments		
(a) In India	2,66,506.82	2,59,409.26
(b) Outside India	-	-
(2) Movement of provisions held towards depreciation on investments		
(i) Opening Balance	-	-
(ii) Add : Provisions made during the year	-	-
(iii) Less : Write-off / write-back of excess provisions during the year	-	-
(iv) Closing Balance	-	-

## iii) Derivatives

## a) Forward Rate Agreement / Interest Rate Swap

Sl. No.	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
(i)	The notional principal of swap agreements	Nil	Nil
(ii)	Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements	Nil	Nil
(iii)	Collateral required by the applicable NBFC upon entering into swaps	Nil	Nil
(iv)	Concentration of credit risk arising from the swaps	Nil	Nil
(v)	The fair value of the swap book	Nil	Nil

## b) Exchange Traded Interest Rate (IR) Derivatives

Sl. No.	Particulars	Amount
(i)	Notional principal amount of exchange traded IR derivatives undertaken during the year (instrument-wise)	Nil
(ii)	Notional principal amount of exchange traded IR derivatives outstanding as on 31st March 2023 (instrument-wise)	Nil
(iii)	Notional principal amount of exchange traded IR derivatives outstanding and not "highly effective" (instrument-wise)	Nil
(iv)	Mark-to-market value of exchange traded IR derivatives outstanding and not "highly effective" (instrument-wise)	Nil



**Note to the Standalone financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

c) Disclosures on Risk Exposure in Derivatives

Sl. No.	Particulars	Currency Derivatives	Interest Rate Derivatives
(i)	Derivatives (Notional Principal Amount) For Hedging	Nil	Nil
(ii)	Marked to Market Positions		
	a) Asset (+)	Nil	Nil
	b) Liability (-)	Nil	Nil
(iii)	Credit Exposure	Nil	Nil
(iv)	Unhedged Exposures	Nil	Nil

iv) Asset Liability Management Maturity pattern of certain items of Assets and Liabilities

	1 to 7 days	8 to 14 days	15 days to 30/31 days	over 1 month upto 2 month	over 2 months upto 3 months	Over 3 month upto 6 month	Over 6 month & upto 1 year	Over 1 year & 3 year	Over 3 years & upto 5 years	Over 5 Years	Total
Debentures	19,382.00	11,000.00	40,001.00	82,785.00	79,491.00	3,80,688.00	6,94,789.00	14,62,512.00	2,54,595.00	1,12,266.00	31,37,509.00
Advances	8,09,882.40	1,58,181.07	7,74,889.62	2,83,921.16	3,67,438.84	15,16,757.05	10,261.55	14,258.62	25,335.59	-	39,60,925.89
Investments	-	-	-	-	-	-	39,741.42	-	-	2,26,765.40	2,66,506.82
Borrowings	-	1,911.28	7,174.42	7,092.35	7,107.79	21,074.80	1,64,458.83	1,31,536.82	66,391.37	-	4,06,747.67
Sub Debt	-	-	-	-	-	-	-	1,94,860.00	74,335.00	-	2,69,195.00
Foreign currency assets	-	-	-	-	-	-	-	-	-	-	-
Foreign currency liabilities	-	-	-	-	-	-	-	-	-	-	-

v) Exposures

a) Exposure to Real Estate Sector

Category	As at 31-Mar-2023	As at 31-Mar-2022
a) Direct Exposure		
i) Residential Mortgages - Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented	Nil	Nil
ii) Commercial Real Estate - Lending secured by mortgages on commercial real estates (office buildings, retail space, multi-purpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure shall include non-fund based limits	Nil	Nil
iii) Investments in Mortgage Backed Securities (MBS) and other securitised exposures -		
a. Residential	Nil	Nil
b. Commercial Real Estate		
<b>Total Exposure to Real Estate Sector</b>		

b) Exposure to Capital Market

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
(i) direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt;	9,680.46	10,364.69
(ii) advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures and units of equity-oriented mutual funds;	Nil	Nil

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
(iii) advances for any other purposes where shares or convertible bonds or convertible debentures or equity oriented mutual funds are taken as primary security;	Nil	Nil
(iv) advances for any other purposes to the extent secured by collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds does not fully cover the advances;	Nil	Nil
(v) secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	Nil	Nil
(vi) loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources;	Nil	Nil
(vii) bridge loans to companies against expected equity flows / issues;	Nil	Nil
(viii) all exposures to Venture Capital Funds (both registered and unregistered)	Nil	Nil
<b>Total Exposure to Capital Market</b>	<b>Nil</b>	<b>Nil</b>

c) Details of Single Borrower Limit (SGL) / Group Borrower Limit (GBL) exceeded by the applicable NBFC - NIL

d) Unsecured Advances

Type of Borrower	Loan Amount	Loan Outstanding
Related Party - ICL Tours & Travels Private Limited	45,881.07	13,780.92
Other than Related Party	22,742.92	15,711.83
<b>Total</b>	<b>68,623.99</b>	<b>29,492.75</b>

vi) Miscellaneous

a) Disclosure of penalties imposed by RBI and other regulators - NIL

b) Ratings assigned by credit rating agencies and migration of ratings during the year

Instrument / Facility	Amount (Rs. Crore)	Ratings
Non-Convertible Debentures (NCDs)	100.00	IVR BB Stable (IVR Double B Plus with Stable Outlook)
Long Term Bank Facilities - Term Loan	20.47 (Decreased from 25.00)	IVR BB Stable (IVR Double B Plus with Stable Outlook)
Proposed Long Term Bank Facilities	25.00	IVR BB Stable (IVR Double B Plus with Stable Outlook)
<b>Total</b>	<b>145.47 (Rs. One Hundred Forty-Five Crores and Forty-Seven Lakhs Only)</b>	

vii) Additional Disclosures

a) Provisions and Contingencies

Break up of 'Provisions and Contingencies' shown under the head expenditure in Profit and Loss Account	As at 31-Mar-2023	As at 31-Mar-2022
Provision for depreciation on Investment	-	-
Provision towards NPA	12,689.86	7,232.35
Provision made towards Income tax	21,377.73	14,114.78
Other Provision and Contingencies (with details) -		
(a) Provision for depreciation on Property, Plant and Equipment & Intangible Assets	71,680.91	48,102.65
(b) Provision for Gratuity	3,571.40	3,081.78
Provision for Standard Assets	5,337.97	4,068.56

**Note to the Standalone financial statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

b) Concentration of Deposits, Advances, Exposures and NPAs

**Concentration of Deposits (for deposit taking NBFCs)**

(i)	Total Deposits of twenty largest depositors	
(ii)	Percentage of Deposits of twenty largest depositors to Total Deposits of the deposit taking NBFC.	

**Concentration of Advances**

(i)	Total Advances to twenty largest borrowers	73,494.17
(ii)	Percentage of Advances to twenty largest borrowers to Total Advances of the applicable NBFC	1.83%

**Concentration of Exposures**

(i)	Total Exposure to twenty largest borrowers / customers	
(ii)	Percentage of Exposures to twenty largest borrowers / customers to Total Exposure of the applicable NBFC on borrowers / customers	

**Concentration of NPAs**

(i)	Total Exposure to top four NPA accounts	14,939.20
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Sector-wise NPAs

Sl. No.	Sector	Percentage of NPAs to Total Advances in that sector
1	Agriculture & allied activities	0.00%
2	MSME	0.00%
3	Corporate borrowers	0.00%
4	Services	0.00%
5	Unsecured personal loans	92.96%
6	Auto loans	95.91%
7	Other personal loans	3.53%

c) Movement of NPAs (As per IRACP norms)

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
(i) Net NPAs to Net Advances (%)	3.30%	1.65%
(ii) Movement of NPAs (Gross)		
(a) Opening Balance	65,007.85	45,194.95
(b) Additions during the year	1,25,309.58	42,181.66
(c) Reductions during the year	38,373.06	22,368.75
(d) Closing Balance	1,51,944.37	65,007.85
(iii) Movement of Net NPAs		
(a) Opening Balance	56,576.81	39,737.51
(b) Additions during the year	1,11,577.10	37,963.49
(c) Reductions during the year	38,591.77	21,124.19
(d) Closing Balance	1,29,562.14	56,576.81
(iv) Movement of provisions for NPAs (excluding provisions on standard assets)		
(a) Opening Balance	8,431.05	5,457.44
(b) Provisions made during the year	17,967.85	5,303.30
(c) Write-off / write back of excess provisions	4,016.66	2,329.70
(d) Closing Balance	22,382.24	8,431.05

d) Disclosure of Complaints

(a)	No. of complaints pending at the beginning of the year	Nil
(b)	No. of complaints received during the year	Nil
(c)	No. of complaints redressed during the year	Nil
(d)	No. of complaints pending at the end of the year	Nil

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**41 Details of Auction held during the year**

	As at 31-Mar-2023	As at 31-Mar-2022
Number of Loan accounts	4,123	3,272
Principal amount Outstanding at the dates of auction(A)	1,70,293.25	1,80,551.86
Interest and Other charges Outstanding at the dates of auction(B)	76,406.33	63,104.10
Total(A+B)	2,46,699.58	2,43,655.96
Value fetched*	2,16,816.57	2,15,119.41

\*excluding GST / Sales tax collected from the buyer.

No sister concerns participated in the auctions held during the period.

**42 Disclosure on the following matters required under schedule III as amended not being applicable in case of the company, same are not covered such as :**

- No proceedings have been initiated or pending against the company under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder;
- The company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- No registration or satisfaction of charges are pending to be filed with ROC.
- The company has not entered into any scheme of arrangement.
- There are no transactions which have not been recorded in the books.
- The company has not traded or invested in crypto currency or virtual currency during the financial year.
- The company does not have any transaction with companies struck off under section 248 or the Companies Act 2013.
- Utilisation of Borrowed funds or share premium :

No funds have been advanced or loaned or invested (either borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

No funds have been received by the company 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**43 Contingent Liabilities, Commitments And Contracts**

	As at 31-Mar-2023	As at 31-Mar-2022
I. Contingent Liabilities		
Claims against the company not acknowledged as debts		
Demand from Income Tax Department on account of TDS default*	277.10	530.62
Guarantees	Nil	Nil
Other money for which the company is contingently liable	Nil	Nil
II. Commitments		
Estimated amounts of contracts remaining to be executed on capital account and not provided for.#	13,475.00	23,888.00
Uncalled liability on shares and other investments partly paid	Nil	Nil
Other commitments	Nil	Nil

\*The Income Tax Department has raised demand of ₹2,77,099/- on account of TDS default. This happens due to clerical error in quarterly TDS return and the company proposes to revise the return to abolish errors. Since the company doesn't expect any liability after revising the return, no provision has been made in the books of accounts of the company.

# Balance amount payable to Balagopal as per the Agreement for the purchase of land executed on 9th August 2019.

**44 Utilisation of proceeds**

During the period, the Company has raised ₹7,64,65,225 (Previous Year: Nil) by way of Equity Shares, Nil (Previous Year: ₹86,00,000/-) by way of preference shares, ₹1,65,44,57,000/- (Previous Year: ₹1,09,84,75,000/-) by way of secured Non-Convertible Debentures, ₹4,00,00,000/- by the way of Term Loan from Salem Erode Investments Limited (Previous Year: ₹6,00,00,000) and Nil (Previous Year: ₹25,00,00,000) by the way of Term Loan from State Bank of India and the same has been utilised to meet the working capital requirements of the Company.

## Note to the Standalone financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

### 45 Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company has adequate cash and cash equivalents. The company monitors its capital by a careful scrutiny of the cash and cash equivalents, and a regular assessment of any debt requirements. In the absence of any debt, the maintenance of debt equity ratio etc. may not be of any relevance to the Company.

### 46 Fraud

During the year there have been certain instances of fraud on the Company by employees, where gold loan related misappropriations have occurred for amounts aggregating ₹ 40,80,900/- and the same is charged to Statement of Profit and Loss as Provision for loss on account of fraud. The Company is in the process of recovering these amounts from the employees and has initiated necessary legal actions against the employees.

### 47 Comparatives

Previous year figures have been regrouped/reclassified, wherever considered necessary, to conform to this period's classification.

As per our report of even date  
For **Manikandan and Associates**  
**Chartered Accountants**  
ICAI Firm Reg No.: 0085205

Sd/-  
**C K Manikandan**  
[Partner]  
Membership no.: 208654  
UDIN: 23208654BGS HVN9996

Place: Chalakudy  
Date: 02-06-2023

For and on behalf of the board of directors of  
**ICL Fincorp Limited**

Sd/-  
**K G Anilkumar**  
[Managing Director]  
(DIN:00766739)

Sd/-  
**Madhavankutty T**  
[Chief Financial Officer]  
Place: Irinjalakuda  
Date: 02-06-2023

Sd/-  
**Umadevi Anilkumar**  
[Whole Time Director]  
(DIN: 06434467)

Sd/-  
**Visakh T V**  
[Company Secretary]

**Note to the Standalone Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Schedule to the Standalone Balance Sheet of a NBFC

(₹ in lakhs)

Sl. No	Particulars	Amount outstanding	Amount overdue
<b>Liabilities side:</b>			
(1)	<b>Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:</b>		
	(a) Debentures: Secured	34,544.00	47.41
	: Unsecured (other than falling within the meaning of public deposits*)	-	-
	(b) Deferred Credits	-	-
	(c) Term Loans	2,070.54	-
	(d) Inter-corporate loans and borrowing	2,313.60	-
	(e) Commercial paper	-	-
	(f) Public Deposits*		
	(g) Other Loans (specify nature) (i) Subordinated Bond	69,657.49	-
	(ii) Overdraft	-	-
	(iii) Loan against deposit	-	-
	(iv) Loan from Director	19.11	-
	*Please see Note 1 below		
(2)	<b>Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :</b>		
	(a) In the form of Unsecured debentures	-	-
	(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
	(c) Other public deposits	-	-
	*Please see Note 1 below		
<b>Assets side:</b>		<b>Amount outstanding</b>	
(3)	<b>Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:</b>		
	(a) Secured	39,314.33	
	(b) Unsecured	294.93	
(4)	<b>Break-up of Leased Assets and stock on hire and other assets counting towards AFC activities</b>		
	(i) Lease assets including lease rentals under sundry debtors:		
	(a) Financial lease	-	
	(b) Operating lease	-	
	(ii) Stock on Hire including hire charges under sundry debtors:		
	(a) Asset on Hire	-	
	(b) Repossessed assets	-	
	(iii) Other loan counting towards AFC activities		
	(a) Loans where assets have been repossessed	-	
	(b) Loans other than (a) above	-	
(5)	<b>Break-up of Investments:</b>		
	Current Investments :		
	1. Quoted		
	(i) Shares: (a) Equity	96.29	
	(b) Preference	-	
	(ii) Debentures and Bonds	-	
	(iii) Units of Mutual funds	0.51	
	(iv) Government securities	-	
	(v) Others (please specify)	-	
	2. Unquoted:		
	(i) Shares: (a) Equity	-	
	(b) Preference	-	
	(ii) Debentures and Bonds	-	
	(iii) Units of Mutual funds	-	

**Note to the Standalone financial statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Assets side:	Amount outstanding
(iv) Government securities	-
(v) Others (please specify)	-
Long term Investments:	
1. Quoted	
(i) Shares: (a) Equity	2,267.65
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of Mutual funds	-
(iv) Government securities	-
(v) Others (please specify)	300.61
2. Unquoted:	
(i) Shares: (a) Equity	-
(b) Preference	-
(ii) Debentures and Bonds	-
(iii) Units of Mutual funds	-
(iv) Government securities	-
(v) Others (please specify)	-

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

Please see Note 2 below

Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties**			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	137.81	137.81
(c) Other related Parties	-	-	-
2. Other than related parties	39,148.48	142.70	39,291.17
<b>Total</b>	<b>39,148.48</b>	<b>280.50</b>	<b>39,428.98</b>

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

Please see note 3 below

Category	Market value/Break-up or fair value or NAV	Book value (net of Provisions)
1. Related Parties**		
(a) Subsidiaries	7,382.36	2,267.65
(b) Companies in the same group	Nil	Nil
(c) Other related Parties	Nil	Nil
2. Other than related parties	397.41	397.41
<b>Total</b>	<b>7,779.78</b>	<b>2,665.07</b>

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

**(8) Other information**

Particulars	Amount
(i) Gross Non-Performing Assets	
(a) Related Parties	-
(b) Other than related parties	1,519.44
(ii) Net Non-Performing Assets	
(a) Related Parties	-
(b) Other than related parties	1,392.55
(iii) Asset acquired in Satisfaction of Debt	-





## Note to the Standalone Financial Statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

### Notes:

- 1) As defined in point xix of paragraph 3 of Chapter -2 of these Directions.
- 2) Provisioning norms shall be applicable as prescribed in these Directions.
- 3) All Relevant Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, Market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in column (5) above.

As per our report of even date  
For **Manikandan and Associates**  
**Chartered Accountants**  
ICAI Firm Reg No.: 0085205

Sd/-  
**C K Manikandan**  
[Partner]  
Membership no.: 208654  
UDIN: 23208654BGSHVN9996

Place: Chalakudy  
Date: 02-06-2023

For and on behalf of the board of directors of  
**ICL Fincorp Limited**

Sd/-  
**K G Anilkumar**  
[Managing Director]  
(DIN:00766739)

Sd/-  
**Madhavankutty T**  
[Chief Financial Officer]  
Place: Irinjalakuda  
Date: 02-06-2023

Sd/-  
**Umadevi Anilkumar**  
[Whole Time Director]  
(DIN: 06434467)

Sd/-  
**Visakh T V**  
[Company Secretary]

# Independent Auditor's Report

## Opinion

We have audited the accompanying Consolidated Financial statements of M/s. ICL Fincorp Limited ("the Holding Company") and its subsidiary, (the Holding Company and its subsidiary together referred to as the "Group"), which comprises the Consolidated Balance Sheet as at 31st March, 2023, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and the notes to Consolidated Financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the 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 consolidated state of affairs of the Group as at 31st March, 2023, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

## Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated 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 Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

## Information other than the Consolidated financial statements and auditor's report thereon (Other Information).

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the consolidated financial statements and our auditor's report thereon. The information

included in the Annual Report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available, and in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the information included in the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance under SA 720 'The Auditor's responsibilities Relating to Other Information'.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements.

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the Company's financial reporting process of the Group.



## Auditor's responsibility for the audit of the consolidated financial statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company 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 the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the consolidated financial statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated 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 consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosures 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, based on our audit, we report, to the extent applicable, that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of consolidated financial statements.
  - d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors of the Holding Company and Subsidiary company as on 31st March, 2023 taken on record by the Board of Directors of the Holding Company and

subsidiary company, none of the directors of the Group companies are disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Group 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 Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its Consolidated financial statements – Refer Note 46 to the Consolidated financial statements.
  - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its Subsidiary Company incorporated in India.
  - iv. Under Rule 11(e)
    - (i) The management of the Holding Company and its subsidiary company which are incorporated in India have represented to us, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its Subsidiary to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its Subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - (ii) The management of the Holding company and its subsidiary company which are incorporated in India have represented to us, to the best of its knowledge and belief, no funds have

been received by the Holding company or its Subsidiary company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Holding company or its Subsidiary company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management of Holding company and its subsidiary company in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

2. 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 remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

For **Manikandan and Associates**  
Chartered Accountants  
ICAI Firm Reg No: 0085205

Sd/-  
**C K Manikandan**  
[Partner]

Place: Chalakudy  
Date: 02nd June, 2023

Membership No.208654  
UDIN: 23208654BGSHVO2083



# Annexure A

## Annexure 'A' to the Independent Auditors' Report of ICL Fincorp Limited for the period ended 31st March, 2023

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended 31st March, 2023, we have audited the internal financial controls over financial reporting of ICL Fincorp Limited ('the Holding Company') and its subsidiary company, which includes internal financial controls over financial reporting of the Company's and its subsidiary which are companies incorporated in India, as of that date.

### Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding company and its subsidiary company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to Consolidated financial statements criteria established by the respective Companies 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to Consolidated financial statements of the Holding Company, its subsidiary company, which are incorporated in India, based on our audit. We conducted our audit in accordance with the guidance note on audit of internal financial controls over financial reporting (the 'Guidance Note') issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated financial statements included obtaining an understanding of internal financial controls with reference to Consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 internal financial controls system with reference to Consolidated financial

statements of the Holding Company and its subsidiary company, which is company incorporated in India.

### Meaning of Internal Financial Controls with reference to Consolidated financial statements

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

### Inherent Limitations of Internal Financial Controls with reference to Consolidated financial statements

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

### Opinion

In our opinion to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary company, which are companies incorporated in India, have, in all material respects, an adequate internal financial control system with reference to Consolidated financial statements and such internal financial controls with reference to Consolidated financial statements were operating effectively as at 31st March, 2023, based on the criteria for internal financial control with reference to Consolidated financial statements established by the respective Companies considering the essential components of internal control stated in the guidance note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For **Manikandan and Associates**  
Chartered Accountants  
ICAI Firm Reg No: 0085205

Sd/-

**C K Manikandan**  
[Partner]

Place: Chalakudy  
Date: 02nd June, 2023

Membership No.208654  
UDIN: 23208654BGSHVO2083

### Consolidated Balance Sheet as at 31st March, 2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Assets	Notes	31-Mar-23	31-Mar-22
<b>Financial Assets</b>			
Cash and Cash Equivalents	9	97,900.74	1,37,489.21
Bank Balances other than above	10	53,195.10	55,355.10
Loans	11	40,30,443.40	35,16,780.93
Investments	12	47,086.51	41,169.33
Other Financial Asset	13	3,43,887.64	2,56,851.19
		<b>45,72,513.39</b>	<b>40,07,645.76</b>
<b>Non-Financial Assets</b>			
Current tax assets	14	32,892.22	34,067.67
Deferred tax assets (net)	34	41,529.54	34,483.86
Property, Plant and Equipment	15(A)	3,25,518.70	2,45,857.38
Capital work in progress	15(B)	3,631.72	7,149.14
Right-of-Use Asset	15(C)	1,14,472.96	73,157.30
Goodwill		44,786.26	44,786.26
Other Intangible Assets	16	1,761.02	2,313.56
Other Non-Financial Asset	17	1,39,479.71	1,36,980.95
		<b>7,04,072.14</b>	<b>5,78,796.12</b>
<b>TOTAL</b>		<b>52,76,585.53</b>	<b>45,86,441.88</b>
<b>Liabilities and Equity</b>			
<b>Financial Liabilities</b>			
Trade payables	18		
(A) total outstanding dues of micro enterprises and small enterprises; and		632.41	567.71
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		13,749.97	9,830.50
Debt Securities	19	32,45,024.00	26,83,860.00
Borrowings (Other than Debt Securities)	20	2,08,965.68	2,78,885.85
Subordinate Liabilities	21	2,69,195.00	3,05,040.00
Lease Liability	15(C)	1,10,298.59	68,043.87
Other financial liabilities	22	4,41,299.16	3,64,321.39
		<b>42,89,164.81</b>	<b>37,10,549.32</b>
<b>Non-Financial Liabilities</b>			
Provisions	23	63,041.51	51,508.26
Other non-financial liabilities	24	11,030.96	14,532.85
		<b>74,072.47</b>	<b>66,041.11</b>
<b>Equity</b>			
Equity Share capital	25	4,73,935.61	4,43,349.52
Other Equity	26	3,77,143.19	3,03,995.90
<b>Equity attributable to equity holders of parent</b>		<b>8,51,078.80</b>	<b>7,47,345.42</b>
Non-controlling Interest		62,269.45	62,506.03
Total equity		<b>9,13,348.25</b>	<b>8,09,851.45</b>
<b>TOTAL</b>		<b>52,76,585.53</b>	<b>45,86,441.88</b>

Summary of significant accounting policie

7

As per our report of even date

For **Manikandan and Associates**

**Chartered Accountants**

ICAI Firm Reg No.: 0085205

Sd/-

**C K Manikandan**

[Partner]

Membership no.: 208654

UDIN: 23208654BGSHVO2083

Place: Chalakudy

Date: 02-06-2023

For and on behalf of the board of directors of

**ICL Fincorp Limited**

Sd/-

**K G Anilkumar**

[Managing Director]

(DIN:00766739)

Sd/-

**Madhavankutty T**

[Chief Financial Officer]

Place: Irinjalakuda

Date: 02-06-2023

Sd/-

**Umadevi Anilkumar**

[Whole Time Director]

(DIN: 06434467)

Sd/-

**Visakh T V**

[Company Secretary]



**Consolidated Statement of Profit and Loss** as at 31st March, 2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	Notes	31-Mar-23	31-Mar-22
<b>(I) Income</b>			
Revenue from operations	27		
I) Interest Income		11,21,886.20	8,73,706.83
II) Revenue from other Financial Services		8,923.47	11,102.50
Other income	28	(4,426.84)	9,532.31
<b>Total Income</b>		<b>11,26,382.83</b>	<b>8,94,341.64</b>
<b>(II) Expenses</b>			
Finance costs	29	4,70,580.89	3,87,321.35
Impairment of Financial Instruments	30	6,677.42	(163.71)
Employee benefits expense	31	2,87,068.15	2,10,120.30
Depreciation and amortization expense	32	1,10,241.63	80,041.80
Other expenses	33	2,09,412.77	1,79,790.96
<b>Total Expenses</b>		<b>10,83,980.86</b>	<b>8,57,110.71</b>
<b>(III) Profit/(loss) before tax (I) - (II)</b>		<b>42,401.96</b>	<b>37,230.92</b>
<b>(IV) Tax expenses</b>	34		
Current tax		21,413.01	17,313.14
(Excess)/Short provision of Previous Years		(319.38)	(268.79)
Deferred tax(Income)/Expense		(9,054.02)	(6,957.25)
<b>Total tax expenses</b>		<b>12,039.61</b>	<b>10,087.10</b>
<b>(V) Profit/(loss) for the year (III) - (IV)</b>		<b>30,362.35</b>	<b>27,143.82</b>
<b>(VI) Other comprehensive income</b>			
Items that will not be re classified to profit or loss - Remeasurements of the defined benefit asset		964.36	825.66
Income tax relating to items that will not be reclassified to profit or loss		(35.13)	(653.56)
<b>Total other comprehensive income</b>		<b>929.23</b>	<b>172.10</b>
<b>Total comprehensive income for the year (V) + (VI)</b>		<b>31,291.59</b>	<b>27,315.92</b>
(Comprising profit and other comprehensive income for the year)			
<b>Profit for the year attributable to</b>			
Equity holders of the parent		30,604.04	25,363.10
Non-Controlling Interest		(241.69)	1,780.72
<b>Other comprehensive income for the year, net of tax</b>			
Equity holders of the parent		924.12	169.50
Non-Controlling Interest		5.11	2.60
<b>Total comprehensive income for the year, net of tax</b>			
Equity holders of the parent		31,528.15	25,532.60
Non-Controlling Interest		(236.58)	1,783.32
<b>Earnings per equity share</b>	35		
[nominal value of share ₹10]			
<b>Basic (in ₹)</b>		<b>0.64</b>	<b>0.61</b>
<b>Diluted (in ₹)</b>		<b>0.64</b>	<b>0.61</b>

Summary of significant accounting policie

7

As per our report of even date

For **Manikandan and Associates****Chartered Accountants**

ICAI Firm Reg No.: 0085205

Sd/-

**C K Manikandan**

[Partner]

Membership no.: 208654

UDIN: 23208654BGSHVO2083

Place: Chalakudy

Date: 02-06-2023

For and on behalf of the board of directors of

**ICL Fincorp Limited**

Sd/-

**K G Anilkumar**

[Managing Director]

(DIN:00766739)

Sd/-

**Madhavankutty T**

[Chief Financial Officer]

Place: Irinjalakuda

Date: 02-06-2023

Sd/-

**Umadevi Anilkumar**

[Whole Time Director]

(DIN: 06434467)

Sd/-

**Visakh T V**

[Company Secretary]



## Consolidated Cash Flow Statement for the year ended 31-Mar-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Particulars	31-Mar-23	31-Mar-22
<b>Net Profit before tax</b>	<b>42,401.96</b>	<b>37,230.92</b>
Adjustments for:		
Depreciation and amortization expense	1,10,241.63	80,041.80
Impairment on financial instruments	6,677.42	(311.83)
Provision for Gratuity	3,124.68	2,910.06
Provision for loss on account of fraud	4,080.90	8,719.01
Provision for TDS Default	(112.87)	455.45
Net (Gain)/Loss on current investment due to market fluctuation	9,256.57	(1,777.10)
Finance cost	13,591.92	9,598.23
Interest on Fixed deposit	(1,366.89)	(7,262.35)
Dividend on Investments	(777.39)	(870.60)
Lease payments	41,408.20	32,724.93
Profit/(Loss) on sale of Property,Plant and Equipment	-	(62.89)
Net (Gain)/Loss on sale of investments	436.98	(2,711.62)
<b>Operating profit before working capital changes</b>	<b>2,28,963.10</b>	<b>1,58,684.01</b>
Changes in working capital :		
Decrease / (increase) in non-financial asset	(2,498.77)	(25,761.31)
Decrease / (increase) in loans	(5,20,339.89)	(4,95,676.30)
Decrease / (increase) in investments	(5,917.18)	(12,394.35)
Decrease / (increase) in current tax assets	1,175.45	(943.69)
Decrease / (increase) in other financial asset	(87,036.45)	(66,067.73)
Increase / (decrease) in trade payables	3,984.17	1,947.09
Increase / (decrease) in other financial liabilities	76,977.77	59,568.72
Increase / (decrease) in Lease Liability (Net)	42,254.72	31,537.48
Increase / (decrease) in other non-financial liabilities	(3,501.89)	3,497.99
<b>Cash generated from / (used in) operations</b>	<b>(2,65,938.96)</b>	<b>(3,45,608.08)</b>
Net income Taxes Paid	(13,986.39)	(14,491.53)
<b>Net cash flow from/ (used in) operating activities (A)</b>	<b>(2,79,925.35)</b>	<b>(3,60,099.61)</b>
<b>Cash flows from investing activities</b>		
Net Gain/(Loss) on sale of investments	(436.98)	2,711.62
Net (Gain)/Loss on current investment due to market fluctuation	(9,256.57)	1,266.28
Purchase of property,plant and equipments including CWIP	(1,48,682.81)	(1,72,610.37)
Dividend on Investments	777.39	870.60
Purchase of intangible assets	(180.21)	(75.00)
Sale of property,plant and equipments	-	310.54
Bank balance not considered as cash and cash equivalents	2,160.00	(45,180.16)
<b>Net cash flow from/ (used in) investing activities (B)</b>	<b>(1,55,619.18)</b>	<b>(2,12,706.50)</b>
<b>Cash flows from financing activities</b>		
Proceed from Debt Security (Net)	5,61,164.00	5,11,093.00
Proceed from Borrowings (Net)	(69,920.16)	2,63,466.39
Proceed from Subordinate Liabilities (Net)	(35,845.00)	(74,862.00)



## Consolidated Cash Flow Statement for the year ended 31-Mar-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Particulars	31-Mar-23	31-Mar-22
Finance cost	(13,591.92)	(9,598.23)
Interest on Fixed deposit	1,366.89	7,262.35
Proceeds from issue of equity share capital	76,465.23	-
Payment of Preference dividend	(3,989.14)	(116.06)
Lease payments	(41,408.20)	(32,724.93)
Right to Use Asset (Net)	(78,285.63)	(64,578.86)
<b>Net cash flow from/ (used in) in financing activities (C)</b>	<b>3,95,956.07</b>	<b>5,99,941.65</b>
<b>Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>(39,588.46)</b>	<b>27,135.55</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>1,37,489.21</b>	<b>1,10,353.65</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>97,900.74</b>	<b>1,37,489.21</b>
<b>Components of cash and cash equivalents</b>		
Cash on hand	26,078.10	45,895.08
With banks	71,822.64	91,594.13
<b>Total cash and cash equivalents (Note 9)</b>	<b>97,900.74</b>	<b>1,37,489.21</b>

Summary of significant accounting policie

As per our report of even date

For **Manikandan and Associates**

**Chartered Accountants**

ICAI Firm Reg No.: 008520S

For and on behalf of the board of directors of

**ICL Fincorp Limited**

Sd/-

**C K Manikandan**

[Partner]

Membership no.: 208654

UDIN: 23208654BGSHVO2083

Sd/-

**K G Anilkumar**

[Managing Director]

(DIN:00766739)

Sd/-

**Madhavankutty T**

[Chief Financial Officer]

Place: Irinjalakuda

Date: 02-06-2023

Sd/-

**Umadevi Anilkumar**

[Whole Time Director]

(DIN: 06434467)

Sd/-

**Visakh T V**

[Company Secretary]

Place: Chalakudy

Date: 02-06-2023

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**A Equity Share capital**

	Number	Amount
Balance at the beginning of the reporting period At 1-Apr-2021	4,43,34,952	4,43,349.52
Changes in equity share capital during the year	-	-
Balance at the end of the reporting period As at 31-Mar-2022	4,43,34,952	4,43,349.52
Changes in equity share capital during the year	30,58,609	30,586.09
Balance at the end of the reporting period As at 31-Mar-2023	4,73,93,561	4,73,935.61

**B Other Equity**

	Reserves and Surplus				Other comprehensive income (Actuarial gain/ (loss))	Total
	Statutory Reserves	Impairment Reserves	Securities Premium	Retained Earnings		
Balance as at 01-Apr-2021	12,041.97	5,120.21	2,43,376.88	22,393.45	(544.41)	2,82,388.09
Dividends	-	-	-	(3,924.79)	-	(3,924.79)
Transfer to/from retained earnings	6,000.00	3,681.75	-	(9,681.75)	-	-
Other Additions/ Deductions during the year	-	-	-	-	-	-
Other Comprehensive Income (Net of Taxes)	-	-	-	-	169.50	169.50
Securities premium received during the year	-	-	-	-	-	-
Profit for the year (net of taxes)	-	-	-	25,363.10	-	25,363.10
Balance as at 31-Mar-2022	18,041.97	8,801.96	2,43,376.88	34,150.01	(374.92)	3,03,995.90
Balance as at 31-Mar-2022	18,041.97	8,801.96	2,43,376.88	34,150.01	(374.92)	3,03,995.90
Dividends	-	-	-	(4,260.00)	-	(4,260.00)
Transfer to/from retained earnings	6,470.00	12,908.99	-	(19,378.99)	-	-
Other Additions/ Deductions during the year	-	-	-	-	-	-
Other Comprehensive Income (Net of Taxes)	-	-	-	-	924.12	924.12
Securities premium received during the year	-	-	45,879.14	-	-	45,879.14
Profit for the period (net of taxes)	-	-	-	30,604.04	-	30,604.04
Balance as at 31-Mar-2023	24,511.97	21,710.95	2,89,256.01	41,115.06	549.20	3,77,143.19

As per our report of even date  
For **Manikandan and Associates**  
**Chartered Accountants**  
ICAI Firm Reg No.: 0085205

Sd/-  
**C K Manikandan**  
[Partner]  
Membership no.: 208654  
UDIN: 23208654BGSHVO2083

Place: Chalakudy  
Date: 02-06-2023

For and on behalf of the board of directors of  
**ICL Fincorp Limited**

Sd/-  
**K G Anilkumar**  
[Managing Director]  
(DIN:00766739)

Sd/-  
**Madhavankutty T**  
[Chief Financial Officer]  
Place: Irinjalakuda  
Date: 02-06-2023

Sd/-  
**Umadevi Anilkumar**  
[Whole Time Director]  
(DIN: 06434467)

Sd/-  
**Visakh T V**  
[Company Secretary]

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**1 CORPORATE INFORMATION**

ICL Fincorp Limited ('the Company' or 'the Holding Company') was incorporated as Jawahar Finance Limited on 9th December, 1991 at Chennai. The Company was later renamed to Irinjalakuda Credits & Leasing Company Limited on 26th April, 2004, which was further renamed to ICL Fincorp Limited on 8th May, 2016. The company is a non-deposit accepting Non Banking Financial Company (NBFC) which provides a wide range of fund-based services including Gold loans, Business loans, Hypothecation loans, Property loans etc. The company currently operates through branches spread across country.

The Company has one subsidiary, Salem Erode Investments Limited which is incorporated in India. The date of acquisition was on 17th February, 2020. The Company along with the subsidiary is collectively referred to as "Group"

Salem Erode Investments Limited was incorporated as a non-banking financial company (NBFC) registered with the Reserve Bank of India under the category of Loan Company.

**2 BASIS OF PREPARATION**

The consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time). The consolidated financial statements have been prepared under the historical cost convention, as modified by the application of fair value measurements required or allowed by relevant Accounting Standards. Accounting policies have been consistently applied to all periods presented, unless otherwise stated.

The Group has adopted Indian Accounting Standards ("Ind AS") with effect from 1 April, 2019 and the effective date of transition being 1 April, 2018. Accordingly, the above financial statements have been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India mainly considering the Master Directions issued by the Reserve Bank of India ('RBI') as applicable to a non deposit accepting NBFC. The financial statements for the year ended 31 March, 2019 and the opening Balance Sheet as at 1 April, 2018 have been restated in accordance with Ind AS for comparative information.

The preparation of Consolidated financial statements requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and the disclosed amount of contingent liabilities. Areas involving a higher degree of judgement or complexity, or areas where assumptions are significant to the Group are discussed in Note 8 - Significant accounting judgements, estimates and assumptions.

The Consolidated financial statements are presented in Indian Rupees (INR) except when otherwise indicated.

**3 PRESENTATION OF FINANCIAL STATEMENT**

The Consolidated financial statements of the Group are presented as per Schedule III (Division III) of the Companies Act, 2013 applicable to NBFCs, as notified by the Ministry

of Corporate Affairs (MCA). Financial assets and financial liabilities are generally reported on a gross basis except when, there is an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event and the parties intend to settle on a net basis in the following circumstances:

- (i) The normal course of business
- (ii) The event of default
- (iii) The event of insolvency or bankruptcy of the Company and/or its counterparties. "

**4 STATEMENT OF COMPLIANCE**

These Consolidated financial statements of the Group have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 and the other relevant provisions of the Act.

**5 NEW ACCOUNTING STANDARDS ISSUED BUT NOT EFFECTIVE / RECENT ACCOUNTING DEVELOPMENTS**

MCA notifies new standards or amendments to the existing standards. On March 31, 2023 MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023 which was effective from April 01, 2023 and hence not made applicable this year.

**6 BASIS OF CONSOLIDATION**

The consolidated financial statements comprise the financial statements of the Company and its subsidiary as at 31st March, 2023. The Company consolidates a subsidiary when it controls it. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

The contractual arrangement with the other vote holders of the investee

- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a

## Note to the Consolidated financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31 March.

### Consolidation procedure:

- a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiary. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- b) Offset (eliminate) the carrying amount of the parent's investment in subsidiary and the parent's portion of equity of subsidiary. Business combinations policy explains how to account for any related goodwill.
- c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of OCI are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting policies in line with the Group's accounting policies. All intra-group assets, liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

## 7 SIGNIFICANT ACCOUNTING POLICIES (ALSO REFER NOTE 2 ABOVE)

Significant Accounting Policies adopted in the Preparation and Presentation of Financial Statements are as under:-

### A. FINANCIAL INSTRUMENTS

- (i) Classification of financial instruments:

The Group classifies its financial assets into the following measurement categories:

- i) Financial assets to be measured at amortised cost.
- ii) Financial assets to be measured at fair value through other comprehensive income.
- iii) Financial assets to be measured at fair value through profit or loss account.

The classification depends on the contractual terms of the financial assets' cash flows and the Group's business model for managing financial assets. The Group determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The business model is assessed on the basis of aggregated portfolios based on observable factors. These factors include:

- Reports reviewed by the entity's key management personnel on the performance of the financial assets.
- The risks impacting the performance of the business model (and the financial assets held within that business model) and its management thereof.
- The compensation of the managing teams (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected).
- The expected frequency, value and timing of trades. The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account.

The Group also assesses the contractual terms of financial assets on the basis of its contractual cash flow characteristics that are solely for the payments of principal and interest on the principal amount outstanding. 'Principal' is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount).

In making this assessment, the Group considers whether the contractual cash flows are consistent with a basic lending arrangement i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

The Group classifies its financial liabilities at amortised costs unless it has designated liabilities at fair value through the profit and loss account or is required to measure liabilities at fair value through profit or loss, such as derivative liabilities.

(II) Financial assets measured at amortised cost

These Financial assets comprise bank balances, Loans, investments and other financial assets.

Financial Assets with contractual terms that give rise to cash flows on specified dates, and represent solely payments of principal and interest on the principal amount outstanding; and are held within a business model whose objective is achieved by holding to collect contractual cash flows are measured at amortised cost.

These financial assets are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at amortised cost. Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial asset or a financial liability.

(III) Financial assets measured at fair value through other comprehensive income

**Debt instruments**

Investments in debt instruments are measured at fair value through other comprehensive income where they have:

- a) contractual terms that give rise to cash flows on specified dates, that represent solely payments of principal and interest on the principal amount outstanding; and
- b) are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.

These debt instruments are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at fair value. Gains and losses arising from changes in fair value are included in other comprehensive income (a separate component of equity). Impairment losses or reversals, interest revenue and foreign exchange gains and losses are recognised in profit and loss. Upon disposal, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the statement of profit and loss. As at the reporting date the Group does not have any financial instruments measured at fair value through other comprehensive income.

**Equity instruments**

Investments in equity instruments are generally accounted for as at fair value through the profit

and loss account unless an irrevocable election has been made by management to account for at fair value through other comprehensive income. Such classification is determined on an instrument by instrument basis. Contingent consideration recognised by the Group in a business combination to which Ind AS 103 'Business Combination' applies are measured at fair value through profit and loss account, where amounts presented in other comprehensive income for equity instruments are not subsequently transferred to profit or loss. Dividends on such instruments are recognised in profit or loss. As at the reporting date the Group does not have any equity instruments measured at fair value through other comprehensive income.

(IV) Items at fair value through profit or loss

Items at fair value through profit or loss comprise:

- Investments (including equity shares) held for trading;
- Items specifically designated as fair value through profit or loss on initial recognition; and
- Debt instruments with contractual terms that do not represent solely payments of principal and interest.

Financial instruments held at fair value through profit or loss are initially recognised at fair value, with transaction costs recognised in the statement of profit and loss as incurred. Subsequently, they are measured at fair value and any gains or losses are recognised in the statement of profit and loss as they arise.

**Financial instruments held for trading**

A financial instrument is classified as held for trading if it is acquired or incurred principally for selling or repurchasing in the near term, or forms part of a portfolio of financial instruments that are managed together and for which there is evidence of short-term profit taking, or it is a derivative not designated in a qualifying hedge relationship.

Trading derivatives and trading securities are classified as held for trading and recognised at fair value.

(V) Debt securities and other borrowed funds

After initial measurement, debt issued and other borrowed funds are subsequently measured at amortised cost. Amortised cost is calculated by taking into account any discount or premium on issue funds, and transaction costs that are an integral part of the Effective Interest Rate (EIR).

## Note to the Consolidated financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

(VI) Recognition and derecognition of financial assets and liabilities

A financial asset or financial liability is recognised in the balance sheet when the Group becomes a party to the contractual provisions of the instrument, which is generally on trade date. Loans and receivables are recognised when cash is advanced (or settled) to the borrowers. Financial assets at fair value through profit or loss are recognised initially at fair value. All other financial assets are recognised initially at fair value plus directly attributable transaction costs.

The Group derecognises a financial asset when the contractual cash flows from the asset expire or it transfers its rights to receive contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership are transferred. Any interest in transferred financial assets that is created or retained by the Group is recognised as a separate asset or liability. A financial liability is derecognised from the balance sheet when the Group has discharged its obligation or the contract is cancelled or expires.

(VII) Impairment of financial assets

The Group recognises impairment allowance for expected credit loss on financial assets held at amortised cost. In addition to that the Group has provided for Non-Performing Assets (NPA) as per Prudential Norms of RBI.

The Group recognises loss allowances (provisions) for expected credit losses on its financial assets (including non-fund exposures) that are measured at amortised costs or at fair value through other comprehensive income account. The Group applies a three-stage approach to measuring expected credit losses (ECLs) for the following categories of financial assets that are not measured at fair value through profit or loss:

- debt instruments measured at amortised cost and fair value through other comprehensive income;
- loan commitments.

No ECL is recognised on equity investments.

Financial assets migrate through the following three stages based on the change in credit risk since initial recognition:

Stage 1: ECL

For exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit impaired upon origination, ECL associated with the probability of default events is recognised.

Stage 2: Lifetime ECL – not credit impaired

For exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired, a lifetime ECL (i.e. reflecting the remaining lifetime of the financial asset) is recognised.

Stage 3: Lifetime ECL – credit impaired

Exposures are assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred. For exposures that have become credit impaired, a lifetime ECL is recognised

The company has identified the following stage classification to be the most appropriate for its loans:

Stage 1: 0 to 60 DPD

Stage 2: 61 to 90 DPD

Stage 3: above 90 DPD

(VIII) Write-offs

The Group reduces the gross carrying amount of a financial asset when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subjected to write-offs. Any subsequent recoveries against such loans are credited to the statement of profit and loss.

(IX) Determination of fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. The Financial assets and liabilities are presented in ascending order of their liquidity. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as value in use in Ind AS 36.

## B. REVENUE FROM OPERATIONS

(I) Interest Income

Interest income is recognised by applying the Effective Interest Rate (EIR) to the gross carrying



**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

amount of financial assets other than credit-impaired assets.

The EIR in case of a financial asset is computed:

- a) As the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.
- b) By considering all the contractual terms of the financial instrument in estimating the cash flows
- c) Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Any subsequent change in the estimation of the future cash flows is recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

**(II) Dividend Income**

Dividend income is recognised:

- a) when the right to receive the payment is established,
- b) it is probable that the economic benefits associated with the dividend will flow to the entity and;
- c) the amount of the dividend can be measured reliably.

**(III) Fees & Commission Income**

Fees and commissions are recognised when the Group satisfies the performance obligation, at fair value of the consideration received or receivable based on a five-step model as set out below, unless included in the effective interest calculation:

**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 goods or service to the customer.

**Step 3:** Determine the transaction price: The transaction price is the amount of consideration to which the Group 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 Group allocates the transaction

price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation.

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

Processing fee which does not form part of effective interest rate is recognised as and when it accrues.

**(IV) Net gain on Fair value changes**

Any differences between the fair values of financial assets classified as fair value through the profit or loss, held by the Group on the balance sheet date is recognised as an unrealised gain / loss. In cases there is a net gain in the aggregate, the same is recognised as Revenue and if there is a net loss the same is disclosed under as Expense in the statement of Profit and Loss.

However, net gain / loss on derecognition of financial instruments classified as amortised cost is presented separately under the respective head in the Statement of Profit and Loss.

**C. EXPENSES****(I) Finance costs**

Finance costs represents Interest expense recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial liabilities.

The EIR in case of a financial liability is computed:

- a) As the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the gross carrying amount of the amortised cost of a financial liability.
- b) By considering all the contractual terms of the financial instrument in estimating the cash flows.
- c) Including all fees received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Any subsequent changes in the estimation of the future cash flows is recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

**(II) Employee benefits****Short term employee benefit**

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. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by

## Note to the Consolidated financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

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.

### Post-employment employee benefits

#### a) Defined contribution schemes

All the employees of the Group are entitled to receive benefits under the Provident Fund and Employees State Insurance scheme, defined contribution plans in which both the employee and the Group contribute monthly at a stipulated rate. The Group has no liability for future benefits other than its annual contribution and recognises such contributions as an expense in the period in which employee renders the related service. If the contribution payable to the scheme for service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to a reduction in future payment or a cash refund.

#### b) Defined Benefit schemes

The Group provides for the gratuity, a defined benefit retirement plan covering all employees. The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated years mentioned under 'The Payment of Gratuity Act, 1972'. The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit Method, which recognizes each period of service as giving rise to an additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan are based on the market yields on Government Securities as at the Balance Sheet date.

An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount

rate, attrition rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

Re-measurement, comprising of actuarial gains and losses are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit and loss in subsequent periods.

The Group does not have a scheme of encashment of earned leave. The Earned leave which is not utilized during the year will be automatically lapsed at the end of the year and cannot be carried forward. Hence no provision has been made in the accounts for encashment of leave and carried forward of earned leave.

### (III) Leases

#### Identification of Lease:

"The Group's lease asset classes primarily consist of leases for land and buildings. The Group 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 of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether :

- (i) the contract involves the use of an identified asset
- (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases). For these short-term leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease."

For arrangements entered into prior to 1 April, 2018, the Group has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

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 ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for ROU 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. ROU assets are evaluated for recoverability whenever events or changes in circumstances indicate

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(All amounts are in Thousands of Indian Rupees unless otherwise stated)

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 ROU asset if the Group changes its assessment of whether it will exercise an extension or a termination option. Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

**(IV) Other income and expenses**

All Other income and expense are recognized in the period they occur.

**(V) Impairment of non-financial assets**

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets, net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

**(VI) Taxes****Current Tax**

Current tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which

applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

**Deferred tax**

Deferred tax assets and liabilities are recognised for temporary differences arising between the tax bases of assets and liabilities and their carrying amounts. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are only recognised for temporary differences, unused tax losses and unused tax credits if it is probable that future taxable amounts will arise to utilise those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities are realised simultaneously.

**Minimum Alternative Tax (MAT)**

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Group will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Group.

**D. CASH AND CASH EQUIVALENTS**

Cash and cash equivalents comprise the net amount of short-term, highly liquid investments that are readily convertible to known amounts of cash (short-term deposits with an original maturity of three months or less) and are subject to an insignificant risk of change in value, cheques on hand and balances with banks. They are held for the purposes of meeting short-term cash commitments (rather than for investment or other purposes).

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

**E. PROPERTY, PLANT AND EQUIPMENT (PPE)**

Property, plant and equipment (PPE) are measured at cost less accumulated depreciation and accumulated impairment, (if any). The total cost of assets comprises its purchase price, freight, duties, taxes and any other

## Note to the Consolidated financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

incidental expenses directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management. Changes in the expected useful life are accounted for by changing the amortisation period or methodology, as appropriate, and treated as changes in accounting estimates. Subsequent expenditure related to an item of tangible asset are added to its gross value only if it increases the future benefits of the existing asset, beyond its previously assessed standards of performance and cost can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred.

### Depreciation

Depreciation is calculated using the Written Down Value (WDV) method to write down the cost of property and equipment to their residual values over their estimated useful lives. Land is not depreciated.

The estimated useful lives are, as follows:

Particulars	Useful life estimated by Group (Years)
Building	60
Furniture And Fixtures	10
Electrical Installations & Equipments	10
Motor Vehicles	8
Office Equipments	5
Computer And Accessories	3

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Property plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other income /expense in the statement of profit and loss in the year the asset is derecognised. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

### F. INTANGIBLE ASSETS

An intangible asset is recognised only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the Group.

Intangible assets acquired separately are measured on initial recognition at cost. The cost of an intangible asset comprises its purchase price and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Following initial recognition, intangible assets are carried at cost less any accumulated

amortisation and any accumulated impairment losses. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life, or the expected pattern of consumption of future economic benefits embodied in the asset, are accounted for by changing the amortisation period or methodology, as appropriate, which are then treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is presented as a separate line item in the statement of profit and loss. Amortisation on assets acquired/sold during the year is recognised on a pro-rata basis to the Statement of Profit and Loss from / upto the date of acquisition/sale.

Amortisation is calculated using the straight-line method to write down the cost of intangible assets to their residual values over their estimated useful lives. Intangible assets comprising of software are amortised on a straight-line basis over a period of 6 years, unless it has a shorter useful life.

The Group's intangible assets consist of computer software with definite life.

### G. PROVISIONS

Provisions are recognised when the enterprise has a present obligation (legal or constructive) as a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

### H. CONTINGENT LIABILITIES

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

### I. EARNINGS PER SHARE

The Group reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

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of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

**J. BUSINESS COMBINATION**

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary comprises of the,

- fair values of the assets transferred,
- liabilities incurred to the former owners of the acquired business,
- equity interests issued by the Group and
- fair value of any asset or liability resulting from a contingent consideration arrangement

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The excess of the fair value of consideration over the identifiable net asset acquired is recorded as goodwill. If the consideration is lower, the gain is recognised directly in equity as capital reserve. In case, business acquisition is classified as bargain purchase, the aforementioned gain is recognised in the other comprehensive income and accumulated in equity as capital reserve. The Group recognises any noncontrolling interest in the acquired entity at fair value.

Changes in ownership that do not result in a change of control are accounted for as equity transactions and therefore do not have any impact on goodwill. The difference between consideration and the non-controlling share of net assets acquired is recognised within equity. Business combinations involving entities or businesses under common control are accounted for using the pooling of interest method. Under pooling of interest method, the assets and liabilities of the combining entities are reflected at their carrying amounts, with adjustments only to harmonise accounting policies. Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

If the initial accounting for a business combination can be determined only provisionally by the end of the first reporting period, the business combination is accounted for using provisional amounts. Adjustments to provisional amounts, and the recognition of newly identified asset and liabilities, must be made within the 'measurement period' where they reflect new information obtained about facts and circumstances that were in existence at the acquisition date. The measurement period

cannot exceed one year from the acquisition date and no adjustments are permitted after one year except to correct an error.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in the statement of profit and loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

**8 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS**

The preparation of financial statements in conformity with the Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the grouping disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

**A. BUSINESS MODEL ASSESSMENT**

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Group monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.



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**B. DEFINED EMPLOYEE BENEFIT ASSETS AND LIABILITIES**

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed annually.

**C. FAIR VALUE MEASUREMENT**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

**D. IMPAIRMENT OF LOANS PORTFOLIO**

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances. It has been the Group's policy to regularly review its models in the context of actual loss experience and adjust when necessary. The impairment loss on loans and advances is disclosed in more detail in Note 10 Overview of ECL principles. In case, higher provisions are to be considered as per the prudential norms of the Reserve Bank of India, they are considered and routed through Impairment Reserves.

**E. CONTINGENT LIABILITIES AND PROVISIONS OTHER THAN IMPAIRMENT ON LOAN PORTFOLIO**

The Group operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration in the ordinary course of the Group's business. When the Group can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Group records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Group takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

**F. EFFECTIVE INTEREST RATE (EIR) METHOD**

The Group's EIR methodology, recognises interest income /expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty, interest and charges). This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments and other fee income/expense that are integral parts of the instrument.

**G. OTHER ESTIMATES**

These include contingent liabilities, useful lives of tangible and intangible assets etc.

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**9 Cash and Cash Equivalents**

	As at 31-Mar-2023	As at 31-Mar-2022
Cash on hand	26,078.10	45,895.08
Balance with Banks	71,822.64	91,594.13
	<b>97,900.74</b>	<b>1,37,489.21</b>

**10 Bank Balances other than above**

	As at 31-Mar-2023	As at 31-Mar-2022
<b>Earmarked balances with banks:</b>		
Balances with banks to the extent held as security	50,000.00	50,000.00
For unpaid dividend	109.03	109.03
Debenture trustee account	3,086.07	5,246.07
<b>Total</b>	<b>53,195.10</b>	<b>55,355.10</b>

**11 Loans**

	As at 31-Mar-2023					Subtotal	Total
	At Fair value				Designated at Fair Value Through profit or loss		
	Amortised Cost	Through Comprehensive Income	Through profit or loss				
<b>Loans</b>							
<b>(A)</b>							
<b>i) Loans repayable on demand</b>							
Gold Loan	39,86,503.48	-	-	-	-	39,86,503.48	
Personal Loan	5,851.76	-	-	-	-	5,851.76	
Other	7,055.39	-	-	-	-	7,055.39	
<b>ii) Term Loans</b>							
Gold Loan	30,536.55	-	-	-	-	30,536.55	
Hypothecation Loan	1,952.61	-	-	-	-	1,952.61	
Business Loan	84.46	-	-	-	-	84.46	
Related Party#	13,780.92	-	-	-	-	13,780.92	
Property Loan	-	-	-	-	-	-	
Personal Loan	2,804.68	-	-	-	-	2,804.68	
<b>Total (A)- Gross</b>	<b>40,48,569.84</b>	-	-	-	-	<b>40,48,569.84</b>	
Less: Impairment loss allowance	18,126.44	-	-	-	-	18,126.44	
<b>Total (A)- Net</b>	<b>40,30,443.40</b>	-	-	-	-	<b>40,30,443.40</b>	
<b>(B)</b>							
i) Secured by tangible assets	40,19,077.09	-	-	-	-	40,19,077.09	
ii) Unsecured	29,492.75	-	-	-	-	29,492.75	
<b>Total (B)- Gross</b>	<b>40,48,569.84</b>	-	-	-	-	<b>40,48,569.84</b>	
Less: Impairment loss allowance	18,126.44	-	-	-	-	18,126.44	
<b>Total (B)- Net</b>	<b>40,30,443.40</b>	-	-	-	-	<b>40,30,443.40</b>	
<b>(C)</b>							
<b>(I) Loans in India</b>							
i) Public Sector	-	-	-	-	-	-	
ii) Others	40,48,569.84	-	-	-	-	40,48,569.84	
<b>Total (C) (I)-Gross</b>	<b>40,48,569.84</b>	-	-	-	-	<b>40,48,569.84</b>	
Less: Impairment loss allowance	18,126.44	-	-	-	-	18,126.44	
<b>Total (C) (I)-Net</b>	<b>40,30,443.40</b>	-	-	-	-	<b>40,30,443.40</b>	



### Note to the Consolidated financial statements for the year ended 31-March-2023

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#This amount includes ₹1,37,80,919/- to ICL Tours and Travels Private Limited. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 13% per annum and the same is disclosed under Note No.11. This amount is to be repaid within a period of four years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies.

Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	Nil	Nil	Nil	Nil	Nil
Amounts due by firms or private companies in which any director is a partner or a director or a member	13,780.92	Nil	Nil	Nil	13,780.92

	As at 31-Mar-2022					Total
	Amortised Cost	At Fair value			Subtotal	
		Through Comprehensive Income	Through profit or loss	Designated at Fair Value Through profit or loss		
<b>Loans</b>						
<b>(A)</b>						
<b>i) Loans repayable on demand</b>						
Gold Loan	34,08,461.50	-	-	-	-	34,08,461.50
Personal Loan	6,512.16	-	-	-	-	6,512.16
Other	7,055.39	-	-	-	-	7,055.39
<b>ii) Term Loans</b>						
Gold Loan	34,078.00	-	-	-	-	34,078.00
Hypothecation Loan	1,878.25	-	-	-	-	1,878.25
Business Loan	5,756.86	-	-	-	-	5,756.86
Related Party#	62,946.70	-	-	-	-	62,946.70
Property Loan	406.13	-	-	-	-	406.13
Personal Loan	1,134.96	-	-	-	-	1,134.96
<b>Total (A)- Gross</b>	<b>35,28,229.95</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>35,28,229.95</b>
Less: Impairment loss allowance	11,449.03	-	-	-	-	11,449.03
<b>Total (A)- Net</b>	<b>35,16,780.93</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>35,16,780.93</b>
<b>(B)</b>						
i) Secured by tangible assets	34,50,580.74	-	-	-	-	34,50,580.74
ii) Unsecured	77,649.21	-	-	-	-	77,649.21
<b>Total (B)- Gross</b>	<b>35,28,229.95</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>35,28,229.95</b>
Less: Impairment loss allowance	11,449.03	-	-	-	-	11,449.03
<b>Total (B)- Net</b>	<b>35,16,780.93</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>35,16,780.93</b>
<b>(C)</b>						
<b>(I) Loans in India</b>						
i) Public Sector	-	-	-	-	-	-
ii) Others	35,28,229.95	-	-	-	-	35,28,229.95
<b>Total (C) (I)-Gross</b>	<b>35,28,229.95</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>35,28,229.95</b>
Less: Impairment loss allowance	11,449.03	-	-	-	-	11,449.03
<b>Total (C) (I)-Net</b>	<b>35,16,780.93</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>35,16,780.93</b>

#This amount includes ₹2,58,90,344/- to ICL Tours and Travels Private Limited. It represents the amount of expenditure incurred for and on behalf of the specified companies, which are treated as advances and the Company is charging interest @ 13% per annum and the same is disclosed under Note No.11. This amount is to be repaid within a period of four years from the date of incurring of expenses as per the Memorandum of Understanding entered into with the companies. It also includes Loan against Property of ₹3,70,56,361/- granted to Mr.K.G Anilkumar, Managing Director of the company and interest is charged @ 15% per annum.

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Loans and advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	37,056.36	Nil	Nil	Nil	37,056.36
Amounts due by firms or private companies in which any director is a partner or a director or a member	25,890.34	Nil	Nil	Nil	25,890.34

**Summary of ECL provisions**

Particulars	FY 2022-23			
	Stage 1	Stage 2	Stage 3	Total
i) Gold Loan	4,248.09	1,123.80	11,100.19	16,472.08
ii) Hypothecation Loan	-	-	199.38	199.38
iii) Business Loan	-	-	12.67	12.67
iv) Property Loan	-	-	-	-
v) Personal Loan	-	-	736.77	736.77
vi) Related Party	-	-	-	-
vii) Other Loan	-	-	705.54	705.54
<b>Total closing ECL provisions</b>	<b>4,248.09</b>	<b>1,123.80</b>	<b>12,754.54</b>	<b>18,126.44</b>

Particulars	FY 2021-2022			
	Stage 1	Stage 2	Stage 3	Total
i) Gold Loan	1,034.06	2,236.59	5,648.66	8,919.31
ii) Hypothecation Loan	-	4.88	201.73	206.61
iii) Business Loan	-	850.09	13.44	863.53
iv) Property Loan	-	-	40.61	40.61
v) Personal Loan	-	-	713.43	713.43
vi) Related Party	-	-	-	-
vii) Other Loan	-	-	705.54	705.54
<b>Total closing ECL provisions</b>	<b>1,034.06</b>	<b>3,091.55</b>	<b>7,323.42</b>	<b>11,449.03</b>

An analysis of changes in the gross carrying amount and the corresponding ECL allowances in relation to receivables under financing activities is, as follows:

	Year ended 31st march 2023			
	Stage 1	Stage 2	Stage 3	Total
<b>Opening Gross carrying amount</b>	<b>32,30,357.91</b>	<b>2,31,953.54</b>	<b>65,918.50</b>	<b>35,28,229.95</b>
Add:- New Assets	37,65,383.81	1,12,374.69	58,446.65	39,36,205.16
Less:- Assets repaid	(31,52,765.92)	(2,23,815.64)	(39,283.71)	(34,15,865.27)
Transfer to Stage 1	11.03	(11.03)	-	-
Transfer to Stage 2	-	-	-	-
Transfer to Stage 3	(62,954.16)	(8,126.88)	71,081.04	-
Less:- Write off	-	-	-	-
<b>Closing Gross carrying amount</b>	<b>37,80,032.67</b>	<b>1,12,374.69</b>	<b>1,56,162.48</b>	<b>40,48,569.84</b>

**Reconciliation of ECL Balance**

	Year ended 31st march 2023			
	Stage 1	Stage 2	Stage 3	Total
<b>ECL Provision</b>	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
<b>Gross carrying amount</b>	<b>1,034.06</b>	<b>3,091.55</b>	<b>7,323.42</b>	<b>11,449.03</b>
Add:- New Assets	4,247.97	1,123.80	2,082.32	7,454.09
Less:- Repaid	(989.02)	(3,017.35)	(3,653.46)	(7,659.83)
Transfer to Stage 1	-	-	-	-
Transfer to Stage 2	-	-	-	-
Transfer to Stage 3	(6,200.69)	(801.57)	7,002.26	-

## Note to the Consolidated financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	Year ended 31st march 2023			
	Stage 1	Stage 2	Stage 3	Total
Less:- Write off	-	-	-	-
Impact of changes in credit risk on account of stage movements	6,155.79	727.37	-	6,883.16
<b>Closing carrying amount</b>	<b>4,248.10</b>	<b>1,123.80</b>	<b>12,754.54</b>	<b>18,126.44</b>

### Credit Quality of assets

The table below shows the credit quality and the maximum exposure to credit risk based on the Company's internal credit rating system and year-end stage classification

#### As on 31-03-2023

Internal Rating	Stage 1	Stage 2	Stage 3	Total
High Grade	33,50,602.10	59,393.70	8,620.49	<b>34,18,616.28</b>
Medium Grade	3,10,857.34	30,884.34	9,006.25	<b>3,50,747.93</b>
Low Grade	1,18,573.23	22,096.66	1,38,535.75	<b>2,79,205.63</b>
<b>Total</b>	<b>37,80,032.67</b>	<b>1,12,374.69</b>	<b>1,56,162.48</b>	<b>40,48,569.84</b>

#### As on 31-03-2022

Internal Rating	Stage 1	Stage 2	Stage 3	Total
High Grade	31,24,157.14	52,293.67	15,818.00	31,92,268.81
Medium Grade	55,041.75	44,744.15	8,400.94	1,08,186.83
Low Grade	51,159.02	1,34,915.73	41,699.57	2,27,774.31
<b>Total</b>	<b>32,30,357.91</b>	<b>2,31,953.54</b>	<b>65,918.50</b>	<b>35,28,229.95</b>

## 12 Investments

	At Fair Value				Sub-total	Cost	Total
	Amortised Cost	Through Comprehensive income	Other Through Profit or Loss	Designated at fair value through profit or loss			
<b>As at 31-Mar-2023</b>							
Mutual funds	-	-	7,396.17	-	7,396.17	-	7,396.17
Government securities	-	-	-	-	-	-	-
Other Companies	-	-	30,060.95	-	30,060.95	-	30,060.95
Equity instruments							
Others (Quoted)	-	-	9,629.39	-	9,629.39	-	9,629.39
<b>Total Gross (A)</b>	-	-	<b>47,086.51</b>	-	<b>47,086.51</b>	-	<b>47,086.51</b>
Investment Outside India	-	-	-	-	-	-	-
Investment In India	-	-	47,086.51	-	47,086.51	-	47,086.51
<b>Total Gross (B)</b>	-	-	<b>47,086.51</b>	-	<b>47,086.51</b>	-	<b>47,086.51</b>
Less : Allowance for impairment loss (C)	-	-	-	-	-	-	-
<b>Total - Net (D) = (A) - (C)</b>	-	-	<b>47,086.51</b>	-	<b>47,086.51</b>	-	<b>47,086.51</b>
<b>As at 31-Mar-2022</b>							
Mutual funds	-	-	8,525.47	-	8,525.47	-	8,525.47
Government securities	-	-	-	-	-	-	-
Other Companies	-	-	22,279.18	-	22,279.18	-	22,279.18
Equity instruments							
Others (Quoted)	-	-	10,364.69	-	10,364.69	-	10,364.69
<b>Total Gross (A)</b>	-	-	<b>41,169.33</b>	-	<b>41,169.33</b>	-	<b>41,169.33</b>
Investment Outside India	-	-	-	-	-	-	-
Investment In India	-	-	41,169.33	-	41,169.33	-	41,169.33
<b>Total Gross (B)</b>	-	-	<b>41,169.33</b>	-	<b>41,169.33</b>	-	<b>41,169.33</b>
Less : Allowance for impairment loss (C)	-	-	-	-	-	-	-
<b>Total - Net (D) = (A) - (C)</b>	-	-	<b>41,169.33</b>	-	<b>41,169.33</b>	-	<b>41,169.33</b>

**Note to the Consolidated Financial Statements** for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**Details of Investments in Equity Instruments and Mutual Funds**

Name of Body Corporate	As at 31-Mar-2023		As at 31-Mar-2022	
	Quantity of Shares	Market value	Quantity of Shares	Market value
Action Construction Equipment Ltd.	-	-	1,000	240.50
Adani Wilmar Limited	500	202.93	-	-
Ahlada Engineers Ltd.	500	42.45	500	50.30
ANG Lifesciences India Ltd.	312	23.73	250	58.65
Aurobindo Pharma Ltd.	500	259.05	500	334.28
BF Utilities Ltd.	-	-	1,000	308.35
Bharat Electronics Limited	2,000	195.10	-	-
Bharat Gears Ltd.	-	-	500	71.85
Birlasoft Ltd.	3,000	783.45	250	113.74
BSE Limited	500	215.48	-	-
Canara Bank	-	-	500	113.88
Cochin Shipyard Limited	250	118.94	-	-
Container Corporation Of India Ltd.	250	145.06	-	-
Dharmaj Crop Guard Limited	500	72.40	-	-
Exide Industries Ltd.	-	-	500	75.55
Fortis Healthcare Ltd.	-	-	1,000	290.40
Future Consumer Ltd.	5,000	2.50	5,000	22.75
Go Fashion (India) Ltd.	-	-	100	101.15
Gold Benchmark Exchange Traded Scheme	-	-	1,000	44.12
Graphite India Ltd.	1,000	262.55	500	251.43
GTL Infrastructure Ltd.	10,000	7.00	10,000	15.00
Happiest Minds Technologies Ltd.	500	383.93	500	528.33
HDFC Bank Limited	250	402.39	-	-
HDFC Life Insurance Company Ltd.	1,500	748.80	500	269.10
Heidelberg Cement India Ltd.	1,000	160.95	1,000	189.60
Hindustan Oil Exploration Company Ltd.	1,250	150.25	1,000	219.90
HP Adhesives Ltd.	1,500	547.05	1,150	450.11
ICICI Bank Ltd.	-	-	250	182.58
India Pesticides Ltd.	2,000	415.70	2,000	538.40
Indiabulls Real Estate Ltd.	-	-	1,000	101.40
Indian Energy Exchange Ltd.	2,000	255.90	1,000	224.70
Indian Railway Catering And Tourism Corporation Limited	750	429.60	-	-
Indian Railway Finance Corporation Ltd.	-	-	10,000	214.50
Intellect Design Arena Limited	1,500	615.90	-	-
IOL Chemicals and Pharmaceuticals Ltd.	-	-	250	88.43
JK Tyre & Industries Ltd.	-	-	500	58.68
Jyothy Labs Ltd.	-	-	500	73.73
Karur Vysya Bank Ltd.	-	-	1,000	46.30
Kaveri Seed Company Ltd.	200	95.59	200	109.40
KIOCL Ltd.	-	-	1,000	208.70
Kopran Ltd.	-	-	500	140.48
L&T Finance Holdings Ltd.	-	-	2,000	161.20
Laxmi Organic Industries Ltd.	-	-	500	199.70
LIC Housing Finance Ltd.	-	-	1,000	358.95
Likhitha Infrastructure Ltd.	-	-	500	144.73
Lupin Ltd.	500	324.20	500	373.53
Mahindra & Mahindra Financial Services Ltd.	-	-	500	79.58
Marksans Pharma Ltd.	3,000	211.20	3,000	136.50
Mishra Dhatu Nigam Ltd.	-	-	200	33.13
PPAP Automotive Limited	1,000	157.00	-	-
Radico Khaitan Ltd.	-	-	1,500	1,331.93
Railtel Corporation of India Ltd.	-	-	1,000	84.10

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Name of Body Corporate	As at 31-Mar-2023		As at 31-Mar-2022	
	Quantity of Shares	Market value	Quantity of Shares	Market value
Raymond Ltd.	-	-	100	85.47
Reliance Communications Ltd.	15,000	18.75	15,000	39.75
Rossari Biotech Limited	261	155.58	-	-
Shakti Pumps (India) Ltd.	1,000	404.40	1,000	459.15
Sona BLW Precision Forgings Limited	500	206.75	-	-
Strides Pharma Science Ltd.	1,000	286.35	1,000	346.60
Tarsons Products Limited	500	266.08	-	-
Vodafone Idea Ltd.	27,500	159.50	27,500	265.38
Westlife Development Limited	800	546.68	-	-
Wockhardt Ltd.	750	115.43	750	197.70
WOCKHARDT_LTD	-	-	225	11.27
YES Bank Ltd.	16,000	240.80	26,000	319.80
<b>SUB TOTAL</b>		<b>9,629.39</b>		<b>10,364.69</b>
<b>Total Mutual Fund</b>				
DSP BLACK ROCK Tax Saver Fund (D) (FV: Rs. 10/-)	2,00,797	3,545.27	2,00,797	3,910.72
AXIS LONG TERM EQUITY FUND (D) (FV: Rs. 10/-)	1,50,706	2,904.90	1,50,706	3,639.11
Aditya Birla Sun Life Tax Relief'96 (D) (FV: Rs. 10/-)	6,157	894.92	6,157	975.64
NIPPON INDIA MUTUAL FUND ETF GOLD BeES	1,000	51.07	-	-
<b>SUB TOTAL</b>		<b>7,396.17</b>		<b>8,525.47</b>
<b>TOTAL</b>		<b>17,025.56</b>		<b>18,890.16</b>

**13 Other Financial Asset**

	As at 31-Mar-2023	As at 31-Mar-2022
Interest accrued on loan portfolio	2,92,746.30	2,04,946.88
Security deposits	54,955.35	46,129.31
Balance with Demat account(Kotak Securities)	(3,814.02)	1,796.71
Other Receivables	-	3,978.29
<b>Total</b>	<b>3,43,887.64</b>	<b>2,56,851.19</b>

**14 Current tax assets**

	As at 31-Mar-2023	As at 31-Mar-2022
Advance Income Tax & Tax Deducted at Source	32,892.22	34,067.67
<b>Total</b>	<b>32,892.22</b>	<b>34,067.67</b>

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**15(A) Property, Plant and Equipment**

	Land	Building	Electrical installations & Equipments	Furniture and fixtures	Office Equipments	Motor Vehicles	Computer and accessories	Total
<b>Cost or valuation</b>								
At 1-Apr-2021	19,607.37	3,312.22	19,183.56	1,24,165.94	32,276.93	16,652.00	25,519.67	2,40,717.69
Additions	6,696.40	50,544.00	6,108.22	48,621.85	38,339.21	10,939.67	11,361.03	1,72,610.37
Disposals	-	-	275.90	668.00	-	-	-	943.90
Write off	-	-	-	-	-	-	-	-
As at 31-Mar-2022	26,303.77	53,856.22	25,015.88	1,72,119.80	70,616.14	27,591.66	36,880.70	4,12,384.16
Additions	-	36,124.38	19,368.74	64,562.36	15,402.05	2,654.69	14,088.01	1,52,200.23
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	-	-	-	-	-	-
As at 31-Mar-2023	26,303.77	89,980.60	44,384.62	2,36,682.16	86,018.19	30,246.36	50,968.70	5,64,584.40
<b>Depreciation</b>								
At 1-Apr-2021	-	664.84	11,239.66	60,195.94	17,080.25	7,742.03	21,149.33	1,18,072.06
Charge for the year	-	1,113.52	2,597.71	21,045.14	13,218.37	5,178.78	5,997.45	49,150.97
Disposals	-	-	153.41	542.84	-	-	-	696.25
Write off	-	-	-	-	-	-	-	-
As at 31-Mar-2022	-	1,778.37	13,683.96	80,698.24	30,298.61	12,920.81	27,146.79	1,66,526.78
Charge for the period	-	3,133.20	4,635.62	30,798.72	20,369.84	5,381.89	8,219.65	72,538.91
Disposals	-	-	-	-	-	-	-	-
Write off	-	-	-	-	-	-	-	-
As at 31-Mar-2023	-	4,911.56	18,319.58	1,11,496.95	50,668.45	18,302.70	35,366.44	2,39,065.69
<b>Net Block</b>								
At 1-Apr-2021	19,607.37	2,647.38	7,943.90	63,970.00	15,196.68	8,909.97	4,370.34	1,22,645.63
As at 31-Mar-2022	26,303.77	52,077.85	11,331.91	91,421.56	40,317.52	14,670.85	9,733.91	2,45,857.38
As at 31-Mar-2023	26,303.77	85,069.03	26,065.04	1,25,185.21	35,349.73	11,943.66	15,602.26	3,25,518.70

**15(B) Capital work in progress**

	As at 31-Mar-2023	As at 31-Mar-2022
Capital work in progress	3,631.72	7,149.14
Total	3,631.72	7,149.14

**Capital work in progress ageing schedule****As at 31-March-2023**

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	3,631.72	-	-	-	3,631.72
Projects temporarily suspended	-	-	-	-	-

**As at 31-March-2022**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	312.35	2,668.77	-	4,168.02	7,149.14
Projects temporarily suspended	-	-	-	-	-

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**15(C) Right-of-Use Asset**

	Total
<b>Building</b>	
At 1-Apr-2021	1,13,505.22
Additions	64,578.86
Disposals	-
<b>As at 31-Mar-2022</b>	<b>1,78,084.08</b>
Additions	80,915.04
Disposals	2,629.41
<b>As at 31-Mar-2023</b>	<b>2,56,369.71</b>
<b>Depreciation</b>	
At 1-Apr-2021	74,485.86
Charge for the year	30,440.92
Disposals	-
<b>As at 31-Mar-2022</b>	<b>1,04,926.78</b>
Charge for the period	36,969.97
Disposals	-
<b>As at 31-Mar-2023</b>	<b>1,41,896.75</b>
<b>Net Right-of-use asset</b>	
At 1-Apr-2021	39,019.36
As at 31-Mar-2022	73,157.30
As at 31-Mar-2023	1,14,472.96

**15(C) Lease Liability**

	Total
Balance at the beginning as on 01-04-2021	36,506.39
Additions	59,189.14
Finance cost accrued during the year	6,615.17
Deletions	1,541.90
Payment of lease liabilities	32,724.93
<b>Balance at the end as on 31-3-2022</b>	<b>68,043.87</b>
Additions	73,862.60
Finance cost accrued during the year	12,609.88
Deletions	2,809.56
Payment of lease liabilities	41,408.20
<b>Balance at the end as on 31-3-2023</b>	<b>1,10,298.59</b>

Particulars	As at 31-Mar-2023
Less than one year	3,110.58
One to five years	51,543.64
More than five years	55,644.38
<b>Total</b>	<b>1,10,298.59</b>

**16 Other Intangible Assets**

	Computer Software
<b>Cost</b>	
At 1-Apr-2021	4,131.40
Additions	75.00
Disposals	-
<b>As at 31-Mar-2022</b>	<b>4,206.40</b>
Additions	180.21
Disposals	-
<b>As at 31-Mar-2023</b>	<b>4,386.61</b>
<b>Amortization</b>	
At 1-Apr-2021	1,442.93



**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	Computer Software
Charge for the year	449.91
Disposals	-
<b>As at 31-Mar-2022</b>	<b>1,892.84</b>
Charge for the period	732.75
Disposals	-
<b>As at 31-Mar-2023</b>	<b>2,625.59</b>
<b>Net Block</b>	
<b>At 1-Apr-2021</b>	<b>2,688.47</b>
<b>As at 31-Mar-2022</b>	<b>2,313.56</b>
<b>As at 31-Mar-2023</b>	<b>1,761.02</b>

**17 Other Non-Financial Asset**

	As at 31-Mar-2023	As at 31-Mar-2022
Prepaid Expenses	2,347.72	20,172.56
GST Receivables	16,009.61	13,413.08
Other Advances	1,04,144.76	86,417.69
Balance with government authorities	16,977.62	16,977.62
<b>Total</b>	<b>1,39,479.71</b>	<b>1,36,980.95</b>

**18 Trade payables**

	As at 31-Mar-2023	As at 31-Mar-2022
Total outstanding dues of micro enterprises and small enterprises; and	632.41	567.71
Total outstanding dues of creditors other than micro enterprises and small enterprises.	13,749.97	9,830.50
<b>Total</b>	<b>14,382.38</b>	<b>10,398.21</b>

**Trade Payables aging schedule****As at 31-March-2023**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i) MSME	632.41	-	-	-	632.41
ii) Others	12,432.84	790.96	282.00	244.18	13,749.97
iii) Disputed dues- MSME	-	-	-	-	-
iv) Disputed dues- Others	-	-	-	-	-

**As at 31-March-2022**

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i) MSME	567.71	-	-	-	567.71
ii) Others	9,318.12	285.03	29.97	197.38	9,830.49
iii) Disputed dues- MSME	-	-	-	-	-
iv) Disputed dues- Others	-	-	-	-	-

**Disclosure:- Micro, Small and Medium Enterprises**

	As at 31-Mar-2023	As at 31-Mar-2022
a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	Nil	Nil
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	Nil	Nil

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	As at 31-Mar-2023	As at 31-Mar-2022
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	Nil	Nil
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	Nil	Nil
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

## 19 Debt Securities

	As at 31-Mar-2023	As at 31-Mar-2022
<b>At Amortised Cost</b>		
Privately placed redeemable non-convertible debentures (Secured)	32,45,024.00	26,83,860.00
Others - Non-convertible Debentures - Public issue(Secured)	-	-
<b>Total (A)</b>	<b>32,45,024.00</b>	<b>26,83,860.00</b>
Debt securities in India	<b>32,45,024.00</b>	<b>26,83,860.00</b>
Debt securities outside India	-	-
<b>Total (B)</b>	<b>32,45,024.00</b>	<b>26,83,860.00</b>

### Nature of Security

Secured (first ranking) by a hypothecation of all loan receivables, advances, Property Plant and Equipment and other unencumbered assets of the Company, both present and future, having a minimum security cover of 110% of the outstanding balance of Debentures and Interest accrued thereon. The Company has executed a separate deed of hypothecation in favour of Trustees for creation of this security. Debentures are offered for a period of 13 months to 68 months

### A] Non Convertible Debentures (Secured)

Non Convertible Debentures of ₹1,000/- each. Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

#### As at 31-Mar-2023

Redeemable at par within	Rate of interest							
	>= 10% < 12%		>= 12% < 14%		>= 14%		Total	
	Number	Amount	Number	Amount	Number	Amount	Number	Amount
Due within 1 year	3,71,148	3,71,148.00	9,96,593	9,96,593.00	-	-	13,67,741	13,67,741.00
Due within 1-2 years	1,61,507	1,61,507.00	7,09,497	7,09,497.00	-	-	8,71,004	8,71,004.00
Due within 2-3 years	1,71,033	1,71,033.00	4,61,185	4,61,185.00	-	-	6,32,218	6,32,218.00
Due within 3-4 years	2,850	2,850.00	1,49,913	1,49,913.00	-	-	1,52,763	1,52,763.00
Due within 4-5 years	-	-	1,09,032	1,09,032.00	-	-	1,09,032	1,09,032.00
Due within 5-6 years	-	-	1,12,266	1,12,266.00	-	-	1,12,266	1,12,266.00
<b>Grand Total</b>	<b>7,06,538</b>	<b>7,06,538.00</b>	<b>25,38,486</b>	<b>25,38,486.00</b>	<b>-</b>	<b>-</b>	<b>32,45,024</b>	<b>32,45,024.00</b>

#### As at 31-Mar-2022

Redeemable at par within	Rate of interest							
	>= 10% < 12%		>= 12% < 14%		>= 14%		Total	
	Number	Amount	Number	Amount	Number	Amount	Number	Amount
Due within 1 year	1,00,434	1,00,434.00	9,64,675	9,64,675.00	23,864	23,864.00	10,88,973	10,88,973.00
Due within 1-2 years	9,230	9,230.00	8,69,211	8,69,211.00	-	-	8,78,441	8,78,441.00
Due within 2-3 years	-	-	3,80,784	3,80,784.00	-	-	3,80,784	3,80,784.00
Due within 3-4 years	-	-	1,24,676	1,24,676.00	-	-	1,24,676	1,24,676.00
Due within 4-5 years	-	-	1,46,851	1,46,851.00	-	-	1,46,851	1,46,851.00

**Note to the Consolidated Financial Statements** for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Redeemable at par within	Rate of interest							
	>= 10% < 12%		>= 12% < 14%		>= 14%		Total	
	Number	Amount	Number	Amount	Number	Amount	Number	Amount
Due within 5-6 years	-	-	64,135	64,135.00	-	-	64,135	64,135.00
<b>Grand Total</b>	<b>1,09,664</b>	<b>1,09,664.00</b>	<b>25,50,332</b>	<b>25,50,332.00</b>	<b>23,864</b>	<b>23,864.00</b>	<b>26,83,860</b>	<b>26,83,860.00</b>

**D] Non Convertible Debentures of ₹1,000/- each - series-wise classification****As at 31-Mar-2023**

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure (months)
1	31-10-2017	825.00	13.66%	65
2	15-11-2017	1,625.00	13.66%	65
3	30-11-2017	3,120.00	13.66%	65
4	15-12-2017	3,503.00	13.66%	65
5	31-12-2017	2,375.00	13.66%	65
6	15-01-2018	3,420.00	13.66%	65
7	31-01-2018	2,560.00	13.66%	65
8	15-02-2018	2,600.00	13.66%	65
9	28-02-2018	4,303.00	13.66%	65
10	05-03-2018	220.00	13.66%	65
11	12-03-2018	5,360.00	13.66%	65
12	19-03-2018	2,375.00	13.66%	65
13	26-03-2018	1,350.00	13.66%	65
14	03-04-2018	4,050.00	13.66%	65
15	10-04-2018	1,655.00	13.66%	65
16	16-04-2018	1,480.00	13.66%	65
17	23-04-2018	950.00	13.66%	65
18	30-04-2018	950.00	13.66%	65
19	07-05-2018	1,500.00	13.66%	65
20	14-05-2018	1,000.00	13.66%	65
21	21-05-2018	2,200.00	13.66%	65
22	28-05-2018	1,625.00	13.66%	65
23	04-06-2018	3,742.00	13.66%	65
24	11-06-2018	600.00	13.66%	65
25	18-06-2018	4,100.00	13.66%	65
26	25-06-2018	3,650.00	13.66%	65
27	02-07-2018	1,081.00	13.66%	65
28	09-07-2018	400.00	13.66%	65
29	16-07-2018	775.00	13.66%	65
30	23-07-2018	2,200.00	13.66%	65
31	30-07-2018	2,224.00	13.66%	65
32	06-08-2018	1,995.00	13.66%	65
33	13-08-2018	3,781.00	13.66%	65
34	20-08-2018	3,174.00	13.66%	65
35	03-09-2018	3,725.00	13.66%	65
36	10-09-2018	4,800.00	13.66%	65
37	17-09-2018	915.00	13.66%	65
38	24-09-2018	150.00	13.66%	65
39	01-10-2018	2,592.00	13.66%	65
40	07-11-2018	5,000.00	13.66%	65
41	07-12-2018	7,660.00	13.66%	65
42	07-01-2019	5,815.00	13.66%	65
43	07-02-2019	12,095.00	13.66%	65
44	07-03-2019	4,700.00	13.66%	65
45	12-04-2019	4,055.00	13.66%	65
46	07-05-2019	5,205.00	13.66%	65
47	07-06-2019	5,150.00	13.66%	65

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure (months)
48	08-07-2019	9,820.00	13.66%	65
49	07-08-2019	9,639.00	13.66%	65
50	07-09-2019	5,295.00	13.66%	65
51	09-10-2019	6,525.00	13.66%	65
52	07-11-2019	11,018.00	13.66%	65
53	19-12-2019	18,985.00	13.66%	65
54	13-01-2020	3,946.00	13.66%	65
55	18-02-2020	9,310.00	13.66%	65
56	18-03-2020	21,601.00	13.66%	65
57	17-04-2020	12,110.00	12.25%-13.66%	36-65
58	12-05-2020	34,948.00	12.25%-13.66%	36-65
59	13-06-2020	21,740.00	12.25%-13.66%	36-65
60	30-06-2020	28,635.00	12.25%-13.66%	36-65
61	14-07-2020	44,276.00	12.25%-13.66%	36-65
62	11-08-2020	22,725.00	12.25%-13.66%	36-65
63	27-08-2020	50,500.00	12.25%-13.66%	36-65
64	12-09-2020	18,000.00	12.25%-13.66%	36-65
65	29-09-2020	20,631.00	12.25%-13.66%	36-65
66	13-10-2020	17,129.00	12.25%-13.66%	36-65
67	02-11-2020	19,180.00	12.25%-13.66%	36-65
68	18-11-2020	21,745.00	12.25%-13.66%	36-65
69	05-12-2020	26,217.00	12.25%-13.66%	36-65
70	21-12-2020	26,105.00	12.25%-13.66%	36-65
71	07-01-2021	24,625.00	12.25%-13.66%	36-65
72	27-01-2021	15,270.00	12.25%-13.66%	36-65
73	09-02-2021	31,423.00	12.25%-13.66%	36-65
74	23-02-2021	27,555.00	12.25%-13.66%	36-65
75	09-03-2021	20,131.00	12.25%-13.66%	36-65
76	25-03-2021	20,575.00	12.25%-13.66%	36-65
77	30-03-2021	2,020.00	12.25%-13.66%	36-65
78	13-04-2021	25,920.00	12%-13.66%	24-65
79	23-04-2021	24,660.00	12%-13.66%	24-65
80	08-05-2021	22,795.00	12%-13.66%	24-65
81	02-06-2021	25,508.00	12%-13.66%	24-65
82	18-06-2021	24,329.00	12%-13.66%	24-65
83	09-07-2021	37,146.00	12%-13.66%	24-65
84	23-07-2021	37,602.00	12%-13.66%	24-65
85	06-08-2021	28,244.00	12%-13.66%	24-65
86	26-08-2021	42,098.00	12%-13.66%	24-65
87	08-09-2021	44,691.00	12%-13.66%	24-65
88	23-09-2021	37,271.00	12%-13.66%	24-65
89	08-10-2021	37,607.00	12%-13.66%	24-65
90	27-10-2021	46,212.00	12%-13.66%	24-65
91	13-11-2021	43,009.00	12%-13.66%	24-65
92	03-12-2021	51,793.00	12%-13.66%	24-65
93	30-12-2021	30,150.00	12%-13.66%	24-65
94	31-12-2021	20,950.00	12%-13.66%	24-65
95	21-01-2022	18,735.00	12%-13.66%	24-65
96	28-01-2022	33,216.00	12%-13.66%	24-65
97	17-02-2022	52,324.00	12%-13.66%	24-65
98	07-03-2022	73,820.00	11.5%-13.66%	13-65
99	21-03-2022	42,773.00	11.5%-13.66%	13-65
100	30-03-2022	28,730.00	11.5%-13.66%	13-65
101	12-04-2022	64,805.00	11.5%-13.66%	13-65
102	19-04-2022	60,407.00	11.5%-13.66%	13-65
103	06-05-2022	54,338.00	11%-13.01%	13-68

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure (months)
104	07-05-2022	9,050.00	11%-13.01%	13-68
105	23-05-2022	62,579.00	11%-13.01%	13-68
106	02-06-2022	6,600.00	11%-13.01%	13-68
107	07-06-2022	53,768.00	11%-13.01%	13-68
108	20-06-2022	80,277.00	11%-13.01%	13-68
109	11-07-2022	73,224.00	11%-13.01%	13-68
110	02-08-2022	76,890.00	11%-13.01%	13-68
111	22-08-2022	5,850.00	11%-12.75%	13-36
112	23-08-2022	93,115.00	11%-13.01%	13-68
113	03-09-2022	76,423.00	11%-13.01%	13-68
114	26-09-2022	1,17,950.00	11%-13.01%	13-68
115	15-10-2022	88,026.00	11%-13.01%	13-68
116	31-10-2022	62,584.00	11%-13.01%	13-68
117	15-11-2022	1,01,094.00	11%-13.01%	13-68
118	02-12-2022	83,743.00	11%-13.01%	13-68
119	17-12-2022	64,718.00	11%-13.01%	13-68
120	31-12-2022	62,565.00	11%-13.01%	13-68
121	20-01-2023	61,202.00	11%-13.01%	13-68
122	07-02-2023	62,694.00	11%-13.01%	13-68
123	23-02-2023	62,094.00	11%-13.01%	13-68
124	14-03-2023	85,553.00	11%-13.01%	13-68
125	29-03-2023	71,190.00	11%-13.01%	13-68
126	31-03-2023	35,218.00	11%-13.01%	13-68
<b>Total</b>		<b>32,45,849.00</b>		

**D] Non Convertible Debentures of ₹1,000/- each - series-wise classification****As at 31-Mar-2022**

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure (months)
1	15-03-2017	2,299.00	14.87%	62
2	31-03-2017	3,559.00	14.87%	62
3	15-04-2017	4,010.00	14.87%	62
4	30-04-2017	5,171.00	14.87%	62
5	15-05-2017	2,915.00	14.87%	62
6	31-05-2017	270.00	14.87%	62
7	15-06-2017	2,340.00	14.87%	62
8	30-06-2017	1,900.00	14.87%	62
9	15-07-2017	2,907.00	13.66%-14.87%	62-65
10	31-07-2017	3,004.00	13.66%	65
11	16-08-2017	4,250.00	13.66%	65
12	31-08-2017	2,394.00	13.66%	65
13	15-09-2017	1,885.00	13.66%	65
14	30-09-2017	2,460.00	13.66%	65
15	15-10-2017	7,455.00	13.66%	65
16	31-10-2017	7,515.00	13.66%	65
17	15-11-2017	1,625.00	13.66%	65
18	30-11-2017	3,120.00	13.66%	65
19	15-12-2017	3,503.00	13.66%	65
20	31-12-2017	2,375.00	13.66%	65
21	15-01-2018	3,420.00	13.66%	65
22	31-01-2018	2,560.00	13.66%	65
23	15-02-2018	2,600.00	13.66%	65
24	28-02-2018	4,303.00	13.66%	65
25	05-03-2018	220.00	13.66%	65
26	12-03-2018	5,360.00	13.66%	65
27	19-03-2018	2,375.00	13.66%	65

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure (months)
28	26-03-2018	1,350.00	13.66%	65
29	03-04-2018	4,050.00	13.66%	65
30	10-04-2018	1,655.00	13.66%	65
31	16-04-2018	1,480.00	13.66%	65
32	23-04-2018	950.00	13.66%	65
33	30-04-2018	950.00	13.66%	65
34	07-05-2018	1,500.00	13.66%	65
35	14-05-2018	1,000.00	13.66%	65
36	21-05-2018	2,200.00	13.66%	65
37	28-05-2018	1,625.00	13.66%	65
38	04-06-2018	3,742.00	13.66%	65
39	11-06-2018	600.00	13.66%	65
40	18-06-2018	4,100.00	13.66%	65
41	25-06-2018	3,650.00	13.66%	65
42	02-07-2018	1,081.00	13.66%	65
43	09-07-2018	400.00	13.66%	65
44	16-07-2018	825.00	13.66%	65
45	23-07-2018	2,200.00	13.66%	65
46	30-07-2018	2,224.00	13.66%	65
47	06-08-2018	1,995.00	13.66%	65
48	13-08-2018	4,081.00	13.66%	65
49	20-08-2018	3,174.00	13.66%	65
50	03-09-2018	3,725.00	13.66%	65
51	10-09-2018	4,800.00	13.66%	65
52	17-09-2018	915.00	13.66%	65
53	24-09-2018	150.00	13.66%	65
54	01-10-2018	2,592.00	13.66%	65
55	07-11-2018	5,000.00	13.66%	65
56	07-12-2018	7,660.00	13.66%	65
57	07-01-2019	5,815.00	13.66%	65
58	07-02-2019	12,095.00	13.66%	65
59	07-03-2019	4,700.00	13.66%	65
60	12-04-2019	24,457.00	12.25%-13.66%	36-65
61	07-05-2019	21,425.00	12.25%-13.66%	36-65
62	07-06-2019	22,359.00	12.25%-13.66%	36-65
63	08-07-2019	21,684.00	12.25%-13.66%	36-65
64	07-08-2019	23,904.00	12.25%-13.66%	36-65
65	07-09-2019	29,970.00	12.25%-13.66%	36-65
66	09-10-2019	32,925.00	12.25%-13.66%	36-65
67	07-11-2019	46,223.00	12.25%-13.66%	36-65
68	19-12-2019	71,654.00	12.25%-13.66%	36-65
69	13-01-2020	31,533.00	12.25%-13.66%	36-65
70	18-02-2020	30,365.00	12.25%-13.66%	36-65
71	18-03-2020	42,833.00	12.25%-13.66%	36-65
72	17-04-2020	21,320.00	12%-13.66%	24-65
73	12-05-2020	60,633.00	12%-13.66%	24-65
74	13-06-2020	40,224.00	12%-13.66%	24-65
75	30-06-2020	42,727.00	12%-13.66%	24-65
76	14-07-2020	76,729.00	12%-13.66%	24-65
77	11-08-2020	45,372.00	12%-13.66%	24-65
78	27-08-2020	84,072.00	12%-13.66%	24-65
79	12-09-2020	35,670.00	12%-13.66%	24-65
80	29-09-2020	31,061.00	12%-13.66%	24-65
81	13-10-2020	32,379.00	12%-13.66%	24-65
82	02-11-2020	33,575.00	12%-13.66%	24-65
83	18-11-2020	39,425.00	12%-13.66%	24-65

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Sl. No.	Date of Allotment	Outstanding	Interest Rate	Tenure (months)
84	05-12-2020	34,721.00	12%-13.66%	24-65
85	21-12-2020	35,795.00	12%-13.66%	24-65
86	07-01-2021	38,755.00	12%-13.66%	24-65
87	27-01-2021	35,095.00	12%-13.66%	24-65
88	09-02-2021	42,793.00	12%-13.66%	24-65
89	23-02-2021	39,460.00	12%-13.66%	24-65
90	09-03-2021	49,713.00	11.50%-13.66%	13-65
91	25-03-2021	68,050.00	11.50%-13.66%	13-65
92	30-03-2021	10,740.00	11.50%-13.66%	13-65
93	13-04-2021	39,685.00	11.50%-13.66%	13-65
94	23-04-2021	42,597.00	11.50%-13.66%	13-65
95	08-05-2021	42,335.00	11.50%-13.66%	13-65
96	02-06-2021	39,965.00	11.50%-13.66%	13-65
97	18-06-2021	44,310.00	11.50%-13.66%	13-65
98	09-07-2021	54,801.00	11.50%-13.66%	13-65
99	23-07-2021	61,876.00	11.50%-13.66%	13-65
100	06-08-2021	46,619.00	11.50%-13.66%	13-65
101	26-08-2021	64,245.00	11.50%-13.66%	13-65
102	08-09-2021	64,776.00	11.50%-13.66%	13-65
103	23-09-2021	56,801.00	11.50%-13.66%	13-65
104	08-10-2021	65,291.00	11.50%-13.66%	13-65
105	27-10-2021	64,415.00	11.50%-13.66%	13-65
106	13-11-2021	60,694.00	11.50%-13.66%	13-65
107	03-12-2021	77,500.00	11.50%-13.66%	13-65
108	30-12-2021	44,389.00	11.50%-13.66%	13-65
109	31-12-2021	29,300.00	11.5%-13.66%	13-65
110	21-01-2022	31,535.00	11.5%-13.66%	13-65
111	28-01-2022	57,146.00	11.50%-13.66%	13-65
112	17-02-2022	54,437.00	11.50%-13.66%	13-65
113	17-02-2022	20,100.00	11.5%-13.66%	13-65
114	07-03-2022	73,820.00	11.50%-13.66%	13-65
115	21-03-2022	42,773.00	11.50%-13.66%	13-65
116	30-03-2022	28,730.00	11.5%-13.66%	13-65
<b>Total</b>		<b>26,83,860.00</b>		

**20 Borrowings (Other than Debt Securities)**

	As at 31-Mar-2023	As at 31-Mar-2022
<b>Term Loan</b>		
Vehicle Loan- HDFC Bank	-	69.01
Vehicle Loan- Axis Bank	12,785.14	15,956.79
SBI Term Loan	1,94,269.26	2,45,000.00
<b>Loan From Related Parties</b>		
Loan from Directors	1,911.28	17,860.05
<b>Total</b>	<b>2,08,965.68</b>	<b>2,78,885.85</b>
Borrowings in India	2,08,965.68	2,78,885.85
Borrowings outside India	-	-
<b>Total</b>	<b>2,08,965.68</b>	<b>2,78,885.85</b>



**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**A] Terms and Conditions of borrowings**

Name of the financial Institution	Security	Nature of Loan	Interest Rate	Other Terms
Axis Bank Limited	Vehicle - Toyota Vellfire	Auto Loan	7.25%	Margin -18%, EMI amounts to ₹1,79,752/-, Period - 60 months
Axis Bank Limited	Vehicle - BMW	Auto Loan	8.73%	Margin -14%, EMI amounts to ₹1,81,299/-, Period - 60 months
State Bank of India	Hypothecation of Loan Receivables (Standard Assets as per IRACP Norms of RBI)	Term Loan	9.45%	Margin on Receivables atleast 125% of Term Loan Outstanding has to be ensured during the tenure of the loan
K.G Anilkumar	Nil	Loan from Directors	Nil	Nil
Umadevi Anilkumar	Nil	Loan from Directors	Nil	Nil

**Term Loan- (Secured)**

Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

**31-Mar-23**

Repayable within	Rate of Interest				
	10.51%	8.73%	7.25%	9.45%	Total
Due Within 1 year	-	1,678.47	1,755.41	50,400.00	53,833.88
Due Within 1-2 year	-	1,831.01	1,886.99	47,900.00	51,618.00
Due Within 2-3 year	-	1,997.41	2,028.44	50,400.00	54,425.85
Due Within 3-4 year	-	944.67	662.74	45,569.26	47,176.67
Due Within 4-5 year	-	-	-	-	-
<b>Grand Total</b>	-	<b>6,451.56</b>	<b>6,333.58</b>	<b>1,94,269.26</b>	<b>2,07,054.40</b>

**31-Mar-22**

Repayable within	Rate of Interest				
	10.51%	8.73%	7.25%	9.45%	Total
Due Within 1 year	69.01	1,538.64	1,633.00	50,000.00	53,240.65
Due Within 1-2 year	-	1,678.47	1,755.41	47,500.00	50,933.89
Due Within 2-3 year	-	1,831.01	1,886.99	50,000.00	53,718.01
Due Within 3-4 year	-	1,997.41	2,028.44	50,000.00	54,025.85
Due Within 4-5 year	-	944.67	662.74	47,499.98	49,107.39
<b>Grand Total</b>	<b>69.01</b>	<b>7,990.20</b>	<b>7,966.58</b>	<b>2,45,000.00</b>	<b>2,61,025.79</b>

**21 Subordinate Liabilities**

	As at 31-Mar-2023	As at 31-Mar-2022
<b>At Amortised Cost</b>		
Subordinated debt from Others	2,40,795.00	2,76,640.00
Preference shares#	28,400.00	28,400.00
<b>Total</b>	<b>2,69,195.00</b>	<b>3,05,040.00</b>
Borrowings in India	2,69,195.00	3,05,040.00
Borrowings outside India	-	-
<b>Total</b>	<b>2,69,195.00</b>	<b>3,05,040.00</b>

#15% Redeemable Non - Convertible Cumulative Preference Shares of face value of Rs.100/- paid up each.

**B] Subordinated Debts from Others(Unsecured)**

Subordinated debts have a face value of ₹ 1,000/- each. Details of rate of interest and maturity pattern as on the date of the balance sheet is as under:

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**As at 31-Mar-2023**

Redeemable at par within	Rate of Interest					
	≥ 12% < 14%		≥ 14%		Total	
	Number	Amount	Number	Amount	Number	Amount
Due within 1 year	-	-	-	-	-	-
Due within 1- 2 years	1,05,900	1,05,900.00	83,860	83,860.00	1,89,760	1,89,760.00
Due within 2-3 years	3,100	3,100.00	2,000	2,000.00	5,100	5,100.00
Due within 3-4 years	-	-	-	-	-	-
Due within 4-5 years	27,980	27,980.00	17,955	17,955.00	45,935	45,935.00
<b>Grand Total</b>	<b>1,36,980.00</b>	<b>1,36,980.00</b>	<b>1,03,815.00</b>	<b>1,03,815.00</b>	<b>2,40,795.00</b>	<b>2,40,795.00</b>

**As at 31-Mar-2022**

Redeemable at par within	Rate of Interest					
	≥ 12% < 14%		≥ 14%		Total	
	Number	Amount	Number	Amount	Number	Amount
Due within 1 year	18.94	18,939.00	16.91	16,906.00	35.85	35,845.00
Due within 1- 2 years	-	-	-	-	-	-
Due within 2-3 years	105.90	1,05,900.00	83.86	83,860.00	189.76	1,89,760.00
Due within 3-4 years	31.08	31,080.00	19.96	19,955.00	51.04	51,035.00
Due within 4-5 years	-	-	-	-	-	-
<b>Grand Total</b>	<b>155.92</b>	<b>1,55,919.00</b>	<b>120.72</b>	<b>1,20,721.00</b>	<b>276.64</b>	<b>2,76,640.00</b>

**22 Other financial liabilities**

	As at 31-Mar-2023	As at 31-Mar-2022
Interest accrued on borrowings	3,83,217.01	3,15,314.43
Unclaimed dividend*	109.03	109.03
Unpaid matured debentures and interest accrued thereon;	4,741.23	4,545.52
Unpaid matured Subordinated Debts and interest accrued thereon;	12,555.24	14,033.00
Employee related payables	40,527.44	23,764.10
Others	149.21	6,555.31
<b>Total</b>	<b>4,41,299.16</b>	<b>3,64,321.39</b>
*Amount to be credited to Investor Education and Protection Fund towards unpaid dividends	Nil	Nil

**23 Provisions**

	As at 31-Mar-2023	As at 31-Mar-2022
Employee Benefits		
- Gratuity	12,905.59	10,745.26
Provisions for taxation	32,733.43	27,599.40
Provision for CSR Expenditure	-	-
Provision for dividend on preference shares	4,260.00	3,989.14
Provision for loss on account of fraud.	12,799.91	8,719.01
Others	342.58	455.45
<b>Total</b>	<b>63,041.51</b>	<b>51,508.26</b>

**24 Other non-financial liabilities**

	As at 31-Mar-2023	As at 31-Mar-2022
Statutory dues payable	8,281.90	11,677.66
Other liabilities	2,749.06	2,855.19
<b>Total</b>	<b>11,030.96</b>	<b>14,532.85</b>

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**25 Equity Share capital**

The reconciliation of equity shares outstanding at the beginning and at the end of the period

	As at 31-Mar-2023	As at 31-Mar-2022
<b>Authorized shares</b>		
10,00,00,000 (Previous Year : 10,00,00,000) Equity shares of ₹10/- each	10,00,000.00	10,00,000.00
50,00,000 (Previous Year : 50,00,000) Preference shares of ₹100/- each #	5,00,000.00	5,00,000.00
	<b>15,00,000.00</b>	<b>15,00,000.00</b>
<b>Issued, subscribed and fully paid-up shares</b>		
4,73,93,561 (Previous Year : 4,43,34,952) Equity shares of ₹10/- each #	4,73,935.61	4,43,349.52
<b>Total</b>	<b>4,73,935.61</b>	<b>4,43,349.52</b>

#During the year the Company has issued 15% Redeemable Non-Convertible Preference shares of face value ₹ 100 paid up each , which is disclosed in Note no 19 under subordinate liabilities.

#During the year the company issued 30,58,609 Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each of the company at Rs. 25/-(Rupees Twenty Five Only) each for cash (including premium of Rs. 15/-) on right basis.

a. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. 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.

b. Details of shareholders holding more than 5% shares in the company

Name of Shareholders	As at 31-Mar-2023		As at 31-Mar-2022	
	Number	% holding in the class	Number	% holding in the class
K G Anilkumar	1,69,40,176	35.74%	1,60,18,144	36.13%
Umadevi Anilkumar	45,01,799	9.50%	41,01,799	9.25%

(As per records of the Company, including its Register of share holders/members and other declarations received from share holders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.)

c. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	As at 31-Mar-2023		As at 31-Mar-2022	
	Number	Amount	Number	Amount
At the beginning of the year	4,43,34,952	4,43,349.52	4,43,34,952	4,43,349.52
Issued during the period	30,58,609	30,586.09	-	-
Outstanding at the end of the period	<b>4,73,93,561</b>	<b>4,73,935.61</b>	<b>4,43,34,952</b>	<b>4,43,349.52</b>

d. Shareholding of Promoters

As at 31-Mar-2023

Shares held by promoters at the end of the year			% Change during the year
Promoter name	No. of Shares	% of total shares	
K G Anilkumar	1,69,40,176	35.74%	-0.39%
Umadevi Anilkumar	45,01,799	9.50%	0.25%

As at 31-Mar-2022

Shares held by promoters at the end of the year			% Change during the year
Promoter name	No. of Shares	% of total shares	
K G Anilkumar	1,60,18,144	36.13%	3.51%
Umadevi Anilkumar	41,01,799	9.25%	Nil

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**26 Other Equity**

	As at 31-Mar-2023	As at 31-Mar-2022
<b>Statutory Reserves</b>		
Balance as per the last financial statements	18,041.97	12,041.97
Add: Transferred from statement of Profit and loss account	6,470.00	6,000.00
<b>Closing Balance</b>	<b>24,511.97</b>	<b>18,041.97</b>
<b>Impairment Reserves</b>		
Balance as per the last financial statements	8,801.96	5,120.21
Add: Transferred from statement of Profit and loss account	12,908.99	3,681.75
<b>Closing Balance</b>	<b>21,710.95</b>	<b>8,801.96</b>
<b>Securities Premium Reserves</b>		
Balance as per the last financial statements	2,43,376.88	2,43,376.88
Add: Additions during the period	45,879.14	-
<b>Closing Balance</b>	<b>2,89,256.01</b>	<b>2,43,376.88</b>
<b>Surplus/(deficit) in the statement of profit and loss</b>		
Balance as per last financial statements	34,150.01	22,393.45
Add: Other Net additions		
Profit/(loss) during the period	30,604.04	25,363.10
Less: Transferred to Statutory Reserve	6,470.00	6,000.00
Provision for dividend on Preference Share	4,260.00	3,924.79
Add/Less: Adjustments - Impairment Reserve	12,908.99	3,681.75
<b>Net surplus in the statement of profit and loss</b>	<b>41,115.06</b>	<b>34,150.01</b>
<b>Other Comprehensive Income</b>		
Balance as per last financial statements	(374.92)	(544.41)
Add: Additions during the period	924.12	169.50
Net surplus in the statement of profit and loss	549.20	(374.92)
<b>Total</b>	<b>3,77,143.19</b>	<b>3,03,995.90</b>

**Nature and purpose of Reserves**

**Statutory reserve (Statutory Reserve pursuant to Section 45-IC of The RBI Act, 1934):** Section 45IC of Reserve Bank of India Act, 1934 ("RBI Act, 1934") defines that every non banking finance institution which is a Company shall create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as disclosed in the statement of profit and loss before any dividend is declared.

The Company has transferred an amount of ₹64,70,000/- (Previous year ₹60,00,000/-) to Statutory reserve pursuant to Section 45-IC of RBI Act, 1934

**Impairment reserve:** Where impairment allowance under Ind AS 109 is lower than the provisioning required under IRACP(including standard asset provisioning),the differential amount is transferred to impairment reserve.The balance in the impairment reserves shall not be reckoned for regulatory capital

**Securities premium:** Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

**Other comprehensive income:** Other items of other comprehensive income consist of remeasurement of net defined benefit liability/ asset.

**27 Revenue from operations****I) Interest Income**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
<b>On Financial Assets measured at Amortised cost</b>		
Interest on Loans	11,20,519.31	8,66,444.48
Interest on Fixed deposit	1,366.89	7,262.35
<b>Total</b>	<b>11,21,886.20</b>	<b>8,73,706.83</b>

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

II) Revenue from other Financial Services

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Income From Money Transfer	9.54	17.91
Fees and Service Charges Received	8,913.93	11,084.59
<b>Total</b>	<b>8,923.47</b>	<b>11,102.50</b>

**28 Other income**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Miscellaneous income	444.74	478.04
Interest On Rent Deposit	3,660.44	3,587.37
Dividend on Investments	777.39	870.60
Net Gain/(Loss) on sale of investments	(436.98)	2,711.62
Gain on current investment due to market fluctuation	(9,256.57)	1,777.10
Profit/(Loss) on sale of Property,Plant and Equipment	-	62.89
Interest on Income Tax Refund	384.15	6.56
Concession on Lease Rent	-	38.13
<b>Total</b>	<b>(4,426.84)</b>	<b>9,532.31</b>

**29 Finance costs**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
On Financial Assets measured at Amortised cost:		
Interest on Debentures	3,95,261.49	3,23,847.20
Interest on Subordinated Debts	40,077.35	53,272.14
Interest on Bank Borrowings	21,650.14	2,562.41
Interest on Lease Liability	12,429.73	6,471.25
Interest On Vehicle Loan	1,162.18	1,168.35
Other Interest expense:	-	-
Interest on short fall in payment of advance Income Tax	-	-
Interest on others	-	-
<b>Total</b>	<b>4,70,580.89</b>	<b>3,87,321.35</b>

**30 Impairment of Financial Instruments**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
On financial liabilities measured at amortised cost:		
Loans Assets	6,677.42	(163.71)
<b>Total</b>	<b>6,677.42</b>	<b>(163.71)</b>

**31 Employee benefits expense**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Salaries & Wages	2,65,618.40	1,97,774.07
Contribution to provident and other fund	19,184.15	11,821.56
Staff Welfare Expenses	2,265.60	524.67
<b>Total</b>	<b>2,87,068.15</b>	<b>2,10,120.30</b>

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**32 Depreciation and amortization expense**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Depreciation of tangible assets	72,538.91	49,150.97
Depreciation of right-of- use asset	36,969.97	30,440.92
Amortization of intangible assets	732.75	449.91
<b>Total</b>	<b>1,10,241.63</b>	<b>80,041.80</b>

**33 Other expenses**

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Advertising and sales promotion	61,743.13	63,111.00
Bank charges	1,648.23	1,781.68
CSR Expenditure (Refer details below)	1,000.00	848.00
Director's sitting fees	346.08	483.96
Donation	1,363.00	2,196.42
Insurance	2,728.60	2,108.29
Miscellaneous expenses	-	358.49
Office Expenses	10,764.46	9,570.85
Payment to auditor (Refer details below)	1,698.05	1,565.25
Postage and Telephone	9,415.96	7,273.22
Printing and stationery	5,329.39	2,777.58
Professional Charges	23,999.58	16,130.39
Provision for loss on account of fraud	4,080.90	8,719.01
Rent	29,125.90	19,438.19
Repairs and maintenance	18,445.48	15,314.56
Security charges	18,013.94	9,414.47
Tax and fee	4,537.16	9,698.35
Travelling and boarding	6,050.39	3,309.73
Water & Electricity	9,120.15	5,691.52
Other Expenditure	2.36	-
<b>Total</b>	<b>2,09,412.77</b>	<b>1,79,790.96</b>

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Payment to the auditor: (excluding tax)		
as auditor	1,135.00	930.00
for taxation matters	375.00	350.00
for company law matters	-	-
for management services	-	-
for other services	60.00	175.00
for reimbursement of expenses	-	-
<b>Total</b>	<b>1,570.00</b>	<b>1,455.00</b>

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Amount required to be spent by the company during the year	519.92	559.98
Amount of expenditure incurred	1,000.00	848.00
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
Reason for shortfall	-	-
Nature of CSR activities	Educational and Entertainment Purposes	Covid-19 relief and health care activities

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Details of related party transactions	-	-
<b>Movement of CSR Provision:</b>		
Provision as on 31.03.2022	-	1,050
Less: Contribution to Prime Minister's National Relief Fund	-	1,050
Provision as on 31.03.2023	-	-

### 34 Tax expenses

#### Income Tax

The components of income tax expense for the year ended 31 March 2023 and year ended 31 March 2022 are:

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Current tax	21,413.01	17,313.14
Adjustment in respect of current income tax of prior years	(319.38)	(268.79)
Deferred tax relating to origination and reversal of temporary differences	(9,054.02)	(6,957.25)
<b>Total tax charge</b>	<b>12,039.61</b>	<b>10,087.10</b>
Current tax	21,093.63	17,044.35
Deferred tax	(9,054.02)	(6,957.25)

#### Reconciliation of Income tax expense:

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Accounting profit before tax as per Ind AS	42,401.96	37,230.92
Add/(Less) : Ind AS Adjustments on PBT	-	-
Accounting profit before tax for IT Computation	<b>42,401.96</b>	<b>37,230.92</b>
Allowances / Disallowances and other adjustments (Net)	42,170.16	-
Adjusted profit / (Loss) before tax for Income Tax	<b>84,572.12</b>	<b>37,230.92</b>
Current Tax as per Books		
Tax at Normal Rate *	21,413.01	16,854.94
Tax at Special Rate (Short Term Capital Gain Effective rate of 17.16%, March 2022: 17.16%, Long Term Capital Gain Effective rate of 22.88%, March 2021: 22.88%)	-	458.19
	<b>21,413.01</b>	<b>17,313.14</b>
Adjustment of prior year tax and MAT Credit	(319.38)	(268.79)
Total Tax as given in Books	21,093.63	17,044.35
	<b>21,413.01</b>	<b>17,313.14</b>

\*For ICL Fincorp Limited-All India Statutory income tax rate of 25.17%, March 2022: 25.17%

\*For Salem Erode Investments Limited -All India Statutory income tax rate of 27.82%, March 2022: 27.82%

#### Deferred Tax

The following table shows deferred tax recorded in the balance sheet and changes recorded in the Income tax expense:

	Deferred Tax	Deferred Tax	Income	OCI	Others
	Assets	Liabilities	Statement		
	31-Mar-23	31-Mar-23	2022-23	2022-23	2022-23
MAT Credit Entitlement	16,890.31	-	(1,973.21)	-	-
Depreciation	17,583.82	-	6,549.22	-	-
Impairment allowance for financial assets	114.51	(3,981.54)	2,012.24	-	-
Remeasurement gain/ (loss) on defined benefit plan	-	243.31	-	(35.13)	-
Provisions	3,202.68	-	517.59	-	-
Financial assets measured at amortised cost	-	-	-	-	-
Other temporary differences	-	-	(25.04)	-	-
<b>Total</b>	<b>37,791.32</b>	<b>(3,738.22)</b>	<b>7,080.81</b>	<b>(35.13)</b>	<b>-</b>
<b>Net Deferred tax liabilities as at 31 March, 2023</b>	<b>41,529.54</b>	<b>-</b>			



**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	Deferred Tax Assets	Deferred Tax Liabilities	Income Statement	OCI	Others
	31-Mar-22	31-Mar-22	2021-22	2021-22	2021-22
MAT Credit Entitlement	18,863.52	-	(1,386.75)		
Depreciation	11,034.59	-	2,249.45	-	-
Impairment allowance for financial assets	2,288.51	204.71	4,242.70	-	-
Remeasurement gain/ (loss) on defined benefit plan	-	208.18	-	(653.56)	-
Provisions	2,685.09	-	511.11	-	-
Financial assets measured at amortised cost	-	-	-	-	-
Other temporary differences	41.73	16.69	(46.01)	-	-
<b>Total</b>	<b>34,913.44</b>	<b>429.58</b>	<b>5,570.50</b>	<b>(653.56)</b>	<b>-</b>
<b>Net Deferred tax liabilities as at 31 March, 2022</b>	<b>34,483.86</b>				

**35 Earnings per equity share**

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

	For the year ended 31-Mar-2023	For the year ended 31-Mar-2022
Profit/(loss) after tax	30,362.35	27,143.82
Less : Dividends on convertible preference shares & tax thereon	-	-
<b>Net profit/(loss) for calculation of basic EPS</b>	<b>30,362.35</b>	<b>27,143.82</b>
Net profit as above	30,362.35	27,143.82
Add : dividends on convertible preference shares & tax thereon	-	-
Add : interest on bonds convertible into equity shares (net of tax)	-	-
<b>Net profit/(loss) for calculation of diluted EPS (A)</b>	<b>30,362.35</b>	<b>27,143.82</b>
<b>Weighted average number of equity shares in calculating basic EPS (B)</b>	<b>47,394</b>	<b>44,335</b>
<b>Effect of dilution:</b>		
Convertible preference shares	-	-
<b>Weighted average number of equity shares in calculating diluted EPS (C)</b>	<b>47,394</b>	<b>44,335</b>
<b>Earnings Per Share (A/B)</b>	<b>0.64</b>	<b>0.61</b>
(Basic in ₹)		
<b>Earnings Per Share (A/C)</b>	<b>0.64</b>	<b>0.61</b>
(Diluted in ₹)		
<b>Par value per share ₹</b>	<b>10.00</b>	<b>10.00</b>

**36 Retirement Benefit Plan****Defined Contribution Plan**

The Company makes Provident Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognized ₹ 1,48,31,704.00 /- (Previous Year: ₹76,73,628/-) for Provident Fund contributions and ₹ 43,52,447.00 /-(Previous Year: ₹41,47,934/-) for Employee State Insurance Scheme contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the Schemes.

**Defined Benefit Plan**

The Company has a defined benefit gratuity plan. 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.

**i) Gratuity****HOLDING COMPANY****ICL FINCORP LIMITED**

Actuarial assumptions	As at 31-March-2023	As at 31-March-2022
Mortality table	IALM 2012-14 Ult	IALM 2012-14 Ult
Normal retirement Age (years)	65 Years	65 Years

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Actuarial assumptions	As at 31-March-2023	As at 31-March-2022
Employee Turnover	21% p.a upto age 50 thereafter 3%	21% p.a upto age 50 thereafter 3%
Discount rate	7.3%	6.1%
Basic salary increases allowing for Price inflation	4%	4%
Formula used	Projected unit credit Method with control period of one year	Projected unit credit Method with control period of one year

**SUBSIDIARY COMPANY**  
**SALEM ERODE INVESTMENT LIMITED**

Actuarial assumptions	As at 31-March-2023	As at 31-March-2022
Mortality table	IALM 2012-14 Ult	IALM 2012-14 Ult
Superannuation age	65	65
Early retirement and disablement	5% p.a	5% p.a
Discount rate	7.5%	7.2%
Inflation rate	5%	5%
Return on asset	N/A	N/A
Remaining working life	15.1	15.1
Formula used	Projected unit credit Method with control period of one year	Projected unit credit Method with control period of one year

**Changes in fair value of plan assets**

Not applicable as scheme is unfunded

**Funded status**

Not applicable as scheme is unfunded

**Table 1**

Reconciliation of PBO	As at 31-March-2023	As at 31-March-2022
Projected Benefit Obligation at Beginning of Year	10,745.26	8,660.86
Current Service Cost	2,865.61	2,480.77
Interest Cost	832.35	669.01
Contributions by plan participants	-	-
Actuarial (Gain)/Loss due to change in assumptions and experience deviation	(964.36)	(825.66)
Foreign currency exchange rate changes on plans measured in a currency different from the enterprise's reporting currency	-	-
Benefits Paid	(573.28)	(239.72)
Past service cost	-	-
Amalgamations	-	-
Curtailments	-	-
Settlements	-	-
Projected Benefit Obligation at End of Year	12,905.59	10,745.26

**Note to the Consolidated Financial Statements** for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**Table 2**

Plan Asset at Fair Value	As at 31-March-2023	As at 31-March-2022
Plan Asset at beginning of year	-	-
Foreign currency exchange rate changes on plans measured in a currency different from the enterprise's reporting currency	-	-
Expected Return on Plan Asset	-	-
Employer Contribution	573.28	239.72
Employee Contribution	-	-
Benefit Payments	(573.28)	(239.72)
Asset Gain / (Loss)	-	-
Amalgamations	-	-
Settlements	-	-
Ending Asset	-	-
Total actuarial gain/(loss) to be recognised in other comprehensive income	964.36	825.66

**Table 3**

Amount to be Recognised in Balancesheet:	As at 31-March-2023	As at 31-March-2022
Projected Benefit Obligation at End or year	12,905.59	10,745.26
Ending Asset	-	-
Funded Status asset / (liability)	(12,905.59)	(10,745.26)
Unrecognised past service cost - non vested benefits (-)	-	-
Liability(-)/Asset(+) recognised in Balance Sheet	(12,905.59)	(10,745.26)

**Table 4**

Statement of Profit/Loss	As at 31-March-2023	As at 31-March-2022
Current service cost	2,865.61	2,480.77
Interest cost	832.35	669.01
Expected return of plan asset	-	-
Curtailment cost	-	-
Net actuarial (gain)/loss to be recognised in year	-	-
Past Service Cost Recognised	-	-
Effect of Curtailments	-	-
Income (-)/Expense(+) recognised in the statement of P&L	3,697.96	3,149.78
Current Liability	2,335.23	1,762.67
Non-Current Liability	10,570.35	8,982.59

**Table 5**

Further Reconciliation	As at 31-March-2023	As at 31-March-2022
Expenses As above	3,697.96	3,149.78
Less ERContrib/Direct ben paid	(573.28)	(239.72)
Less included in OCI	(964.36)	(825.66)
Balance to be recognised in P&L	2,160.32	2,084.41
Increase in Funded Status	(2,160.32)	(2,084.41)
Actuaial gain/(loss) due to assumption changes	811.19	65.46
Experience adjustments[Gain/(Loss)]:Liability	153.17	760.19
Total Actl gain/(loss) : liability	964.36	825.66
Asset gain / (loss)	-	-
Total gain / (loss)	964.36	825.66

## Note to the Consolidated financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**Table 6**

Amounts recognised in Other Comprehensive Income	As at	As at
	31-March-2023	31-March-2022
Actual gain/(loss) due to assumption changes	811.19	65.46
Experience adjustments[Gain/(Loss)]:Liability	153.17	760.19
Total Actl gain/(loss) on liability side	964.36	825.66
Asset gain / (loss)	-	-
Total to be recognised in OCI for the year	964.36	825.66
Total b/f balance [ gains/(loss) ]	(943.96)	(1,769.62)
Total recognised in OCI at EoY	20.39	(943.96)

**Table 7**

Sensitivity Analysis (Proj.Ben. Obligations)	As at	As at
	31-March-2023	31-March-2022
Current year basis	12,905.59	10,745.26
Last years basis	13,716.78	10,810.72
Discount rate increased by 0.25%	12,744.25	10,599.91
Discount rate decreased by 0.25%	13,071.27	10,894.59
Salary Escalation rate increased by 2%	13,968.08	11,667.16
Salary Escalation rate decreased by 2%	11,964.97	9,900.81
Employee Turnover rate increased by 2%	12,793.90	10,540.40
Employee Turnover rate decreased by 2%	12,955.44	10,924.55

**Table 8**

Categories of Plan Assets	As at	As at
	31-March-2023	31-March-2022
Government of India Securities	0%	0%
High quality corporate bonds	0%	0%
Equity shares of listed companies	0%	0%
Property	0%	0%
Funds managed by Insurer	0%	0%

**Table 9**

Details of experience adjustment on plan assets and liabilities	As at	As at
	31-March-2023	31-March-2022
F Y 2024	2,335.23	1,762.47
F Y 2025	1,647.31	1,224.12
F Y 2026	1,521.52	1,237.77
F Y 2027	1,469.08	1,146.08
F Y 2028	1,387.42	1,043.16
F Y 2029-2033	5,828.83	4,879.76

### 37 Maturity Analysis Of Assets And Liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled. With regard to loans and advances to customers, the Company uses the same basis of expected repayment behaviour as used for estimating the EIR.

	As at 31-Mar-2023			As at 31-Mar-2022		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
	<b>Assets</b>					
<b>Financial Assets</b>						
Cash and Cash Equivalents	97,900.74	-	97,900.74	1,37,489.21	-	1,37,489.21

**Note to the Consolidated Financial Statements** for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

	As at 31-Mar-2023			As at 31-Mar-2022		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
Bank Balances other than above	53,195.10	-	53,195.10	55,355.10	-	55,355.10
Loans	40,13,902.95	16,540.45	40,30,443.40	34,42,515.75	74,265.17	35,16,780.93
Investments	47,086.51	-	47,086.51	41,169.33	-	41,169.33
Other Financial Asset	3,22,436.15	21,451.49	3,43,887.64	2,41,705.16	15,146.03	2,56,851.19
<b>Total (A)</b>	<b>45,34,521.46</b>	<b>37,991.93</b>	<b>45,72,513.39</b>	<b>39,18,234.56</b>	<b>89,411.20</b>	<b>40,07,645.76</b>
<b>Non-Financial Assets</b>						
Current tax assets (net)	32,892.22	-	32,892.22	34,067.67	-	34,067.67
Deferred tax assets (net)	-	41,529.54	41,529.54	-	34,483.86	34,483.86
Property, Plant and Equipment	-	3,25,518.70	3,25,518.70	-	2,45,857.38	2,45,857.38
Capital work in progress	-	3,631.72	3,631.72	-	7,149.14	7,149.14
Right-of-Use Asset	1,164.30	1,13,308.67	1,14,472.96	4,695.25	68,462.05	73,157.30
Goodwill	-	44,786.26	44,786.26	-	44,786.26	44,786.26
Other Intangible assets	-	1,761.02	1,761.02	-	2,313.56	2,313.56
Other Non-Financial Asset	1,37,039.85	2,439.87	1,39,479.71	1,11,980.95	25,000.00	1,36,980.95
<b>Total (B)</b>	<b>1,71,096.36</b>	<b>5,32,975.77</b>	<b>7,04,072.14</b>	<b>1,50,743.86</b>	<b>4,28,052.25</b>	<b>5,78,796.11</b>
<b>Total Assets (A+B)</b>	<b>47,05,617.82</b>	<b>5,70,967.71</b>	<b>52,76,585.53</b>	<b>40,68,978.42</b>	<b>5,17,463.45</b>	<b>45,86,442.02</b>
<b>Liabilities and Equity</b>						
<b>Financial Liabilities</b>						
<b>Trade payables</b>						
(A) total outstanding dues of micro enterprises and small enterprises; and	632.41	-	632.41	567.71	-	567.71
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	13,749.97	-	13,749.97	9,830.50	-	9,830.50
Debt Securities	13,67,741.00	18,77,283.00	32,45,024.00	26,83,860.00	-	26,83,860.00
Borrowings	55,745.17	1,53,220.52	2,08,965.68	2,78,885.85	-	2,78,885.85
Subordinate Liabilities	0.00	2,69,195.00	2,69,195.00	3,05,040.00	-	3,05,040.00
Lease Liability	3,110.58	1,07,188.01	1,10,298.59	7,193.75	60,850.12	68,043.87
Other financial liabilities	2,46,977.02	1,94,322.14	4,41,299.16	2,04,573.66	1,59,747.73	3,64,321.39
<b>Total (C)</b>	<b>16,87,956.14</b>	<b>26,01,208.67</b>	<b>42,89,164.81</b>	<b>34,89,951.47</b>	<b>2,20,597.85</b>	<b>37,10,549.32</b>
<b>Non-Financial Liabilities</b>						
Provisions	50,135.93	12,905.59	63,041.51	40,763.00	10,745.26	51,508.26
Other non-financial liabilities	11,030.96	-	11,030.96	14,532.85	-	14,532.85
<b>Total (D)</b>	<b>61,166.88</b>	<b>12,905.59</b>	<b>74,072.47</b>	<b>55,295.85</b>	<b>10,745.26</b>	<b>66,041.11</b>
<b>Total Liabilities (C+D)</b>	<b>17,49,123.03</b>	<b>26,14,114.26</b>	<b>43,63,237.28</b>	<b>35,45,247.32</b>	<b>2,31,343.11</b>	<b>37,76,590.43</b>
<b>Net</b>	<b>29,56,494.79</b>	<b>(20,43,146.55)</b>	<b>9,13,348.24</b>	<b>5,23,731.10</b>	<b>2,86,120.34</b>	<b>8,09,851.60</b>

**38 Change In Liabilities Arising From Financing Activities**

Particulars	As at 31-Mar-2022	Cash Flows	Other	As at 31-Mar-2023
Debt Securities	26,83,860.00	5,61,164.00	-	32,45,024.00
Borrowings	2,78,885.85	(69,920.16)	-	2,08,965.68
Subordinate Liabilities	3,05,040.00	(35,845.00)	-	2,69,195.00
<b>Total</b>	<b>32,67,785.85</b>	<b>4,55,398.84</b>	<b>-</b>	<b>37,23,184.69</b>

**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**39 Related party transactions**

**Names of related parties**

Relationship	Name of the party
Key Management Personnel	Mr. K G Anilkumar (Managing Director)
	Ms. Umadevi Anilkumar (Whole Time Director)
	Mr. Madhavankutty T (CFO)
	Mr. Shinto Stanley (Independent Director)
	Mr. A. A Balan (Independent Director)
	Mr. Wilson K K (Non-Executive Director)
	Mr. Sreejith Surendran Pillai (Non-Executive Director)
	Saseendran Veliyath (Independent Director)
	Thainakathu Govindankutty Babu (Independent Director)
	Manisha Menon (CS)
Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	Salem Erode Investments Limited
	ICL Tours And Travels Private Limited
	ICL Chits Limited
	ICL Nidhi Limited
	ICL Medilab Private Limited
	Snow View Tex Collections Private Ltd
	Caits Info Solutions Pvt LTD
	Kichappu Entertainments
	Amaljith A Menon (Son of K G Anilkumar and Umadevi Anilkumar)
	Pankajakshy (Mother of Umadevi Anilkumar)
Laneseda Vanijya Private Limited	

Particulars	Key Management Personnel/Directors	
	31-Mar-23	31-Mar-22
<b>Balance outstanding at the period end:</b>		
<b>Loan from Directors</b>	<b>1,911.28</b>	<b>17,860.05</b>
<b>K G Anilkumar</b>		
Balance outstanding at the beginning	17,601.59	1,274.94
Amount Accepted	1,16,925.57	18,420.00
Amount Repaid	1,32,638.50	2,093.35
Balance outstanding at the period end	<b>1,888.66</b>	<b>17,601.59</b>
<b>Umadevi Anilkumar</b>		
Balance outstanding at the beginning	258.46	33.46
Amount Accepted	14,764.16	225.00
Amount Repaid	15,000.00	-
Balance outstanding at the period end	<b>22.63</b>	<b>258.46</b>
<b>Property Loan including Interest receivable from Directors</b>	<b>0.00</b>	<b>37,056.36</b>
<b>K G Anilkumar</b>		
Balance outstanding at the beginning	37,056.36	96,816.99
Amount Advanced	-	-
Interest Accrued	4,574.75	11,638.86
Amount Repaid	41,631.11	71,399.50
Balance outstanding at the period end	<b>0.00</b>	<b>37,056.36</b>
<b>Debenture Outstanding</b>	<b>3,38,223.00</b>	<b>4,100.00</b>
K G Anilkumar	3,30,823.00	-
Umadevi Anilkumar	7,400.00	4,100.00
<b>Debenture Accepted</b>	<b>6,67,394.00</b>	<b>4,59,047.00</b>
K G Anilkumar	6,63,394.00	4,59,047.00
Umadevi Anilkumar	4,000.00	-
<b>Subordinate Debt Outstanding</b>	<b>-</b>	<b>7,830.00</b>
K G Anilkumar	-	7,630.00
Umadevi Anilkumar	-	200.00
<b>Subscription to Equity Shares including premium</b>	<b>10,000.00</b>	<b>-</b>
K G Anilkumar	-	-

**Note to the Consolidated Financial Statements** for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Particulars	Key Management Personnel/Directors	
	31-Mar-23	31-Mar-22
Umadevi Anilkumar	10,000.00	-
<b>Interest payable on Subordinate Debt</b>	-	<b>2,147.48</b>
K G Anilkumar	-	1,955.71
Umadevi Anilkumar	-	191.77
<b>Interest payable on Debenture</b>	<b>4,985.23</b>	<b>204.52</b>
K G Anilkumar	4,550.84	-
Umadevi Anilkumar	434.39	204.52
<b>Rent Payable</b>	<b>73.51</b>	<b>67.50</b>
K G Anilkumar	33.08	31.50
Umadevi Anilkumar	40.44	36.00
<b>Income recorded in the books:</b>	<b>4,574.75</b>	<b>11,638.87</b>
K G Anilkumar	4,574.75	11,638.87
<b>Expenses recorded in the books:</b>		
<b>Remuneration to Directors</b>	<b>18,000.00</b>	<b>18,000.00</b>
K G Anilkumar	12,000.00	12,000.00
Umadevi Anilkumar	6,000.00	6,000.00
<b>Remuneration to others</b>	<b>2,194.11</b>	<b>2,458.67</b>
Prasanjit Kumar Baul (CS)	-	309.03
T. Karthik Narayanan(CS)	-	379.67
Nadarajan (CFO)	-	545.45
Karthika P S (CS)	-	-
Subramanian R (CFO)	-	243.62
Madhavankutty Thekkedath (CFO)	1,364.11	325.81
Manisha Menon (CS)	830.00	655.10
<b>Interest on Debenture</b>	<b>10,154.43</b>	<b>226.82</b>
K G Anilkumar	9,386.89	9.67
Umadevi Anilkumar	767.54	217.15
<b>Interest on Subordinate Debt</b>	<b>92.83</b>	<b>2,018.81</b>
K G Anilkumar	92.25	1,659.87
Umadevi Anilkumar	0.58	358.95
<b>Sitting Fees paid to Directors (Excluding GST)</b>	<b>317.50</b>	<b>456.15</b>
K G Anilkumar	58.00	89.70
Umadevi Anilkumar	56.00	92.70
Wilson K K	36.00	57.00
Shinto Stanly	36.00	60.00
Sreejith Surendran Pillai	33.00	51.00
A .A Balan	48.50	40.35
Saseendran Veliyath	25.00	32.70
Thainakathu Govindankutty Babu	25.00	32.70
<b>Rent</b>	<b>801.25</b>	<b>510.00</b>
K G Anilkumar	315.00	-
Umadevi Anilkumar	486.25	510.00

Particulars	Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	
	31-Mar-23	31-Mar-22
<b>Advances with Interest receivables from Sister Concerns</b>	<b>13,930.54</b>	<b>26,161.77</b>
<b>ICL Chits Limited</b>		
Balance outstanding at the beginning	-	10,172.88
Amount Advanced	-	-
Interest accrued	-	1,040.88
Amount Repaid	-	11,213.76



**Note to the Consolidated financial statements for the year ended 31-March-2023**  
(All amounts are in Thousands of Indian Rupees unless otherwise stated)

Particulars	Subsidiary/Associates / Enterprises owned or significantly influenced by key management personnel or their relatives	
	31-Mar-23	31-Mar-22
Balance outstanding with Interest Recievable at the period end	-	-
<b>ICL Tours &amp; Travels Private Limited</b>		
Balance outstanding at the beginning	26,161.77	40,606.62
Amount Advanced	-	-
Interest accrued	2,827.71	4,073.46
Amount Repaid	15,058.95	18,518.31
Balance outstanding with Interest Recievable at the period end	<b>13,930.54</b>	<b>26,161.77</b>
<b>CAITS INFO SOLUTIONS</b>		
Payable/(Advance) against purchase at the beginning	(2,409.81)	64.44
Purchases during the period	47,822.21	66,044.13
Payment against purchase	47,874.79	68,518.38
Payable/(Advance) against purchase at the period end	<b>(2,462.39)</b>	<b>(2,409.81)</b>
<b>Kichappu Entertainments</b>		
Balance outstanding at the beginning	-	-
Purchases during the period	-	5,414.38
Payment against purchase	-	5,414.38
Payable/(Advance) against purchase at the period end	-	-
<b>Income recorded in the books:</b>	<b>2,827.71</b>	<b>5,114.34</b>
ICL Chits Limited	-	1,040.88
ICL Tours & Travels Private Limited	2,827.71	4,073.46

Particulars	Relatives of key management personnel/directors	
	31-Mar-23	31-Mar-22
<b>Debenture Outstanding</b>	<b>3,58,542.00</b>	<b>6,083.00</b>
Pankajakshy	3,58,542.00	6,083.00
<b>Debenture Accepted</b>	<b>6,84,689.00</b>	<b>4,26,096.00</b>
Pankajakshy	6,84,689.00	4,26,096.00
<b>Subscription to Equity Shares including premium</b>	<b>1,000.00</b>	-
Amaljith A Menon	1,000.00	-
<b>Interest payable on Debenture</b>	<b>4,453.34</b>	<b>242.95</b>
Pankajakshy	4,453.34	242.95
<b>Interest on Debenture</b>	<b>10,718.59</b>	<b>299.38</b>
Amaljith A Menon	-	37.64
Pankajakshy	10,718.59	261.73
<b>Interest on Subordinate Debt</b>	-	<b>27.54</b>
Amaljith A Menon	-	27.54

**Note:**

- a) Related parties have been identified on the basis of declaration received by the management and other records available
- b) The remuneration to the key managerial personnel doesnot include the provisions made for gratuity, as they are determined on acturial basis for the company as a whole.

**Note to the Consolidated Financial Statements for the year ended 31-March-2023**

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

**40 Statement of Net Assets, Profit and Loss and Other Comprehensive Income attributable to Owners and Non Controlling Interest**

Particulars	Net Assets, i.e total assets minus total liability		Share in profit and loss		Share in Other comprehensive income		Share in Total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit and loss	Amount	As % of consolidated other comprehensive income	Amount	As % of Total comprehensive income	Amount
ICL Fincorp Ltd	93.18	8,51,078.80	100.80	30,604.04	99.45	924.12	100.76	31,528.15
<b>Subsidiaries</b>								
Salem Erode Investments Limited	6.82	62,269.45	(0.80)	(241.69)	0.55	5.11	(0.76)	(236.58)
<b>Total</b>	<b>100.00</b>	<b>9,13,348.25</b>	<b>100.00</b>	<b>30,362.35</b>	<b>100.00</b>	<b>929.23</b>	<b>100.00</b>	<b>31,291.58</b>

**41 Goodwill on Consolidation**

Goodwill on consolidation represents the excess purchase consideration paid over value of net assets of acquired subsidiaries on the date of such acquisition. Such goodwill is tested for impairment annually or more frequently, if there are indicators for impairment. The Management does not foresee any risk of impairment on the carrying value of goodwill as at 31 March, 2023

**42 Draw Down From Reserves**

Details of Draw down from reserves, if any, are provided in Statement of Changes in Equity to these financial statements.

**43 Additional Disclosures As Required By The Reserve Bank of India**

	As at 31-Mar-2023	As at 31-Mar-2022
Total Gold loan portfolio	40,17,040.03	34,42,539.50
Total Assets	52,76,585.53	45,86,441.88
Gold loan portfolio as a percentage of total assets	<b>76.13%</b>	<b>75.06%</b>

**44 Details of Auction held during the year**

	As at 31-Mar-2023	As at 31-Mar-2022
No. of Loan accounts	4,123	3,272
Principal amount Outstanding at the dates of auction(A)	1,70,293.25	1,80,551.86
Interest and Other charges Outstanding at the dates of auction(B)	76,406.33	63,104.10
Total(A+B)	2,46,699.58	2,43,655.96
Value fetched*	<b>2,16,816.57</b>	<b>2,15,119.41</b>

\*excluding GST / Sales tax collected from the buyer.

No sister concerns participated in the auctions held during the period.

**45 Disclosure on the following matters required under schedule III as amended not being applicable in case of the company, same are not covered such as :**

- No proceedings have been initiated or pending against the Group under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder;
- The Group has not been declared willful defaulter by any bank or financial institution or government or any government authority
- No registration or satisfaction of charges are pending to be filed with ROC.
- The Group has not entered into any scheme of arrangement.
- There are no transactions which have not been recorded in the books.
- The Group has not traded or invested in crypto currency or virtual currency during the financial year.
- The Group does not have any transaction with companies struck off under section 248 or the Companies Act 2013.
- Utilisation of Borrowed funds or share premium :

## Note to the Consolidated financial statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

No funds have been advanced or loaned or invested (either borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

No funds have been received by the Group from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

### 46 Contingent Liabilities, Commitments And Contracts

	As at 31-Mar-2023	As at 31-Mar-2022
<b>I. Contingent Liabilities</b>		
Claims against the company not acknowledged as debts		
Demand from Income Tax Department on account of TDS default*	323.90	530.62
Guarantees	Nil	Nil
Other money for which the company is contingently liable	Nil	Nil
<b>II. Commitments</b>		
Estimated amounts of contracts remaining to be executed on capital account and not provided for.#	55,975.00	23,888.00
Uncalled liability on shares and other investments partly paid	Nil	Nil
Other commitments	Nil	Nil

\*The Income Tax Department has raised demand of ₹3,23,899/- on account of TDS default. This happens due to clerical error in quarterly TDS return and the company proposes to revise the return to abolish errors. Since the company doesn't expect any liability after revising the return, no provision has been made in the books of accounts of the company.

# Balance amount payable to Balagopal & Albert Pattiala as per the Agreement for the purchase of land executed on 9th August 2019 & 18th November 2022.

### 47 Expenditure In Foreign Currency

	As at 31-Mar-2023	As at 31-Mar-2022
Expenditure in foreign currency	Nil	Nil

### 48 Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company has adequate cash and cash equivalents. The company monitors its capital by a careful scrutiny of the cash and cash equivalents, and a regular assessment of any debt requirements. In the absence of any debt, the maintenance of debt equity ratio etc. may not be of any relevance to the Company.

### 49 Fraud

During the year there have been certain instances of fraud on the Company by employees, where gold loan related misappropriations have occurred for amounts aggregating ₹ 40,80,900/- and 100% provision is provided for the same. The Company is in the process of recovering these amounts from the employees and has initiated necessary legal actions against the employees.



## Note to the Consolidated Financial Statements for the year ended 31-March-2023

(All amounts are in Thousands of Indian Rupees unless otherwise stated)

### 50 Comparatives

Previous year figures have been regrouped/reclassified, wherever considered necessary, to conform to this period's classification.

As per our report of even date  
For **Manikandan and Associates**  
**Chartered Accountants**  
ICAI Firm Reg No.: 0085205

Sd/-  
**C K Manikandan**  
[Partner]  
Membership no.: 208654  
UDIN: 23208654BGSHVO2083

Place: Chalakudy  
Date: 02-06-2023

For and on behalf of the board of directors of  
**ICL Fincorp Limited**

Sd/-  
**K G Anilkumar**  
[Managing Director]  
(DIN:00766739)

Sd/-  
**Madhavankutty T**  
[Chief Financial Officer]  
Place: Irinjalakuda  
Date: 02-06-2023

Sd/-  
**Umadevi Anilkumar**  
[Whole Time Director]  
(DIN: 06434467)

Sd/-  
**Visakh T V**  
[Company Secretary]

**ICL Fincorp Limited**

Main Road, Irinjalakuda  
Thrissur (Dist) Kerala - 680 121  
Website: [www.iclfincorp.com](http://www.iclfincorp.com)

