



Motilal Oswal Financial Services Limited

CIN: L67190MH2005PLC153397

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July 23, 2024

To,
BSE Limited
P. J. Towers,
Dalal Street, Fort,
Mumbai - 400001
Security Code: 532892

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400051
Symbol: MOTILALOSF

Sub.: Annual Report of the Company for the Financial Year 2023-24 along with Notice of the Nineteenth Annual General Meeting

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30, 34 and 53 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), please find enclosed herewith the copy of the Annual Report including the Business Responsibility & Sustainability Report for the Financial Year 2023-24 along with Notice of the Nineteenth Annual General Meeting (“AGM”) scheduled on Wednesday, August 14, 2024 at 11:00 a.m. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

Further, the aforesaid Annual Report along with Notice of the AGM has also been uploaded on the website of the Company at www.motilaloswalgroup.com.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Motilal Oswal Financial Services Limited

Kailash Purohit
Company Secretary & Compliance Officer

Encl.: As above

Sharp equity focus

Customer-centricity

Tenured leadership

Amrit kaal of India

Rising affluence & ambition

Financialisation of savings

Moat of 'advice'

World-class research

Respected brand

Double-engine business model

Reach across 98% pin codes

Expertise across capital markets

8000+ dedicated External Wealth Managers

COMPOUNDING MACHINE

COMMITTED TO ENHANCE LONG-TERM STAKEHOLDER VALUE
THROUGH A DIFFERENTIATED BUSINESS MODEL

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Online Annual report
www.motilaloswalgroup.com

Forward-looking statement

This document contains statements about expected future events and financial and operating results Motilal Oswal Financial Services Limited, which are forward looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the management's discussion and analysis of the Motilal Oswal Financial Services Limited Annual Report 2023-24.

Compounding Machine

India stands at the cusp of unprecedented economic growth.

The country is expected to grow from a GDP size of USD 3.5 Trillion to around USD 5 Trillion by FY 2027-28.

This disproportionate growth is likely to be catalysed by a convergence of geo-political, economic and social realities.

At Motilal Oswal Financial Services Limited, we recognise that this projected growth could translate into unprecedented value creation on the country's capital markets.

The Company is prepared for this emerging reality through a differentiated model positioned to capitalise decisively and comprehensively.

The Company's long-term preparedness is concised in two words.

'Compounding machine.'

Motilal Oswal Financial Services Limited.

One of India's most respected financial services companies.

A potent combination of promoter vision and professional competence.

Consistently outperformed the markets for more than three decades.

Deepened rich knowledge and financial wealth, enhancing stakeholder value.

Our core purpose

To be a well-respected and preferred global financial services organisation enabling wealth creation for all our customers.

Our values

Integrity: A company honouring commitment with highest ethical and business practices

Teamwork: Attaining goals collectively and collaboratively

Meritocracy: Performance gets differentiated, recognised and rewarded in an apolitical environment

Passion and attitude: High-energy and self motivated with a 'Do It' attitude and entrepreneurial spirit

Excellence in execution: Time-bound results within the framework of the Company's value system.

Background

The Motilal Oswal Group was established in 1987 by two visionary promoters, Motilal Oswal and Raamdeo Agrawal.

The Company entered business as a small sub-broking unit, emphasizing a customer-first approach, ethical practices, professionalism, and research-based value investing.

Our Group businesses

The Company has since grown into a diversified financial services firm offering a service spectrum comprising capital market, asset & wealth management and housing finance.

Capital Market Segment

The Company provides a variety of financial services – brokerage, distribution of investment products, advisory, lending, investment banking and institutional equity – that assist the mass-affluent and high net worth individuals in managing their wealth through robust, research-based advisory services.

Asset & Private wealth Management

The Company's Asset and Wealth segment is driven by the Company's core investment philosophy of QGLP (Quality, Growth, Longevity and Price), reinforced by robust risk management. This approach ensures high-growth portfolios. The Company's private wealth business caters to corporates and institutions, high net worth individuals and ultra-high net worth individuals. Leveraging extensive client knowledge, our Company identifies right fund managers across asset classes, resulting in a winning portfolio.

Housing finance

This business is driven through Motilal Oswal Home Finance Limited, respected for one of the fastest turnaround times in processing applications within the sector, resulting in credit access on fair terms.

Our customers

The Company addresses mass-affluent clients, high net worth individuals, ultra-high net worth individuals, mutual funds, foreign institutional investors, financial institutions, and corporate clients.

Our employees

Motilal Oswal Financial services Limited comprises a skilled and varied group of specialists. The group comprised 11,290 employees as of March 31, 2024. The employees possessed a range of professional competencies – Chartered Accountants, MBAs and others – that deepened the Company's capabilities.

Our credit rating

Motilal Oswal Financial Services Limited enjoyed a credit rating of AA/ Stable across three credit rating agencies during the year under review.

Our listing

The Company is listed on the National Stock Exchange of India Limited and BSE Limited where its equity shares are actively traded. The market capitalisation of the Company was ₹24,800 Crore as of March 31, 2024.

1987

Commenced business as a sub-broking outfit by the name of Prudential Portfolio Services

1990–95

Commenced the business of Retail & Institutional Equities addressing the needs of larger clients

2007

Floated an IPO of ₹333 Crore that was oversubscribed 26.4 times

1996

Initiated a wealth creation study aimed at identifying companies with the highest, quickest, and most consistent wealth creation track record.

2008

Awarded 'Best Franchisor in Financial Services' by Franchising World Magazine for the second consecutive time. Awarded the 'Excellent Business Achiever in Financial Services' Award by the Institute of Chartered Accountants of India. MOSL's Depository Participant (DP) assets crossed ₹5,000 Crore. The Group's profits crossed ₹100 Crore; revenues exceeded ₹500 Crore.

2000

Demerged Motilal Oswal Securities Limited and Passionate Investment Management Ltd.

2006

Mobilised capital through private equity. Entered the businesses of Investment Banking, Private Equity and Wealth Management.

2009

Reach widened to over 1,000 locations; customer base surpassed 500,000. The Company entered the Limca Book of Records for creating India's largest dealing room.

2016

Motilal Oswal Financial Services Limited was certified as a Great Place to Work by GPTW - India. Fortune India honored Motilal Oswal Financial Services Pvt. Ltd. as "One Of The Giants Of Tomorrow" at Fortune India the Next 500, 2016. Motilal Oswal introduced India's first and fastest 100% paperless trading and demat account, promising completion process in just 15 minutes.

2018

MOFSL was listed in Fortune 500 India's Largest Corporations. Mr. Motilal Oswal received a Certificate of Achievement from the Queen of England and the British Parliament for his exemplary community commitment.

2019

The Motilal Oswal Group won the Best Data Analytics of the Year award at the India NBFC Excellence Awards 2019. Motilal Oswal Financial Services Limited was honoured with the Best Use of CRM in Financial Services Award at the CRM World Summit and Awards 2019. Motilal Oswal introduced unique funds - Nifty 500, Nifty Bank Index, Nifty Midcap150, and Nifty Smallcap 250.

2020

Motilal Oswal Wealth Management won Best Boutique Wealth Manager - India by Asset Triple A for three consecutive years. Institutional Equities hosted 16th Global Investor Conference with 150+ corporates and 80% CXO participation. MO Asset Management held the inaugural Digital Global Partner Summit with 10+ tracks and 12,000+ attendees. MOAMC pioneered India's first Digital First NFO for S&P 500 Index Fund during the pandemic.

How we have **grown** across the decades

2010

MOAMC launched its maiden mutual fund offering

2011

MOAMC became India's first asset management company to ring the NASDAQ stock market opening bell. The Company won the 'Best Capital Markets & Related NBFC' Award at CNBC TV18 India Best Banks and Financial Institutions Awards. The Company was awarded 'Best Equity Broking House' at the BSE - Dun & Bradstreet Equity Broking Awards.

2014

Entered the affordable housing finance business and started building treasury investments

2015

Motilal Oswal Capital Markets Private Ltd launched School for Trading & Investment Research to educate aspiring investors and traders on investing, trading, and research principles.

2021

Motilal Oswal's Private Wealth Management launched the 100th edition of the Alpha Strategist Report, Motilal Oswal Real Estate was honored as Fund Raiser of the Year - PE at the VC Circle Awards for the India Realty Excellence Fund IV.

2022

Motilal Oswal Private Wealth received prestigious Best Digital Private Bank in India at the Asiamoney Private Banking Awards. The Company's Private Wealth business was recognised as Outstanding Private Bank for Growth Strategy - Highly Commended at the Private Banker International Global Wealth Awards..

2024

Recorded the highest revenue of ₹ 7,131 Crore and profit after tax (including OCI) of ₹2,626 Crore in FY 2023-24. Assets under advice crossed ₹3,80,000 Crore. Founders Motilal Oswal and Raamdeo Agrawal were honoured as the Most Respected Financial Services Entrepreneurs of the Year 2023 by Hurun India.

Chairman's message



Our Company is a double-engine compounding machine

Raamdeo Agrawal, *Chairman*

Dear shareholder friends,

It gives me pleasure writing to you on the occasion of 19th anniversary of our Company.

Here, I will briefly explain why I call our Company a double-engine compounding machine. Along the way, I will touch upon a mega trend that we find ourselves in, coupled with our preparedness and response.

First and foremost, we must realise that India, the country itself, is a compounding machine. Since the turn of the century, India's nominal GDP has compounded at the rate of 12%. There is a high probability

that this growth rate will be sustained across the foreseeable future.

The Indian stock market is also a compounding machine. A key metric here is that since the turn of the century, India's market capitalisation has compounded at the rate of 17%. Over the same period, the Nifty-50 index has compounded at the rate of 12%. More recently, partly triggered by Covid, SEBI permitted the digital onboarding of customers. As an icing on the cake, interest rates have remained low.

All these factors have led to a mega trend – a perceptible

shift in the investment pattern of Indians. Increasingly, savings are moving out of bank deposits and into the equity market. The indicators are staggering. Over the last four years, the number of demat accounts has compounded at a mind-boggling 39% to hit 15 Crore as of March 2024. During the same period, monthly SIP (Systematic Investment Plan) flows into mutual funds more than doubled from ₹ 8,000 Crore to ₹ 20,000 Crore.

Will this mega trend sustain? There is enough reason to believe that it will. Over the last 25 years, India's cumulative Gross Domestic Savings has grown to about USD 13 trillion. Going forward, the next 25 years' cumulative savings could hit USD 100 trillion. Interestingly, the equity penetration in India has been low – of the total household assets, equities comprise less than 5%. Given India's young population, which typically possesses a higher risk appetite, I expect the penetration of equities to rise significantly. This should sustain the current mega equity retail trend.

The capital market is an integral component of the economy as it channels capital from suppliers to users. Equally important, it provides a much-needed liquidity to suppliers. In the process, it creates gigantic wealth. India's market capitalisation crossed USD 5 trillion, a milestone for any country. This is creating multiple opportunities – in the areas of wealth management, asset management, private wealth management, and investment banking, among others.

As one of India's leading capital market players, this mega trend is music to our ears. Our key challenge is now to assess how prepared we are to ride this trend, and our strategic response.

Here are some numbers that will convince you of our Company's preparedness:

- **70 Lakh Our customer base:**
- **Total number of external wealth managers:** 8,010 in 550+ cities, covering ~98% of India's postal codes
- **Assets under management & advice:** ₹3.8 Lakh Crore
- **Equity research coverage:** Over 250 companies
- **People strength:** 11,290

investments delivered an IRR of 18%. The ongoing capital market boom is favourable to both these engines.

At our Company, the reported Profit After Tax tends to be volatile on account of marked-to-market gains or losses on our treasury investments. As a result, I prefer to look at our net worth (i.e. book value), which has compounded at a robust 22% over the last 10

Over the last 25 years, India's cumulative Gross Domestic Savings has grown to about USD 13 trillion. Going forward, the next 25 years' cumulative savings could hit USD 100 trillion. Interestingly, the equity penetration in India has been low – of the total household assets, equities comprise less than 5%. Given India's young population, which typically possesses a higher risk appetite, I expect the penetration of equities to rise significantly. This should sustain the current mega equity retail trend.

- **Office infrastructure:** 5,57,720 sq ft across key cities in India.

This preparedness has been complemented by a well thought-out strategic response. Here, my pet term is 4-T: Towers (meaning physical infrastructure ahead of growth), Technology, Talent and Training. For instance, we are literally investing in Towers (read, consolidated office space) in key cities. We plan to build a world-class training academy for our employees. We believe that all the 4-T's will strengthen our strategic position as a leading phygital (physical + digital) player in the Indian capital markets.

What is the bottom-line of all of this? We need to understand our double-engine business model, where free cashflows from operating businesses are ploughed back into our treasury. Our treasury book is 100% invested in equity and equity products – all the time. Over last 10 years, operating profits compounded at 34%. Our treasury

years with an average RoE of 22%. This explains why our Company is a double-engine compounding machine.

It is important to note that even as we stay focused on our business, we have not lost sight of our corporate social responsibility (CSR). In addition to the annual CSR outlays of our Company, the founders pledged 10% of their equity for social causes. At Motilal Oswal, we believe that in the long run, what is good for society will be good for our Company.

This journey, an exciting past, and an even more exciting future, would not have been without all our stakeholders – our customers, our employees, our business partners, and our shareholders. I invite you to ride the magic of compounding with us.

Best wishes and warm regards,

Raamdeo Agrawal
Chairman

Managing Director's message



Despite the changing industry landscape, we delivered a robust **performance** across all our business verticals

Dear shareholders,

The Indian economy demonstrated remarkable resilience during the last financial year, consistently outperforming global counterparts amidst prevailing uncertainties. This sustained growth trajectory can be attributed to various factors, including demographic advantages, robust domestic demand, progressive economic reforms, manufacturing advancements, infrastructure outlays, 'Make in India' initiative, technological innovation and digitalisation. The upward revision of the International Monetary

Fund's growth estimate to 7.8% in March 2024 from the previous estimate of 6.8% in October 2023, despite a global economic deceleration, underscored the relative strength of India's economic performance amid global challenges.

At MOFSL, we reported the highest-ever total revenue of ₹7,131 Crore in FY 2023-24, a substantial growth of 70% YoY. Our PAT (including OCI) reached an all-time high of ₹2,626 Crore, with our consolidated Return on Equity remaining robust at 35%. Our sustained focus on knowledge, talent, processes, technology,

brand, culture, and inter-segment synergies empowered the Company to weather market storms and achieve significant milestones across all verticals. The result is that we are now more optimistic than ever about the potential of our business verticals.

On the capital markets front, Indian equity markets experienced a robust uptrend, with substantial net flows from Foreign Institutional Investors and Domestic Institutional Investors. The opening of demat accounts surged with 3.7 Crore new accounts opened in FY 2023-24 compared to 2.5 Crore in FY 2022-23. The cumulative number of demat accounts, encompassing CDSL and NSDL, reached 15.1 Crore in March 31, 2024, marking a remarkable YoY growth of 32%.

Your Company managed the wealth of 42,00,000+ clients serviced by a large strength of relationship managers and wide network of external wealth managers backed by strong research and advisory capabilities. The Company added 6,21,000 clients during the year under review. The distribution AUM crossed ₹23,720 crores, with a substantial growth room through planned hiring and business expansion initiatives

In the institutional business segment, our rankings and clientele accounts remained robust, marked by the recognition of #1 position in Corporate Access Team and Execution team, as well as #2 in Domestic brokerage for sale & Best Brokerage transformation category in the Asia Money Poll 2023. Our Investment Banking business completed 17 deals in FY 2023-24 and we continue to engage on a wide cross-section of mandated transactions across the capital markets and advisory businesses.

Our Asset Management AUM, encompassing mutual funds, portfolio management services and Alternate Investment Funds stood at ₹71,810 Crore. We reported

a performance turnaround in our active mutual fund schemes, which, in turn, led to improved gross sales and redemptions decline. Our products offering included a diverse range of passive investment options spread across categories like international ETFs and index funds. The Company's PE and RE fee earning AUM was ₹10,048 Crore. During the year under review, we

to invest in our sales teams, raising their total count to 925 sales relationship managers during the year under review; we plan to double this count in FY 2024-25. We finished the year under review with 111 branches across 12 States/Union Territories. Our collection efficiency remained robust at 104%, which helped us moderate our gross non-performing assets and net non-performing assets to 0.9% and

Motilal Oswal Group managed the wealth of 70,00,000+ clients with Assets under Advice of Rs. 3.8 lakh Crore, serviced by a large strength of relationship managers and wide network of external wealth managers backed by strong research and advisory capabilities. There is substantial growth room for growth through planned hiring and business expansion initiatives

launched IREF VI with a fund size of ₹2,000 Crore and received the first close of ₹1,250 Crore. Our Private Wealth Management business AUM recorded a growth of 72% YoY at ₹1,23,989 Crore. We continued to invest in our leadership team through senior management hiring to strengthen our Ultra HNI offerings and advisory capabilities. We onboarded 177 relationship managers during the year under review, increasing the total count to 584. We remained committed to invest in this business by adding relationship managers and seeking to enhance our profitability.

Our housing finance business reported a PAT of ₹132 Crore in FY 2023-24, disbursements crossing ₹1,000 Crore. We collaborated with U.S. International Development Finance Corporation (DFC) in FY 2021-22 and received a commitment of USD 50 Million, the fourth and final tranche of which was disbursed during the year under review. We continued to enjoy robust liability mobilisations from various banks and institutions at competitive rates. We continued

0.4% respectively.

In our Treasury investments segment, our quoted investments, including alternate investments, stood at ₹6,113 Crore with a since-inception XIRR of 18.3%. Our QGLP philosophy, equities expertise, proven track record and a 'skin in the game' conviction augurs well for our fund-based business.

Despite a transforming industry landscape, we continued to deliver a robust outperformance across our business verticals. Our team displayed an unwavering dedication and determination, adapting swiftly to changing circumstances and embracing new technologies and strategies to overcome challenges.

I extend my gratitude to our employees for their commitment, and to our stakeholders for their continued support.

With best wishes,

Motilal Oswal
Managing Director
and Chief Executive Officer

Board of Directors of MOFSL



Raamdeo Agrawal

Non-Executive Chairman



Motilal Oswal

Managing Director & Chief Executive Officer



Navin Agarwal

Managing Director



Ajay Kumar Menon

CEO, Broking & Distribution Business, Whole-time Director, MOFSL



Rajat Rajgarhia

CEO, Institutional Equities Business, Whole-time Director, MOFSL



C. N. Murthy

Independent Director



Chandrashekhhar Karnik

Independent Director



Pankaj Bhansali

Independent Director



Divya Momaya

Independent Director



Swanubhuti Jain

Independent Director

Senior Management personnel of MOFSL



Vishal Tulsyan

MD & CEO, Private Equity Business



Ashish Shanker

MD & CEO, Private Wealth Business



Prateek Agrawal

MD & CEO, Asset Management Business



Sukesh Bhowal

MD & CEO, Home Finance Business



Amit Ramchandani

MD & CEO, Investment Banking Business



Shalibhadra Shah

Group Chief Financial Officer



Pankaj Purohit

Group Head, Information Technology



Niren Srivastava

Group Chief Human Resources Officer



Sandeep Walunj

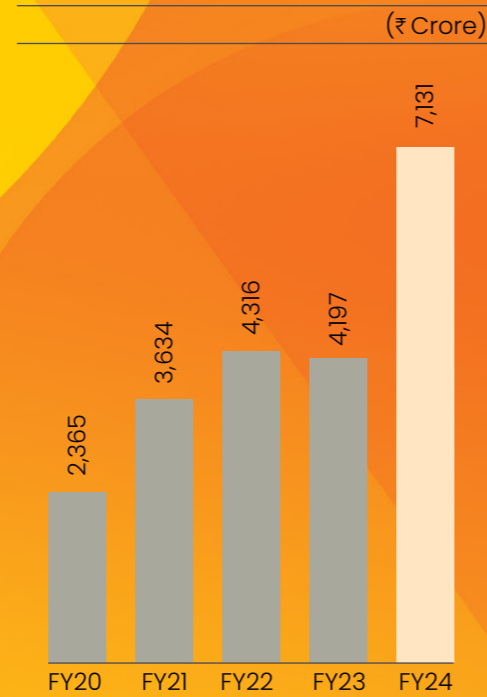
Group Chief Marketing Officer



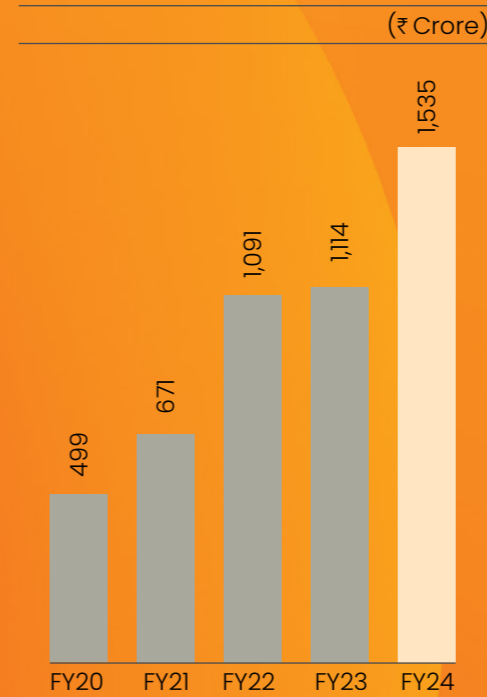
Kailash Purohit

Group Company Secretary & Compliance Officer

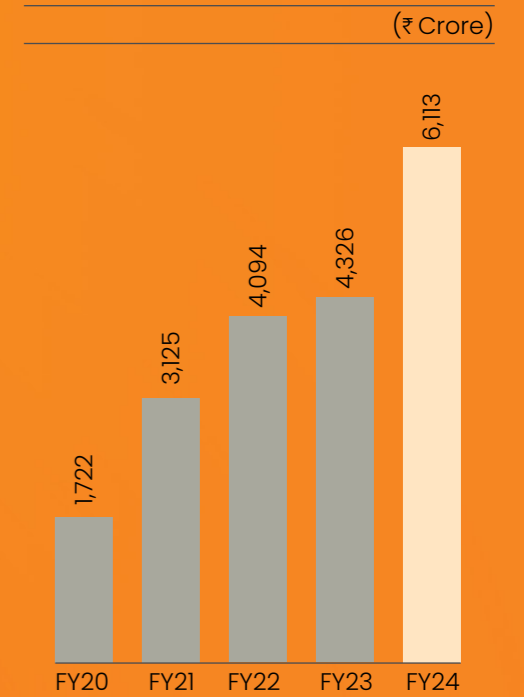
Financial highlights



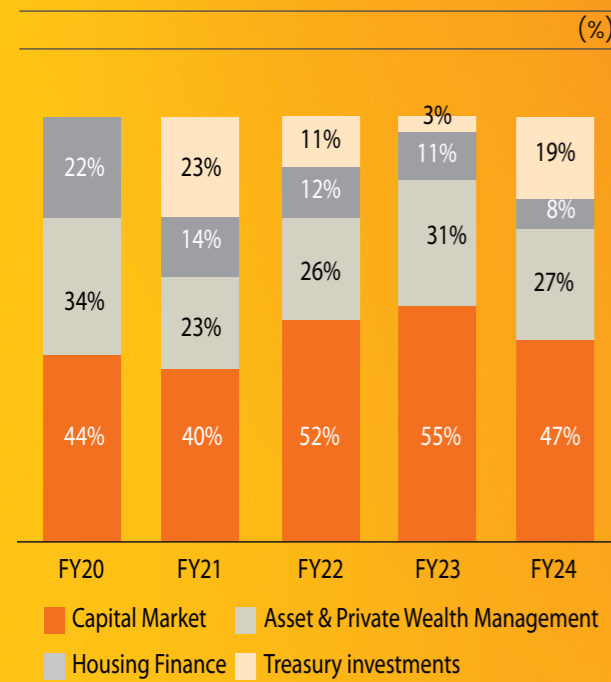
Revenue trend



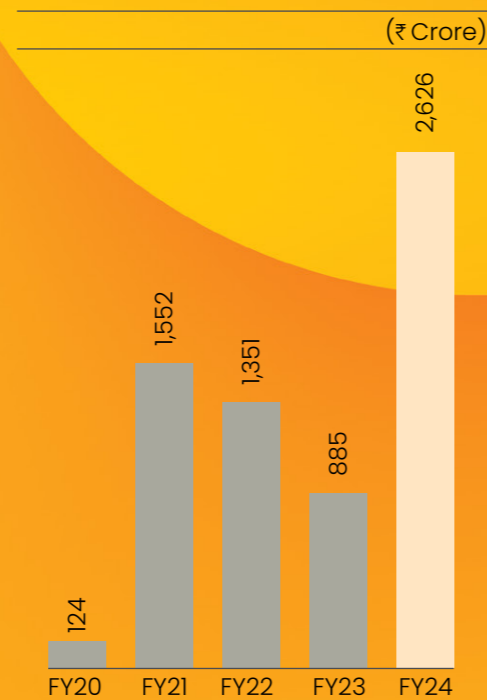
Operating PAT trend



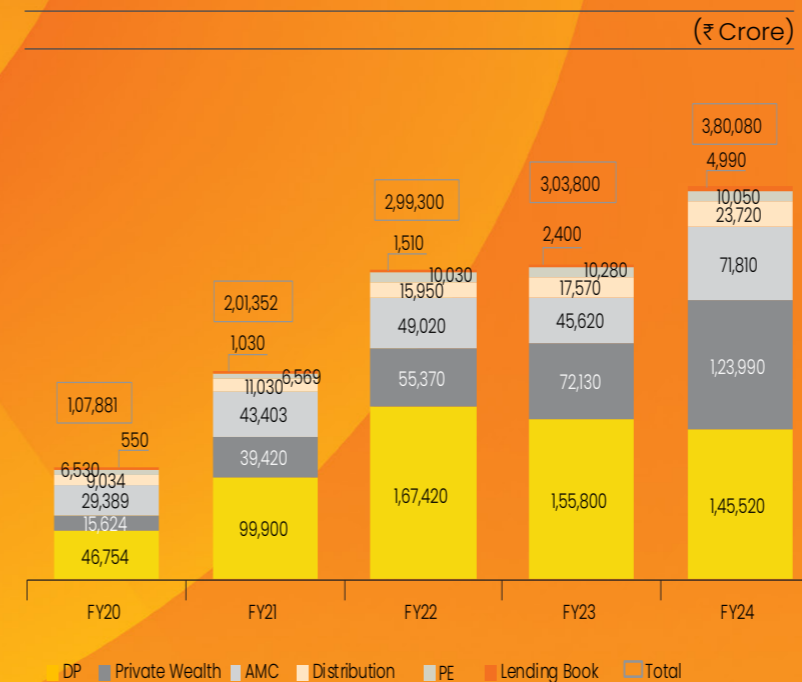
Treasury investment book



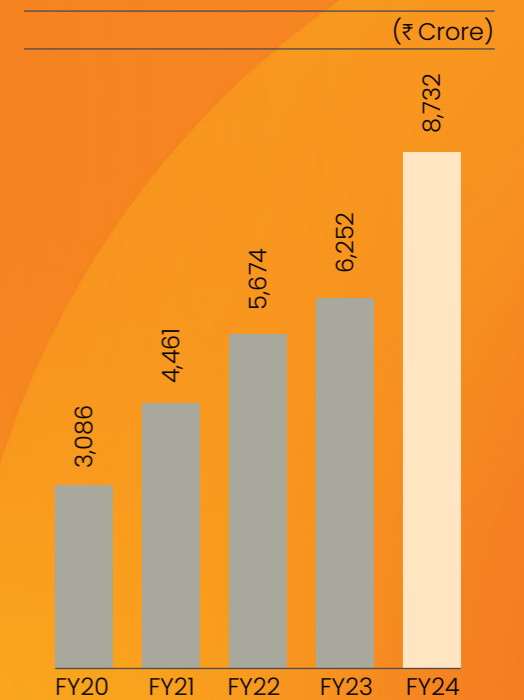
Revenue mix trend



PAT including OCI



Assets under advice



Net worth

5 years at a glance

₹ In Lakh

Particulars	March 31, 2024	March 31, 2023	March 31, 2022	March 31, 2021	March 31, 2020
	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
Total Income	713,052	419,712	431,641	363,412	236,541
Total expenses	409,864	295,487	270,060	208,760	208,022
Profit before exceptional items and tax	303,188	124,225	161,581	154,652	28,519
Exceptional items	-	-	-	-8,810	-
Profit before tax	303,188	124,225	161,581	145,842	28,519
Total tax expenses	58,626	30,943	30,508	25,546	6,979
Profit after tax before Associate, OCI & Minority Interest (MI)	244,562	93,282	131,073	120,296	21,540
Share of profit/(loss) from associate (net of taxes)	-1	196	172	6,177	-2,582
Profit after tax before OCI & MI	244,561	93,478	131,245	126,473	18,958
Total other comprehensive income	18,496	-4,648	29,192	-5,986	-290
Profit after tax before MI	263,057	88,830	135,351	155,665	12,972
MI Profit	455	310	270	431	618
Profit after tax & MI (incl OCI)	262,602	88,520	135,081	155,233	12,354
Paid up equity share capital	1,490	1,479	1,491	1,485	1,481
Net worth	873,177	625,223	567,437	446,142	308,630
Book value per share	586.00	422.60	380.67	300.46	208.44
Earning per share (EPS)					
Basic EPS (Amount in ₹)	164.63	62.89	89.14	85.67	12.47
Diluted EPS (Amount in ₹)	162.91	62.66	88.38	83.70	12.20

Particulars	March 31, 2024	March 31, 2023	March 31, 2022	March 31, 2021	March 31, 2020
	(Audited)	(Audited)	(Audited)	(Audited)	(Audited)
Operating PAT	1,53,515	1,11,399	1,09,139	60,643	49,919
Treasury PAT (incl OCI)	1,09,087	-22,879	25,942	94,590	-37,565
Total PAT (incl OCI)	2,62,602	88,520	1,35,081	1,55,233	12,354

How our businesses performed in FY 2023-24

Capital Markets

- Total client base of 42 Lakh represented a 20% YoY growth
- Added 6,21,000 client acquisitions
- DP AUM of ₹1.46 Lakh Crore in March 2024.
- Financial product distribution AUM growth of 35% YoY to ₹23,720 Crore (March 2024).
- Sustained growth in the Research and Advisory segment, with 2400 internal relationship managers
- Launched Super App RISE comprising a full stack of financial product and services
- Ranked #1 in Execution, Corporate Access and Analyst for Thematic Strategy, Banks, Small/Mid-Caps, Transportation & Logistics at Asia Money Brokers Poll 2023.
- Produced focused and differentiated research products comprising 250+ companies across 20+ sectors.
- Continued to acquire new empanelments while maintaining engagements with more than 850 institutions.
- Attracted an attendance of 200+ corporates, 1,000+ institutional investors and 50+ offshore clients at the 19th edition of our annual flagship conference (AGIC)
- Organised Ideation Conference, BFSI Day and Retail Day, among others.
- Completed 17 deals with a total issue size of ~₹19,100 Crore

Asset & Private Wealth Management

- AMC AUM of ₹71,810 Crore as of March 2024.
- Mutual funds AUM of ₹48,840 Crore; Alternate assets AUM was ₹22,970 Crore as of March 2024.
- One of the highest share of Alternate assets (PMS and AIF) of 32% among AMCs
- Launched seven mutual schemes, including a Small Cap Fund, Nifty 500 Index Fund and Nifty Mirco Cap Fund, among others.
- Elevated Mr. Prateek Agrawal to Managing Director and Chief Executive Officer of Motilal Oswal AMC
- Strong improvement (95% strategies outperforming the benchmark basis AUM)
- PE and RE fee earning AUM of ₹10,050 Crore across three growth capital funds and five real estate funds.
- Launched the sixth series of real estate fund in FY 2023-24; completed the first close and now seek a final close of ₹2,000 Crore in FY 2024-25.
- Expected to launch the fifth series of equity growth capital funds in FY 2024-25.
- Reported Wealth AUM of an all-time high at ₹1,23,989 Crore, up 72% YoY.
- Recorded the highest net sales at ₹5,800 Crore, up 8% YoY.
- Added net 177 relationship managers, taking the total to 584.
- Strengthened the Private Wealth Management team with senior recruits to strengthen Ultra HNI offerings and advisory capabilities
- The Company's relationship managers' vintage of three or more years was 31%.

Housing Finance

- Disbursed ₹1,018 Crore backed by a strong sales relationship manager force.
- Loan book grew by 6% YoY to ₹4,048 Crore.
- GNPA and NNPA of 0.9% and 0.4% respectively.
- Collection efficiency was 100.4% (total EMIs collected/1 EMI due)
- Enjoyed parent Motilal Oswal Financial Services' support;
- cumulative capital infusion from the promoter at ₹850 Crore resulted in a lower net leverage (Debt/Equity ratio) of 2x.
- Capital adequacy ratio was a safe 51%.

Big picture

There are few more **profitable** investments than investing in a scrip called India



Overview

If India were a scrip, it would attract a strong investment rationale for a range of reasons. Like any successful investment case, the reasons would comprise strong fundamentals, transforming realities, large addressable market and a Big Audacious Goal.

Big hoary audacious goal

India is projected to emerge as a USD 30 trillion economy by 2047. This indicates that all the country achieved in terms of GDP growth in the last 77 years is like to be more than seven-folded in a third of that time (assuming a GDP base of USD 3.5 Trillion). When this projected GDP growth transpires, there is a possibility that India's

per capita income could exceed USD 15,000 (nearly six times current value). These realities indicate the prospect of extrapolated growth in compressed time, creating an unprecedented value-creation opportunity for all those invested in the country. We believe that the equity asset class will outperform all India's asset classes, providing an opportunity to create unprecedented wealth. It would be relevant to indicate that in the top ten countries by GDP size, India has been a singular and sustained outperformer by rank – the only country to have increased its GDP rank across each five-year period starting in 2012 – tenth in 2012, sixth in 2017, fifth in 2022 and an estimated third by the end of this decade.

Population growth driver

India is not just the most populous country after having surpassed China in the last; it is also adding to its population at the indicative rate of 0.81% a year, increasing the national population by an estimated 11.4 million people a year (equivalent of a number of countries). While this population increase by itself represents an assurance of a sustained growth in the size of India's markets, there is something else that is expected to transform the quality (as opposed to 'quantity') of this market. The country's young population (median age 28) indicates more than three decades of economic productivity for a large share of the population.

Spending evolution

A major part of the Indian population is transforming from saver to spender; a major part

of this population is graduating from 'below the poverty line' to middle-income. The India's middle-income segment is by far the largest of its kind in the world; what is headline material is that its large and sustained growth represents the basis of why India is likely to deepen its position as an important engine of the world's economy. A sustained increase in per capita incomes across the last few years has already begun to evolve India's consumption preference: from a disproportionate spending on staples to discretionary items, widening the country's economic growth.

This is expected to correct the country's extensive consumption under-penetration: only 2% of India's population owned a car in 2021 (in Indonesia at 5%, China at 22%, Japan at 60%, and the USA at 67%); mortgage in India as a % of nominal GDP was 11% as compared with 18% in China and 68% in the UK. We expect most of these under-penetration numbers to correct faster following increased incomes and a switch from staples to discretionary spending.

Infrastructure growth

India is passing through its infrastructure investment inflection point. The last Interim Union Budget of India capital investment outlay for infrastructure investment increased by 11.1% to ₹ 11.1 Lakh Crore, around 3.4% of GDP. Historically, India has been a consumption-driven economy on account its population size and heft; we believe that across the coming years, India will emerge as a twin-engine economy, marked

a historical consumption power and a growing infrastructure story. This infrastructure revolution of India could be marked by a coming together of a number of infrastructure catalysts – digitalisation, power (conventional and renewable), roads, railways (and metro), airports, ports, telecom, water management, oil & gas, agricultural and industrial. There were occasions in the last few decades when some of these engines fired for the country and others did not. We believe that this infrastructure growth engine could well reinforce the foundations of a unique hybridised Indian economy. This unique complement reinforces my optimism that India has entered a new high-growth GDP phase leading it into the Amrit Kaal culminating in 2047. What excites me is not just that India's infrastructure will grow (this is an understatement); India's infrastructure is expected to grow considerably faster than its retrospective average, emerging as a global infrastructural hotspot.

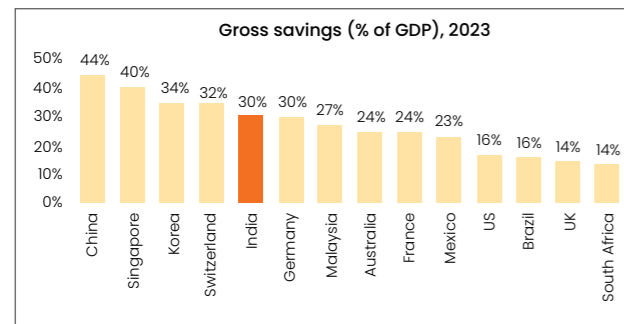
The demand inflection point

As per a prevalent theory, a country experiences increased consumption-driven spending around a per capita Gross Domestic Product (GDP) level of around USD 2500. The theory is that when a country reaches this point in its economic journey, it is attractively placed to extend beyond a consumption of staples towards education, domestic infrastructure and technology. India is at the point in its growth journey and from this point onwards India's personal consumption could accelerate.



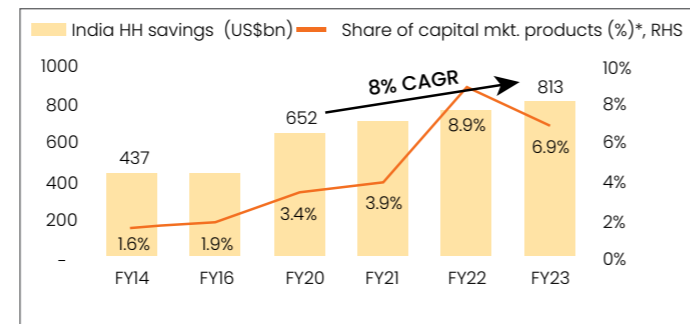
Massive wealth accumulation

India enjoys a healthy savings rate (as % of GDP) of ~30%



Source: IMF, Jefferies

Household savings is a US\$800bn pool growing at 8% CAGR (since FY20) and of that, the share of capital market products is on the rise

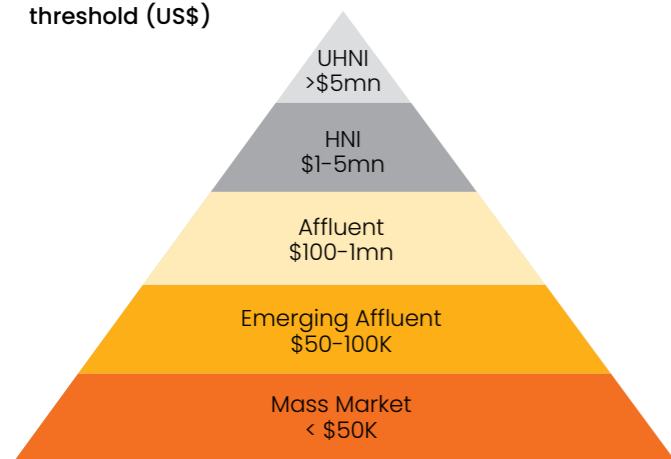


Source: RBI, Jefferies; Represents share in financial savings mix

As per the Knight Frank Wealth report 2024, India's UHNI population (average household financial assets: USD 30mn+) was set to increase at an 8% CAGR over 2023-2028, higher than 5.1% CAGR the world over. The HNI population (average household financial assets: USD 1 Million+) is expected to generate a ~15% CAGR during this period. As of FY 2022-23, total gross financial household savings was about ₹ 280 tn (~104% of GDP). Of this, gross financial savings (about 42%) lay in bank deposits.

UHNI and HNI segments are expected grow at ~13-14% CAGR over CY22-27E

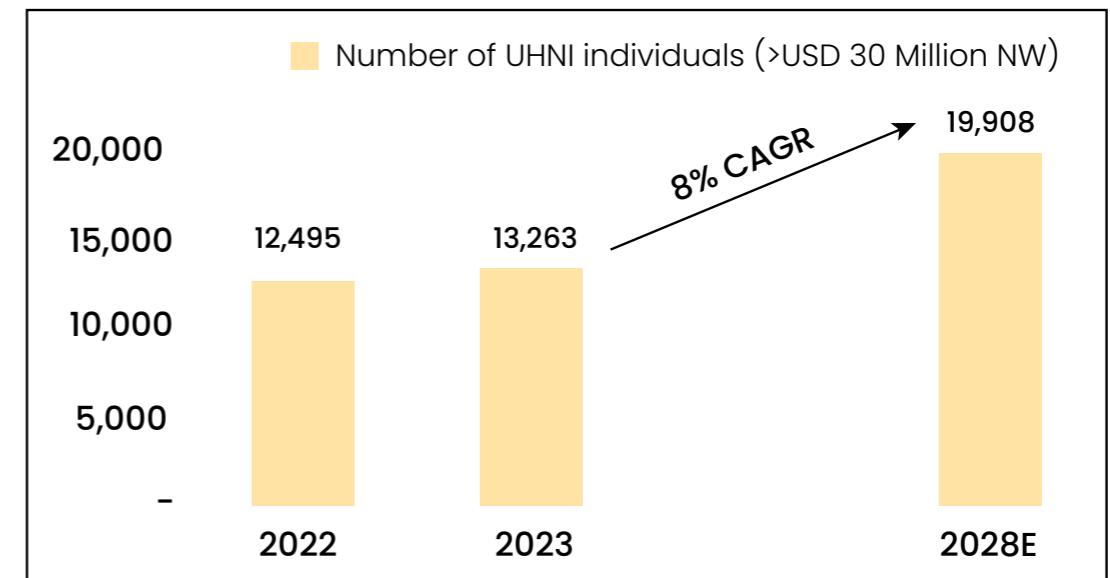
Financial wealth threshold (US\$)



2022		2027E		CAGR (22-27E) %
Total HH financial Assets (US\$bn)	Households (#'000s)	Total HH financial Assets (US\$bn)	Households (#'000s)	
810-820	30-35	1540-1560	13-14	13-14
205-210	160-170	380-390	13-14	13-14
390-400	2.5-2.6K	710-720	12-13%	12-13%
310-320	31-33K	610-630	11-13%	11-13%
890-910	207-210K	1.3-1.4K	8-10%	8-10%

Source: Mckinsey Global Wealth Pools analysis

Number of UHNIs to grow at 8% CAGR over CY 23-28E to ~20,000

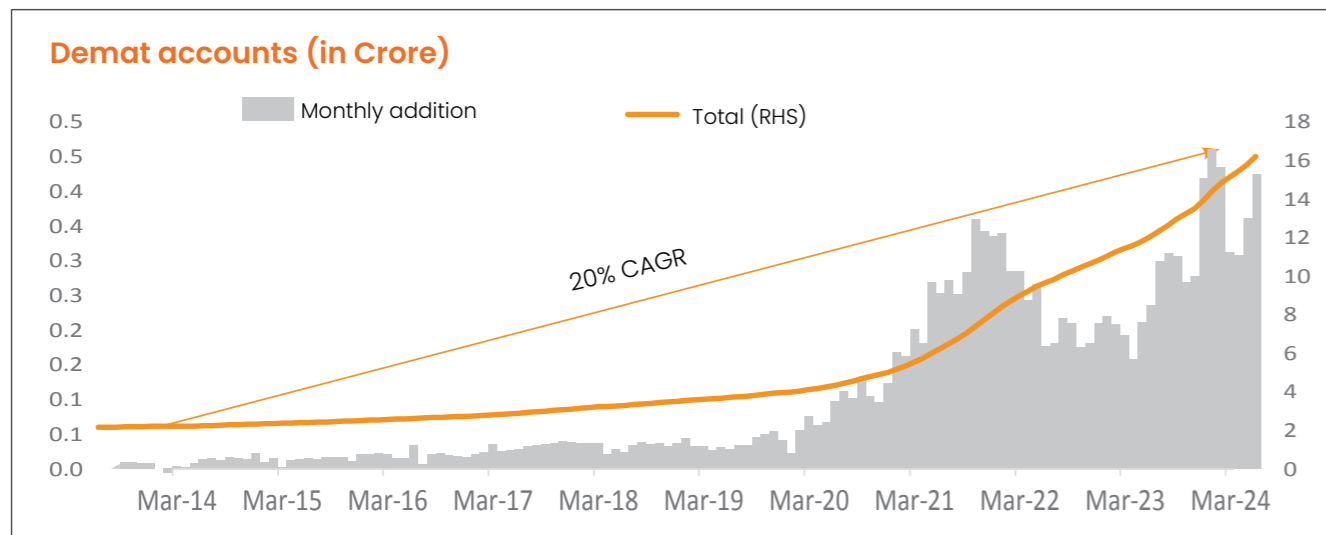


Source: Knight Frank's The Wealth Report 2024, Jefferies



Capital market

The Indian capital market witnessed a significant surge in demat accounts, marked by 3.7 Crore new accounts in FY 2023-24 following market optimism and IPO activity. CDSL surpassed 11 Crore demat clients; the total demat accounts reached 15.14 Crore by March 31, 2024, a 32% YoY growth.



The IPO market rebounded in FY 2023-24 with 75 main board IPOs raising ₹ 61,915 Crore, compared to 37 IPOs raising ₹ 52,116 Crore in FY 2022-23.

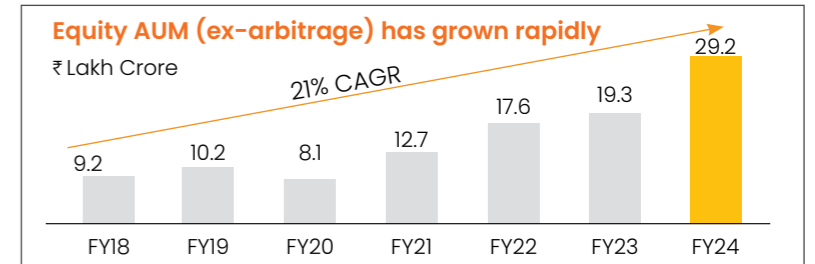
ECM deals (₹ Crore)

Year	ECM issue size	Number of deals
FY 2020-21	2,78,136	183
FY 2021-22	2,26,667	160
FY 2022-23	1,01,476	144
FY 2023-24	2,35,665	227

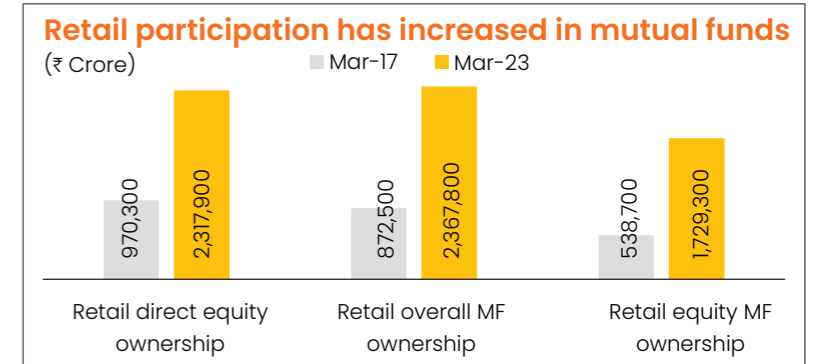
(Source: Prime Database)

Asset & Private Wealth Management

The mutual fund industry saw increased household participation due to financial inclusion, better banking access, and technology proliferation. Equity funds became popular, driven by investor engagement and educational campaigns, with SIPs attracting traditionally non-investing households. In FY 2023-24, mutual funds AUM reached ₹ 53.4 Lakh Crore, a 35% YoY increase, with equity mutual funds at ₹ 29.2 Lakh Crore showing a 51% YoY growth. Equity funds reported net inflows of ₹ 2.4 Lakh Crore, a 46% YoY increase.



Source: AMFI



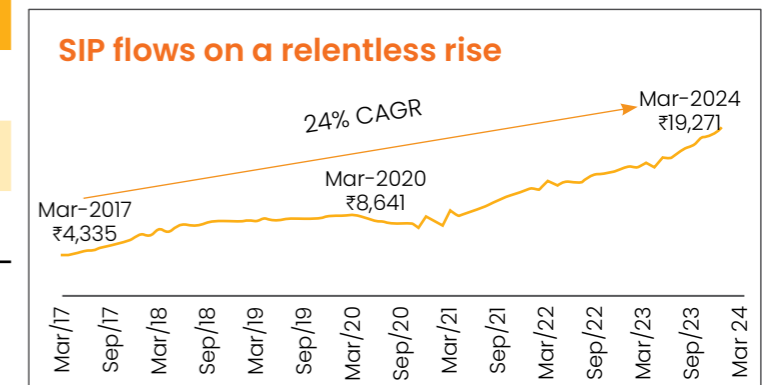
Robust growth in SIP

	Mar-22	Mar-24
SIP flows (lakh Cr)	1.2	2.0
SIP AUM (lakh Cr)	5.8	10.7
SIP accounts (Cr)	5.2	8.3

(Source: AMFI)

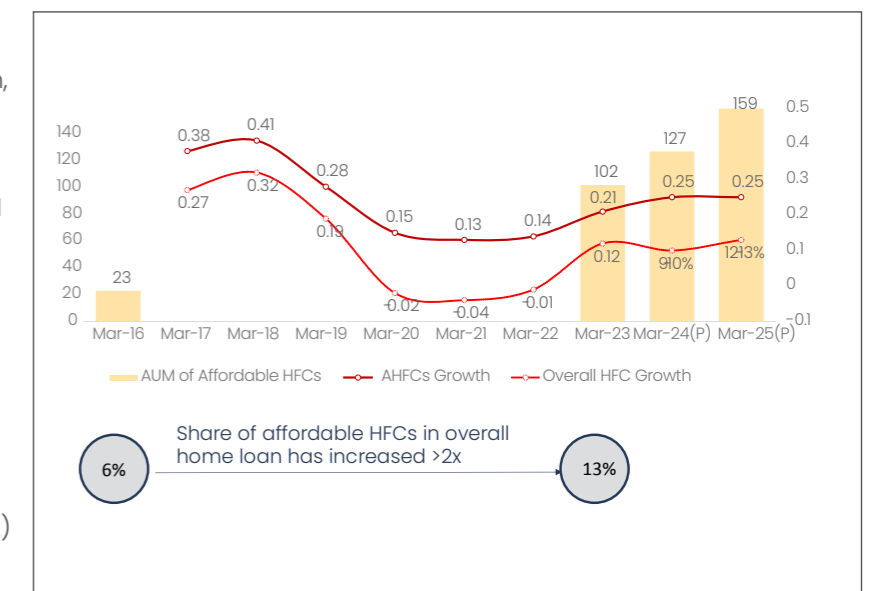
SIP registrations surged to 4.2 Crore in FY 2023-24, up from 2.5 Crore in the previous year, with

March 2024 seeing record monthly contributions of ₹ 19,271 Crore. FY 2023-24 SIP flows totaled ₹ 1,99,219 Crore, exceeding the previous fiscal year.



Affordable housing finance

The affordable housing finance business is poised for significant growth, backed by favourable factors that strengthen its competitive position and prospects. The customer profile, characterised by informal incomes and low ability to service, complemented the operation-intensive nature of the business. This presents a relatively low competitive landscape for affordable housing finance companies (AHFCs). Over five years, AHFCs demonstrated an impressive annualised assets under management (AUM) compound annual growth rate from 28% to 40%, accompanied by Return on Assets (RoA) exceeding 3.5% and low credit costs averaging between 0.2% and 0.5%.



How our **Compounding Machine** approach been validated in our multi-year growth journey

At MOFSL, our **Compounding Machine** has outperformed prominent market indices, enhancing value



This is how we expect to see our **Compounding Machine** play out

We will build a sustainable business model that delivers consistent growth over the long term

We will re-deploy our operating profit in businesses and treasury investments

We will continue to support our businesses with liquidity across market cycles

We will seek extrapolated gains

What **initiatives** we took in FY 2023-24 to reinforce our compounding machine

Technological advancements

Upgraded trading platforms to provide a seamless user-friendly experience, introducing advanced analytical tools and features to help clients take informed investment decisions.

Implemented digital solutions to streamline processes, improve efficiency, and enhance the client experience; covered mobile applications and online portals; launched RISE in capital Super

App, a centralised hub that provides users with a range of financial services - from managing investments to accessing diverse products such as mutual funds, insurance, and US stocks.

Product diversification

Launched mutual funds and AIFs (public / private) to provide wider options to diversify portfolios and address different risk appetites and goals.

Built infrastructure

Launched Motilal Oswal Tower in Bangalore

Advisory capabilities

Trained relationship managers to increase the customer wallet share through a solutions orientation

Distribution capabilities

Engaged more external distribution partners; created a dedicated distribution team with a 3x growth plan

Research and analysis

Expanded our research team and capabilities; incorporated advanced data analytics and artificial intelligence tools; developed research reports on emerging sectors and investment themes

Financial services

Expanded private wealth Relationship Managers and services to offer comprehensive financial planning (retirement planning, tax optimisation, and estate planning); customised our portfolio management services around client needs

Regulatory compliance and risk management

Enhanced compliance and risk management frameworks; implemented risk mitigation to protect the Company against market volatility

Client education

Conducted webinars on disciplined investing and compounding; enhanced engagement frequency through newsletters, market updates, and personalised reports.

Right place at the right time

As India's investing culture deepens, we see a greater role for a company like ours.

At Motilal Oswal possess a coming together of tangible and intangible competencies – brand, distribution network, research, relationship managers, processes, institutionalised approach and professionals.

In view of this, we see wealth flows within India's rising affluent population trend from the small and unorganised to the large and organised players like Motilal Oswal. The more this shift accelerates, the more organised companies like ours will be empowered to capture market share, build multi-year relationships and generate sizable annual surpluses. This annual surplus (following prudent dividend payments) will be added to our treasury investment book with the objective to reinvest in the asset class we know best (equity). This investment will be invested for the long-term for enhanced compounded impact. In turn, the value of our treasury book will be utilised as collateral for growing our core business (if necessary), creating a virtuous cycle where each business feeds off the other and maximises organisational value.

Motilal Oswal's trusted brand positions it as a preferred choice

for investors seeking holistic financial solutions. The Company created an integrated wealth platform called RISE that offers a range of financial products and services, virtually covering the entire investment and wealth management spectrum. This integrated approach allows clients to access multiple services under one roof, enhancing convenience and efficiency.

The Company's strong research and advisory capabilities, leveraged across business lines, is helping generate valuable insights and investment ideas, which are then utilised in wealth management, asset management, and investment advisory services.

The Company's diverse portfolio of services creates a range of cross-sale opportunities. For example, a wealth client is sold MO AMC and Alternates products, while an institutional client may require investment banking services. This cross-selling potential allows Motilal Oswal to deepen

client relationships and increase products per client.

By operating across multiple business lines, Motilal Oswal has moderated an excessive dependence on any single revenue source, mitigating the impact of market volatility or regulatory changes specific to any particular segment of the financial services industry.

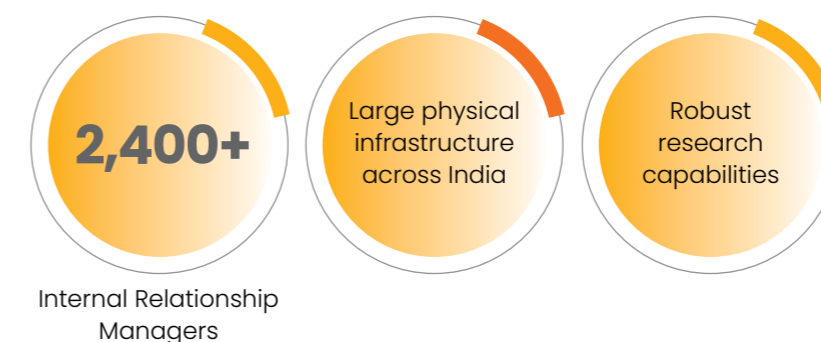
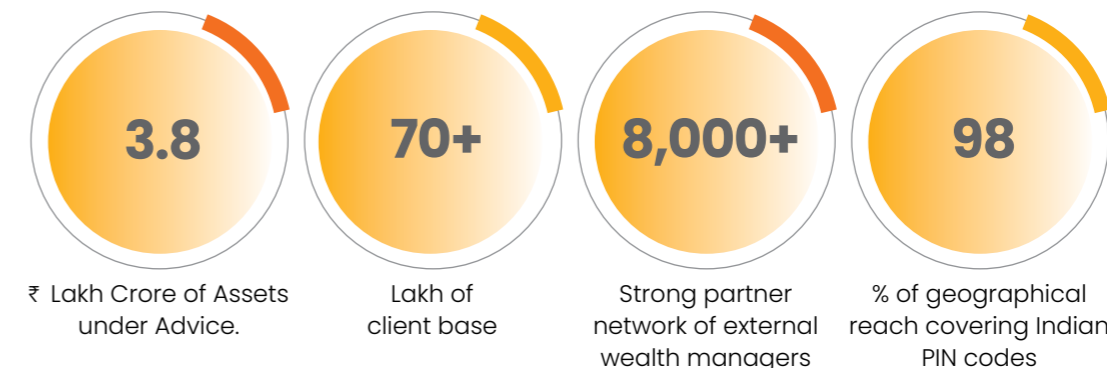
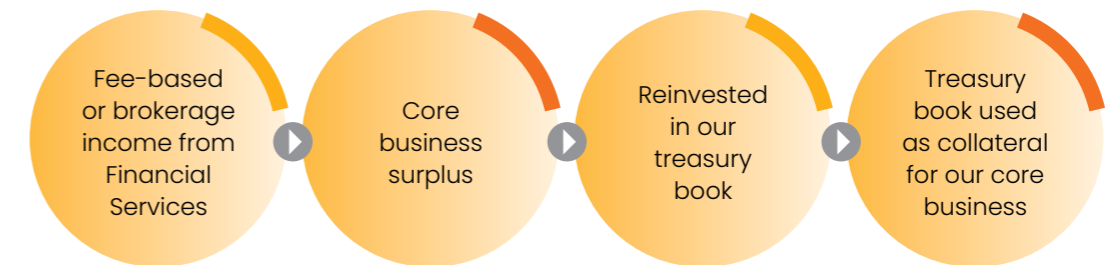
Going ahead, the Company is focused on building and enhancing Annual Recurring Revenue (ARR), deepening revenue visibility and business sustainability. Currently, around 32% of our total ARR assets contribute 54% of our revenues and, going forward, the Company plans to improve ARR assets and revenue streams to deepen business outcomes

At Motilal Oswal, the complement of businesses is placed to capitalise on a transforming and growing India. As the country's economic momentum accelerates, the Company will be attractively placed to report surpluses for the moment and enhance value for the future.

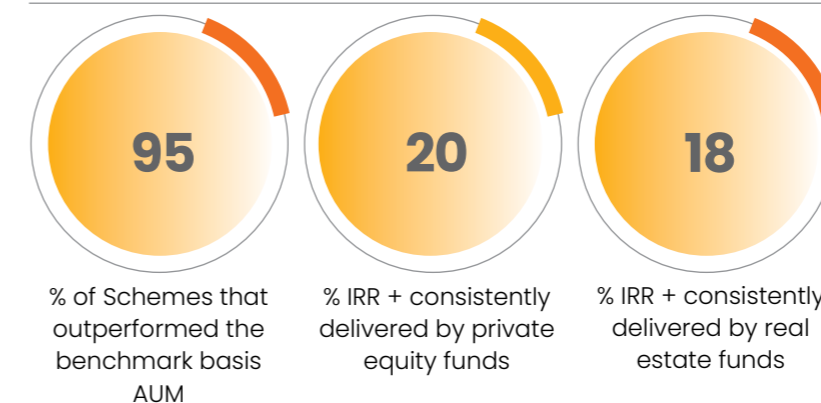
The Motilal Oswal advantage

Wealth Player

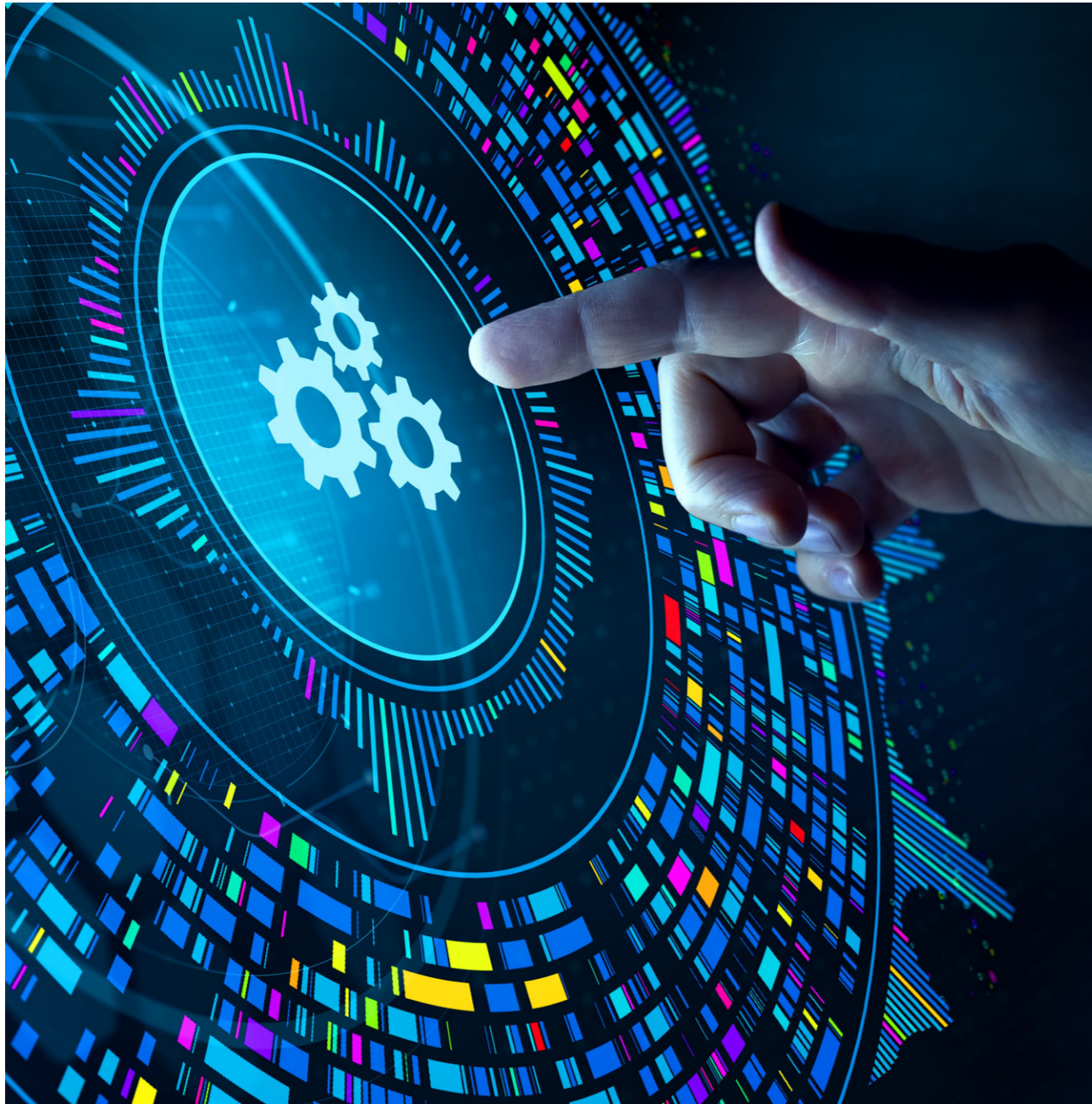
How our Double-engine business model operates



Strong manufacturing capabilities



Our integrated **business** model



Overview

The integrated nature of Motilal Oswal's business facilitates business incubation with the objective to ideate, launch and nurse business ideas from concept to maturity. By bringing the power of a validated eco-system to the addressal of new business opportunities, the Company has demonstrated the capacity to create new revenue engines and shrink the gestation between ideation and maturity.

At our Company, the incubation eco-system has been strengthened through the following realities.

Cross-functional expertise: The integration of business constituents facilitates a cross-pollination of expertise and knowledge across functional areas. This collaboration model fosters innovation and exchanges, enhancing incubation effectiveness.

Resource sharing: The integrated business model facilitates resource sharing across functions and business segments with necessary

Chinese walls among the various businesses.

Client relationships: The integrated platform empowers Motilal Oswal to develop enduring relationships with clients through a comprehensive services suite customised around their evolving needs. These strong client relationships provide valuable feedback and market validation for

new business ideas, accelerating and maturing the incubation.

Industry insights: With a presence in multiple segments of the financial services industry, the Company gains valuable market insights and experience across market cycles and segments. These insights help identify emerging trends, market gaps, and un-addressed opportunities.

Integration outcomes

At our Company, the integration of various business under a consolidated umbrella represents a decisive integration advantage through the following realities:

Brand: The integrated nature of the business is catalysed by the visible Motilal Oswal brand, which has been in existence for more than the decades. This brand is one of the most visible in India's financial services and capital market sector. The immediate access to the brand has helped the Company's new businesses overcome the need to invest in brand building; on the contrary access to this intangible asset empowers the Company to leap-frog an entire phase of visibility building, maturing its market access.

Distribution presence: In a sector where distribution breadth and depth is often the difference between success and failure, the Company enjoys immediate access across 98% of the country's pin codes. The ability of a new business to immediately gain access to this sizable intangible backbone eliminates all the costs and time involved in building this market access; on the other hand, it provides the Company's intermediaries with a larger wallet share and revenue streams to work with, enhancing loyalty.

Revenue diversification and cross-sell opportunities: Different segments often perform differently under different market conditions. This diversification ensures that the Company can maintain a stable revenue stream and profitability even when one segment faces challenges. The ability to cross-sell products and services across divisions deepens client engagement with the Company and increases revenue per client. The interconnectedness and cross-selling potential drive sustainable growth.

Operational synergies: The integrated business model empowers the Company to leverage shared resources, technology, and infrastructure across businesses, enhancing cost efficiencies and synergies. By sharing resources and administrative functions, the Company is placed to moderate operational costs and improve margins.

Insource clients: The difference between success and failure in a competitive sector like financial

services is the time taken to build customers. At the group, an existing base of 70 Lakh clients – one of the largest in the country – provides the Company with an effective foundation on which to offer customers a new product; even a relatively small share of this base at the outset can graduate a newly introduced service or business towards profitability. Besides, the ability to offer different and complementary services can deepen customer loyalty, strengthening the customer eco-system.

Client profile: The Company addresses the growing needs of mass affluent, high net worth individuals and ultra-high net worth individuals. The Company has developed an understanding of this customer set, making it possible to deepen inroads into such customers through the launch of complementary products that address their widening needs. A uniformity in customer profile and broad basing of products provides an effective integrated framework to enhance upsides.

Environment, Social and Governance



Tree plantation drive. Planted 200 trees

Overview

The mission at Motilal Oswal is to establish itself as a reliable partner to clients through the responsible provision of services aimed at fostering growth and economic advancement.

Our commitments, considerations and priorities concerning environmental, social and governance (ESG) matters are integrated into our business framework and are intrinsic to our mission. The term ESG has evolved over time to encompass a broad range of interpretations, reflecting the

dynamic nature of our global society.

At Motilal Oswal, we have aligned our ESG priorities with our business imperatives. We approach environmental and social issues from a standpoint that evaluates risks and opportunities. Our governance principles substantially contribute to the robustness and performance of our organisation. We believe that an adept management of ESG priorities enhances our business resilience, risk management and value creation.

Environmental commitment

At Motilal Oswal, we recognise the critical importance of environmental stewardship and are committed to integrating sustainable practices into operations. As a leading financial services company, we understand that our activities have direct and indirect impacts on the environment. We strive to minimise our ecological footprint and contribute positively to the global effort of creating a sustainable future. We seek to reduce, recycle, replace and reuse material, deepening our environmental impact through strategic initiatives aimed at enhancing sustainability and efficiency.

Reduce

- Invested in an Integrated Building Management System (IBMS) to achieve significant energy savings and enhance building control.
- Upgraded to sensor-based LED lights instead of traditional conventional lighting.
- Reduced paper wastage through electronic communication.
- Transitioned to virtual hyper-converged servers for a greener future.
- Installed energy-efficient five-star air-conditioners and electrical equipment in the corporate office and branches.
- Installed a variable refrigerant flow air conditioning system
- Installed occupancy sensor lights in our corporate office buildings.
- Implemented green IT practices, such as remote work support, e-waste management and paperless operations.
- Utilised virtualisation and cloud computing to reduce the number of physical servers required, allowing multiple virtual machines to run on a single physical machine. This led to lower energy consumption, reduced cooling requirements, enhanced resource optimisation and a reduced physical footprint.
- Issued energy-efficient laptops for employee mobility.
- Conducted regular equipment inspection to ensure data centre energy efficiency.
- Organised a food wastage awareness drive to empower individuals to minimise food waste in their daily lives.

Recycle

- Implemented separate bins for dry and wet waste disposal.

- Disposed e-waste through a certified e-waste vendor.
- Appointed an e-waste vendor to safely discard and dispose of 3.14 metric tonnes of e-waste, in line with e-waste and lifecycle management of IT products.
- Enhanced paper recycling, including tissues and cardboard, to reduce waste and conserve resources.
- Recycled wastewater for use office gardens processed through an on-site sewage treatment plant
- Implemented waste recycling to segregate and recycle dry, wet and e-waste.
- Conducted plastic waste recycling, reducing environmental pollution and promoting a cleaner environment.

Replace

- Minimised our environmental footprint by replacing single-use plastics with glass bottles, mugs and reusable cutlery.
- Replaced traditional faucets and urinals with new water-saving technologies to significantly reduce water consumption.
- Installed hand dryers in washrooms to reduce the consumption of paper napkins.
- Installed tap water systems.
- Installed a sewage treatment plant.
- Installed reverse osmosis water treatment plants.

Reuse

- Adopted a Sustainable Sourcing and Preferential Procurement Policy.
- Rainwater harvesting systems were installed to conserve water

- and reduce dependence on municipal water supplies.
- A variable refrigerant flow unit was installed to enhance energy efficiency and optimise climate control
- Assumed responsibility for the cleanliness of the footpath in front of and opposite our office to promote a cleaner and environment.
- NASA-approved air purifier plants were installed to improve indoor air quality
- A sewage treatment plant was installed to treat wastewater on-site, promoting water reuse and reducing environmental pollution.
- Initiated eco-friendly employee pen-making projects, where pens were crafted from old newspapers.

Green initiatives

- LEED certification was applied for, demonstrating our commitment to sustainable building practices
- More than 500 saplings were planted in front of the Motilal Oswal Tower Bridge, contributing to the local ecosystem and urban greenery.
- Enhanced office space with a vertical garden, contributing to improved air quality and aesthetics.
- Added live plants on every floor to liven up our corporate office and promote a healthy atmosphere.
- Planted fruit-bearing trees in Mumbai and Wada; made seed balls to spread greenery across Mumbai
- Conducted a tree plantation drive, where trees were planted through employee volunteering



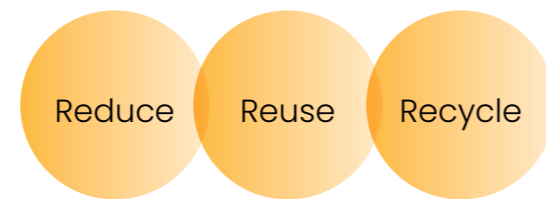
Motilal Oswal Tower, Bangalore

GREEN building

The Company undertook green building initiatives at the new Motilal Oswal Bangalore tower as below and is planning green buildings in ongoing construction projects:

- Rain harvesting installed
- STP installed
- VRF unit installed
- NASA approved air purifier plants installed
- LEED certification applied for
- More than 500 plants plantated in front of Tower Bridge
- RO plant installed in the Tower

Key focus



Social commitment



Employee volunteering to make learning aids



The success of our Company is intricately tied to the well-being of the communities we operate in and the skills and dedication of our workforce. We leverage the influence of our businesses, coupled with philanthropic resources, data-driven insights and policy acumen to contribute to a more equitable and sustainable economy. Central to these endeavours is our commitment to promote diversity, equity and inclusion (DEI) within our organisation. Motilal Oswal invests in employees throughout their career journey, striving to cultivate a work environment that is inclusive and supportive.



Transforming of schools - wall painting



Eye checkup camp for Employees

Employee engagement initiatives

The Company has actively engaged in various initiatives to enhance employee well-being and foster a positive work environment. These initiatives included:

- Organised a free eye check-up and health camp for employees, promoting their health and well-being.
- Provided paid paternity and maternity leave, work-from-home options, and a physical and emotional well-being assistance program for our employees.
- Facilitated team-building through sporting activities and cultural festivities.
- Fostered employee engagement through fun competitions such as dance, singing, photography, and culinary skills.
- Offered a fun and enriching summer camp experience for employees' children.
- Conducted fitness sessions to encourage employees to maintain a balanced lifestyle.
- Encouraged employees to use the stairs instead of the lift and to walk 10,000 steps daily.

- Provided a virtual desktop infrastructure and a virtual private network to employees, allowing access to critical applications from any location. This enhanced work-life balance and contributed to employee satisfaction and productivity.

Learning and development initiatives

The Company has demonstrated a strong commitment to learning and development through several initiatives that included:

- Launched a dedicated learning app, Paathshala, to facilitate continuous learning with a library of existing and ever-expanding modules.
- Empowered our workforce with industry-relevant certifications through partnerships with esteemed universities.
- Implemented senior leadership and management development programs to nurture leadership skills.
- Provided employees with over 1.24 million hours of soft skill training in FY 2023-24.
- Offered virtual labs and training environments to employees and clients to upskill and

adapt to new techniques and technologies in a capital market environment.

Talent attraction and management initiatives

The Company has implemented a comprehensive strategy to attract and manage talent effectively. These initiatives included:

- Recruited graduates from prestigious management institutions to ensure a high caliber of talent.
- Hosted guest lectures by industry experts and organised exciting competitions to spark student interest on campus.
- Established a dedicated Talent Development Program for developing high-potential employees and fast-tracking their careers.
- Empowered employee growth through Individual Development Plans, coaching, CEO mentoring, strategic projects, and management development programs.
- Launched the MT Spark Program, which facilitated learning through job rotation by hiring from Tier II and Tier III campuses across all business areas.

Corporate Social Responsibility

At Motilal Oswal, we have always believed in giving back to society and making a positive impact on the communities we serve. Our Corporate Social Responsibility (CSR) initiatives reflect our commitment to social welfare, education, health, and environmental sustainability.



Mobility aid and employment kits provided to differently abled



Inauguration of girls hostel in Dharwad

- The MO Foundation sponsored the construction of a hostel facility for girls in Dharwad.
- We collaborated with an organisation to provide scholarships to students from disadvantaged backgrounds to help them pursue their education.
- In collaboration with Bhagwan Mahaveer Viklang Sahayata Samiti, we provided over 1,600 people with walking aids such as wheelchairs, crutches, artificial limbs/callipers, and hand-paddled tricycles.
- We helped 210 specially-abled people by setting up tea stalls, providing sewing machines, and supporting dhabas to make them economically independent.
- Two schools in Wada were renovated to improve the learning environment for the students.
- The MO Foundation created a more conducive learning environment for nearly a thousand students every year.
- A rainwater harvesting system was installed in a rural school, benefiting 400 students.
- We piloted 'Let's Learn English Program' in a few schools to extend students' exposure to the language.
- We sponsored preparation exams for SSC students to help them become familiar with writing board exams.
- We sponsored the construction of an animal hospital near Nashik, built by Life Care and Peace Mission.
- The MO Foundation collaborated with the Global Vikas Trust to build a state-of-the-art Farmers Training Centre at Parli.
- We undertook a clean-up drive at Sanjay Gandhi National Park.
- We donated 50 desktop sets in usable condition to various schools in rural areas to promote computer education.
- The MO Foundation supported the Rishihood Foundation in Sonipat to build a hostel facility and sponsored the setting up of a library in Thane.
- Through the Tattva Educational Foundation, we provided benches and cupboards for schools in Wada.
- The MO Foundation supported 113 schools in Satpura Balaghat, Madhya Pradesh, in collaboration with the Friends of Tribal Society.
- The MO Foundation ran a specialised program in 171 schools from Vasai, Wada, and Vikramgad blocks of Palghar district, improving the conceptual understanding of more than 6,000 students.

Key focus

Employee engagement

Learning and development

Talent attraction and management

CSR activities

Governance commitment



Motilal Oswal is dedicated to practicing responsible corporate governance. We have structured our governance framework to facilitate the embodiment of our vision and values.

Board of Directors

Comprising a diverse and highly qualified group of leaders with significant credentials, our Board of Directors plays a pivotal role in shaping corporate policies, defining strategic direction and supervising day-to-day operations. Operating in accordance with our Corporate Governance guidelines, the Board is dedicated to fostering the long-term success of the Company and providing strategic guidance to achieve impactful results on a global scale.

The Board of Directors takes an active role in establishing and supervising our global ESG objectives and framework.

ESG and Business responsibility & Sustainability Committee

The Business responsibility & Sustainability Committee is responsible for planning,

developing, implementing and continually enhancing our ESG strategy, objectives and projects. The management maintains regular engagement with essential stakeholders, including consumers, customers, shareholders, employees, non-governmental organisations (NGOs) and community leaders, while also taking the lead in managing the Business responsibility & Sustainability Committee.

The Business Responsibility & Sustainability Committee is composed of leaders from various functional areas. These leaders are entrusted with mobilizing the organisation and fostering interdepartmental collaboration to guide the creation, implementation, continuous enhancement and measurement of pertinent ESG policies, procedures and initiatives.

These practices are intentionally designed to ensure that our ESG

efforts align seamlessly with our business strategies and operational goals.

Supervisory Board

The Company has maintained a robust supervisory Board and implemented comprehensive risk management practices. Key initiatives included:

- Ensuring a diverse Board composition.
- Ensuring 50% Independent Directors, including 2 women Directors and at least 50% Independent Directors in the material subsidiaries.
- The average Board experience exceeded 30 years.
- Segregating the position of Chairman and Managing Director.
- Ensuring no pledge or encumbrance on shares held by executive directors or promoters.

- Ensuring enhanced obligation and disclosures being a Qualified Stock Broker ("QSB")

Risk management

The Company has implemented stringent risk management measures, encompassing:

- Established a dedicated Risk Management Committee.
- Raised risk awareness through training, workshops, emailers, conferences, and seminars.
- Developed comprehensive risk management policy & framework.
- Implemented a robust Risk Management Enterprise Framework.

Compensation framework

The Company has adopted a structured compensation framework aimed at:

- Formulated remuneration policies recommended by the Nomination & Remuneration Committee and approved by the Board.

- Provided detailed disclosures of managerial remuneration in the Annual Report.

- Implemented various Employee Stock Option Schemes across every business division for employee retention.
- Conducted annual board evaluations to assess performance and effectiveness.

Compliance and policies

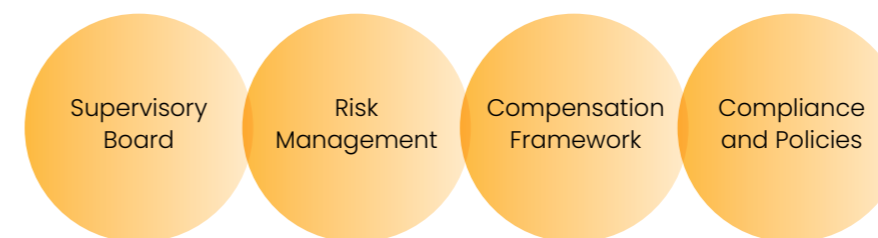
The Company has adhered to stringent compliance standards and formulated comprehensive policies, including:

- Formulated a Corporate Social Responsibility (CSR) Policy to ensure impactful CSR activities through a dedicated CSR Monitoring Cell.
- Implemented policies for the prohibition of insider trading and establishing system-driven controls for employees and stakeholders.
- Enforced policies for the prevention of sexual harassment

at the workplace, with awareness campaigns conducted through emailers.

- Established a Vigil Mechanism/ Whistleblower Policy for employees and stakeholders to report non-compliance and unethical practices directly to the Chairman of the Audit Committee.
- Implemented an Equal Opportunity Policy to ensure fairness and inclusivity.
- Adopted an Anti-Bribery and Anti-Corruption Policy to uphold ethical business practices.
- Adopted Sustainable Sourcing and Preferential Procurement Policy.

Key focus



ESG initiatives for the capital market business

The Company organised training sessions on data analysis, MS Excel use, presentation skills, team management and leadership skills.

Digital KYC process: The Company launched a comprehensive digital KYC on the Rise App, ensuring an easy and smooth account opening journey for customers.

It introduced a new EKYC digital journey for customers to open US equities trading accounts through Rise App. It implemented a digital KYC process for NRI customers, enabling smooth onboarding.

Launched a new Motilal Oswal website: Through this platform prospective customers can access market and product updates and

company information; customers can open free demat accounts

Chat360 – WhatsApp RM channel: The Company facilitates real-time, verified WhatsApp communication to build trust, resolve issues, and enhance customer

Launched Edumo with live webinars: The Company launched a learning platform with new and user-friendly navigation,

accessible on Research360 App, web and Rise App, offering videos, webinars and courses for enhanced stock market awareness.

ESG initiatives for the housing finance business

Advice: During loan counselling, we advise customers on acquiring properties that have been built or are located in such a manner they do not hurt the ecology and environment.

Sanitation: Ensure that while funding, proper sanitation/hygiene/safety standards are maintained and no environmental harm is done during home construction.

Norms: The Company follows National Disaster Management Authority norms that help avoid funding in environmentally sensitive areas. The Company follows International Finance Corporation (IFC) Performance Standards

Digitalised: The Company adopted digitalised processes to reduce paper use, becoming paperless till the loan sanction stage and aim to become paperless in disbursement documentation as well

Concessional: The Company offers home loans at concessional rates to women borrowers in

private companies and self-employed women

Resolutions: The Company's Dedicated Customer Service team resolves requests, queries and complaints

Board: The Board consists of 50% of Independent Directors including an independent woman Director

ESG initiatives for the Asset & Private wealth business

Motilal Oswal Alternate (Private Equity) has developed an ESG framework, governed by Indian regulations, IFC Performance Standards and World Bank EHS guidelines.

ESG Policy

Our ESG policy strictly follows relevant Indian regulatory and policy requirements

Our ESG policy largely meets IFC Performance Standards (2012), and follows World Bank EHS Guidelines and applicable sector-specific guidelines

ESG Focus

Employment Generation

Gender Balance

Climate Action

Financial Inclusion

Healthcare Accessibility

Community Development

Select Environmental Achievements

- 40%** Reduction of electricity load via installation of solar power
- 1st** Indian company to introduce Renewable Energy Certificates (RECs)
- 170%** Increase in water recycled
- 90%** Savings in water consumption per day via installation of state-of-the-art devices

Select Social Impact Achievements

- 6.2x** (~2.4K) Jobs created within 18 months of investment
- 10K+** Jobs created in unorganized sector across remote locations in India
- 50%+** Increase in jobs created for women across the country
- 45K** families provided with access to credit for house procurement

Governance Impact¹

70%+

Companies with a woman board member

50%+

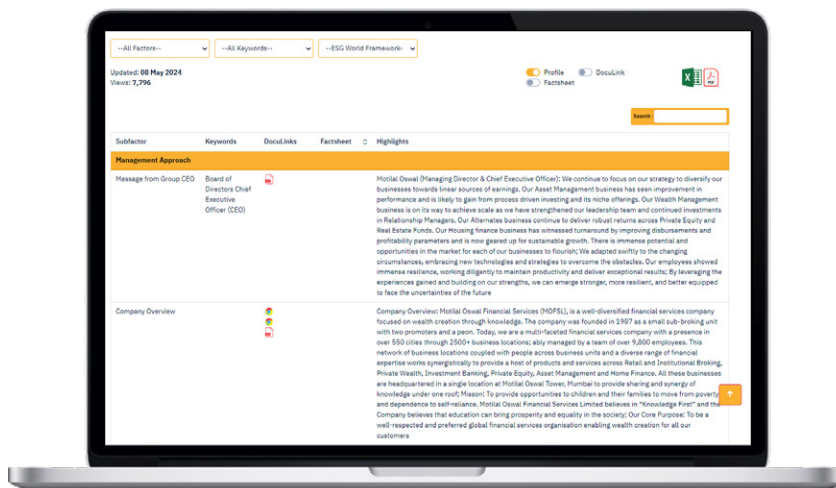
Companies with independent directors

ESG website

MOFSL's online ESG profile (Link) platform, a public, consolidated, and searchable profile on MOFSL group website, summarises its sustainability approach.

The website provides accessible information on the Group's ESG activities. The profile empowers stakeholders - clients, shareholders, financial institutions, regulators, rating agencies etc. - to review and stay abreast of evolving practices

The Company emerged as an early adopter of a transparent, comprehensive and real time ESG platform.



Statutory Reports



BOARD'S REPORT

Dear Members,

The Directors of your Company have pleasure in presenting the Nineteenth Board's Report together with the Audited Financial Statements for the financial year ended March 31, 2024.

FINANCIAL RESULTS

The summary of the Company's financial performance, both on a consolidated and standalone basis, for the financial year ("FY") 2023-24 and FY 2022-23 is given below:

(₹ in Lakhs)

Particulars	Consolidated		Standalone	
	2023-24	2022-23	2023-24	2022-23
Total Revenue	7,13,052	4,19,712	4,59,670	2,69,271
Total Expense (Excluding Interest and Depreciation)	3,00,192	2,30,066	2,29,089	1,70,002
Profit before Interest, Depreciation, Taxation and Exceptional Items	4,12,860	1,89,646	2,30,581	99,269
Interest	1,01,414	59,583	44,152	21,733
Depreciation	8,258	5,838	7,203	5,006
Profit before Taxation	3,03,188	1,24,225	1,79,226	72,530
Add/(Less): Provision for Taxation				
Current Tax	43,445	29,062	23,271	15,829
Deferred Tax	15,507	1,823	7,197	35
Less: Tax for earlier year(s)	(326)	58	(280)	(225)
Tax Expenses	58,626	30,943	30,188	15,639
Profit after Taxation from Continuing Operations	2,44,562	93,282	1,49,038	56,891
Share of Profit from Associates and Joint Ventures (net of taxes)	(1)	196	-	-
Profit for the Period	2,44,561	93,478	1,49,038	56,891
Add/(Less): Other Comprehensive Income (OCI)				
Actuarial gain/(loss)	(510)	169	(381)	64
Fair value gain/(loss) of investment held through FVOCI	19,121	(5,467)	12,657	(3,976)
Tax on OCI	(115)	650	592	446
Total Comprehensive Income	2,63,057	88,829	1,61,906	53,425
Net Profit attributable to:				
Owners of Parent	2,62,602	88,520	-	-
Non-Controlling Interests	455	310	-	-
Add: Balance brought forward from previous year	4,98,949	4,30,698	3,44,331	3,07,292
Profit available for Appropriation	2,44,107	93,169	1,49,038	56,891
Less: Appropriations				
Actuarial gain/(losses) on post-retirement benefit plan (net of taxes)	(181)	125	(286)	48
Transfer to Statutory Reserve	(2,650)	(4,027)	-	-
Interim Dividend and Final Dividend	(25,244)	(14,825)	(25,233)	(14,823)
Buyback Transaction Cost	-	(3,843)	-	(3,842)
Merger Adjustment	400	-	-	-
Business Combination Cost	-	(2,223)	-	(1,235)
Transfer to Non-Controlling Interest	(91)	(125)	-	-
Balance of Profit carried forward	7,15,290	4,98,949	4,67,850	3,44,331

FINANCIAL PERFORMANCE

Standalone

The standalone revenue in the FY 2023-24 stood at ₹4,59,670 Lakhs vs ₹2,69,271 Lakhs in the FY 2022-23. Total expenses (before interest and depreciation) for the year came in at ₹2,29,089 Lakhs which increased by 35% over previous year. People cost increased by 33% YoY to ₹81,536 Lakhs. Operating expenses increased by 37% YoY to ₹1,07,001 Lakhs. The profit before depreciation, interest and taxation (EBITDA) stood at ₹2,30,581 Lakhs. Reported net profit for the year came in at ₹1,49,038 Lakhs.

Consolidated

The consolidated revenues for the year were ₹7,13,052 Lakhs for the year under review, an increase of 70% as compared to the previous year.

The average daily traded volumes (ADTO) for the equity markets during the FY 2023-24 stood at ₹350 Lakh Crore, up 127% YoY from ₹154 Lakh Crore in the FY 2022-23. The overall cash market ADTO reported increased by 53% YoY at ₹88,197 Crore in the FY 2023-24. Within derivatives, futures volume rose by 18% YoY to ~₹1.4 Lakh Crore while options rose 78% YoY to ₹271 Lakh Crore. Amongst cash market participants, retail constitutes 45% of total cash volume, institution 24% and prop 35%. The proportion of DII in the cash market was 10%. In the FY 2023-24, a record of 3.7 Crore new demat accounts were added as against 2.5 Crore in the FY 2022-23. The number of demat accounts stood at 15.1 Crore in FY 2023-24, a growth of 32% YoY.

Total expenses (before interest, depreciation and taxation) for the year at ₹3,00,192 Lakhs registered an increase of 30% over previous year. Profit before depreciation, interest and taxation (EBITDA) stood at ₹4,12,860 Lakhs, an increase by 118% from the previous year. Profit for the year increased by 162% to ₹2,44,562 Lakhs.

Key Highlights

- Capital market business (Broking +IB) income grew 37% YoY to ₹3,235 Crore.
- The Company had 42 Lakhs retail broking and distribution clients growing at a CAGR of 29% from FY 2018-19 to FY 2023-24. Client acquisition stood at 6.2 Lakhs during the year.
- Our financial product distribution AUM was ₹27,038 Crore as of March 2024, up 27% YoY.
- Investment banking business successfully completed 17 marquee deals in FY 2023-24 worth ~₹19,100 Crore. The team have a rich pipeline and continues to engage on a wide cross-section of mandated transactions across capital markets and advisory.

- Asset management income increased by 25% YoY to ₹784 Crore. Total assets under management across mutual funds, PMS and AIF was ₹71,810 Crore, up 57% YoY. Within this, the mutual fund AUM was up 65% YoY to ₹48,842 Crore, while Alternates AUM stood at ₹22,970 Crore.
- The private equity income stood at ₹217 Crore, up 18% YoY. Total fee earning AUM stood at ₹10,048 Crore.
- The income from wealth management business stood at ₹772 Crore, up 41% YoY. The wealth management AUM for the FY 2023-24 was at ₹1,23,645 Crore, up 78% YoY.
- Housing finance related gross income of ₹589 Crore, up 11% YoY. HFC loan book was ₹4,048 Crore, up 6% YoY as of March 2024. Disbursements (incl. pool buy out) stood at ₹1,018 Crore.

In line with the long term strategy to grow RoE sustainably, the Company had made strategic allocation of capital to long term RoE enhancing opportunities like Motilal Oswal Home Finance Limited, and sponsor commitments to our mutual fund and private equity funds. As of March 2024, our total quoted equity investments stood at ₹4,206 Crore.

The detailed results of operations of the Company are given in the Management Discussion and Analysis Report forming part of the Annual Report.

FUTURE OUTLOOK

We have achieved robust performance across various segments. Our Capital market business delivered exceptional results, achieving all-time high quarterly and yearly profit and solidifying our position in the Cash and F&O Premium segments with market shares of 8.2% and 8.7%, respectively. Our focus remains on diversifying our business to liner sources of earnings. Our Asset and Wealth Management business reached a milestone with AUM reaching ₹1.95 Lakhs Crore, showcasing significant growth. Our Asset Management arm witnessed notable improvements in performance and inflows, poised to benefit from structured investing and specialized offerings. Meanwhile, our Wealth Management division is making strides in scalability, supported by a strengthened leadership team and ongoing investments in Relationship Managers. Moreover, we completed the first close of our 6th Real Estate fund. In our HFC business, efforts are underway to bolster the sales force and enhance productivity to drive robust growth in disbursements and AUM. We are confident in the vast potential of each of our businesses and their ability to capitalize on market opportunities. Looking ahead, we remain committed to our strategic objectives, aiming for sustained growth and excellence across all our operations.

CONSOLIDATED FINANCIAL STATEMENT

As per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules made thereunder (as amended from time to time), the Consolidated Financial Statements of the Company for the FY 2023-24 have been prepared in compliance with applicable Indian Accounting Standards and on the basis of the Audited Financial Statements of the Company and its Subsidiaries, as approved by the respective Board of Directors ("Board").

The Consolidated Financial Statements together with the Auditors' Report is forming part of the Annual Report.

ENVIRONMENT, SOCIAL AND GOVERNANCE INITIATIVES

Since, your Company strongly believes in raising corporate transparency, strengthening risk management, promoting stakeholder engagement, improving communications with Stakeholders, your Company has undertaken various Environment, Social and Governance (ESG) initiatives during the FY 2023-24. The separate disclosure on ESG initiatives is forming part of the Annual Report.

INFORMATION ON THE STATE OF AFFAIRS OF THE COMPANY

The information on the affairs of the Company has been given in Management Discussion and Analysis Report forming part of the Annual Report.

MATERIAL CHANGES AND COMMITMENTS, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

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

SCHEME OF ARRANGEMENT

During the year under review, the Board in its Meeting held on July 27, 2023 has approved the Scheme of Arrangement between the Company i.e. Motilal Oswal Financial Services Limited ("the Transferor Company" or "the Resulting Company" or "MOFSL") and Motilal Oswal Broking and Distribution Limited (formerly Glide Tech Investment Advisory Private Limited) ("the Transferee Company" or "MOBDL") and Motilal Oswal Wealth Limited ("the Demerged Company" or "MOWL") and their respective Shareholders ("the Scheme"), subject to the approval of the Shareholders of the Company and necessary Statutory and Regulatory Approvals including the approval of

the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"). The proposed Scheme involves the following arrangement:

- i. Transfer of Broking and Distribution ("B&D") Business/Undertaking of the Transferor Company into the Transferee Company by way of Slump Sale (as defined in the Scheme) and consequent issue of equity shares by the Transferee Company to the Transferor Company;
- ii. Demerger of Wealth Business Undertaking of the Demerged Company into the Resulting Company (as defined in the Scheme); and
- iii. Various other matters consequential or otherwise integrally connected herewith.

The Board has approved the appointed date as April 01, 2023 subject to approval of the Hon'ble NCLT. Further, pursuant to the provisions of Regulation 37 of the Listing Regulations, the Company has filed the Scheme along with necessary documents with Stock Exchange(s).

ITEMIZE SALE OF INVESTMENT

During the year under review, the Board in its Meeting held on July 27, 2023 has approved Itemize Sale of Identified Investments ("Investments") from its investments portfolio which includes investments in listed equity shares, equity mutual funds, alternative investments, etc. of the Company to Motilal Oswal Broking and Distribution Limited (formerly Glide Tech Investment Advisory Private Limited) ("MOBDL"), a Wholly-Owned Subsidiary of the Company. On such Sale of Investments, MOBDL will issue its Equity and/or Preference Shares to the Company as a consideration equivalent to the fair value of the Investments as on the actual date of transfer (immediately prior to the Scheme coming into effect).

DIVIDEND

In terms of Regulation 43A of the Listing Regulations, the Board has approved the Dividend Distribution Policy in line with the requirements of the Listing Regulations and it is available on the website of the Company and can be accessed at <https://www.motilaloswalgroup.com/Downloads/IR/206776066708.-Dividend-Distribution-Policy.pdf>.

During the year under review, the Board, based on the parameters laid down in the Dividend Distribution Policy, at its Meeting held on January 24, 2024 had declared and paid an Interim Dividend of ₹14/- per Equity Share for the FY 2023-24, out of the profits of the Company for the third quarter and nine months ended December 31, 2023, on 14,85,30,616 Equity Shares having face value of ₹1/- each, aggregating to ₹2,07,94,28,624/-.

TRANSFER TO RESERVES

The Board of your Company decided not to transfer any amount to the General Reserve and retain the entire amount of profit under Retained Earnings.

CREDIT RATING

During the year under review, the Credit Rating agencies have affirmed/reaffirmed/assigned the below credit ratings:

Rating Agency	Instrument Type	Size of Issue (₹ in Crore)	Rating/Outlook	Rating Action
ICRA Limited	Commercial Papers	5,750	[ICRA]A1+	Assigned & Reaffirmed
	Long-Term Principal Protected Market Linked Debentures	100	PP-MLD[ICRA]AA (Stable)	Reaffirmed
	Bank Lines – Unallocated	300	[ICRA]AA (Stable)	Reaffirmed
India Rating & Research Private Limited	Commercial Papers	5,000	IND A1+	Affirmed
		750	IND A1+	Assigned
	Non-Convertible Debentures	1,100	IND AA/Stable	Affirmed
	Bank Loan	400	IND AA/Stable	Affirmed
CRISIL Limited	Commercial Papers	1,750	CRISIL A1+	Reaffirmed
	Non-Convertible Debentures	1,200	CRISIL AA Stable	Assigned & Reaffirmed

The above ratings indicate a very strong degree of safety regarding timely servicing of financial obligations.

SHARE CAPITAL

During the year under review, the Company has allotted 10,60,165 Equity Shares having face value of ₹1/- each to eligible Employees upon exercise of the vested Options granted to the said Employees under various Employee Stock Option Schemes of the Company.

Consequently, the paid-up Share Capital of the Company as at March 31, 2024 stood at ₹14,90,07,291/- Equity Shares having face value of ₹1/- each.

The Authorised Share Capital of the Company as on March 31, 2024 is ₹1,74,00,00,000/- divided into 1,12,00,00,000 Equity Shares of ₹1/- each aggregating to ₹1,12,00,00,000/- and 62,00,000 Preference Shares of ₹100/- each aggregating to ₹62,00,00,000/-.

Further, subsequent to the financial year ended March 31, 2024, the Board at its Meeting held on April 26, 2024 has approved issuance of Bonus Shares in the ratio of 3:1 i.e. 3 (Three) Equity Shares of face value of Re. 1/- each for every 1 (One) existing Equity Share of face value of Re. 1/- each held by the Members of the Company as on Record Date, subject to the approval of the Members and other statutory/regulatory approvals, consents, permissions, conditions, and sanctions, as may be necessary.

EMPLOYEE STOCK OPTION SCHEMES

The disclosures required to be made under the SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 ("ESOP Regulations") (as amended

from time to time), are available on the website of the Company at www.motilaloswalgroup.com.

Further, the Company confirms that all Employee Stock Option Schemes of the Company are falling under direct route and not under Trust route, and accordingly, the provisions related to Trust route as specified in the ESOP Regulations are not applicable to the Company. Further, all the Permanent Employees (except the persons as mentioned in the ESOP Regulations) of the Company and its Subsidiary Companies are entitled to participate in the said Schemes of the Company. Further, the Company confirms that it has not granted Employee Stock Options equal to or exceeding one percent of the Issued Share Capital of the Company at the time of grant of Stock Options to any Employees of the Company/Subsidiary Company. There has been no change in the ESOP Schemes during the year under review.

The Secretarial Auditor of the Company, M/s. U. Hegde & Associates, has certified that the Company's above-mentioned Schemes have been implemented in accordance with the ESOP Regulations and the Resolutions passed by the Members of the Company for the respective Schemes. The Certificate from the Secretarial Auditor, confirming compliance with the aforesaid provisions would be presented to the Members at the ensuing Annual General Meeting ("AGM") of the Company. The Employee Stock Option Schemes are administered by the Nomination and Remuneration Committee ("NRC") of the Board, in accordance with the applicable provisions of the ESOP Regulations.

Further, subsequent to the financial year ended March 31, 2024, the Board at its Meeting held on April 26, 2024 has approved the "Motilal Oswal Financial Services Limited – Employee Stock Option Scheme - X (ESOP Scheme - X)" for grant of Employee Stock Options to eligible Employees of the Company and its Subsidiary Company(ies)/Holding Company/Associate Company(ies), in terms of ESOP Regulations, subject to the approval of the Members of the Company.

DEBENTURES

During the year under review, the Board at its Meeting held on January 24, 2024 has approved issuance of Non-Convertible Debentures not exceeding ₹3,000 Crore by way of Public Issue in one or more tranches. Further, the Finance Committee of the Board at its Meeting held on March 26, 2024 has approved Draft Prospectus for Public Issuance of Secured, Rated, Listed, Redeemable Non-Convertible Debentures of face value of ₹1,000 each ("NCDs") for an amount aggregating up to ₹500 Crore ("Base Issue Size") with an option to retain oversubscription up to ₹500 Crore ("Green Shoe Option") aggregating up to 1,00,00,000 NCDs for an amount up to ₹1,000 Crore ("Issue Size" or "Issue Limit") (hereinafter referred to as the "Issue").

Further, the Finance Committee of the Board at its Meeting held on April 09, 2024 has approved Prospectus for the aforesaid Issue and the aforesaid Issue was open for subscription on April 23, 2024 ("Issue Opening date") and is scheduled to close on May 07, 2024 ("Issue Closing date").

Further, during the year under review, 158 Non-Convertible Debentures of ₹10 Lakhs each ("NCDs") aggregating to ₹15.80 Crore were redeemed. Accordingly, 284 NCDs aggregating to ₹28.40 Crore are outstanding as on March 31, 2024.

The Company has been servicing payment of the interest on the due dates.

The details of the Debenture Trustee of the Company are as under:

Beacon Trusteeship Limited

4C & D, Siddhivinayak Chambers,
Gandhi Nagar, Opp. MIG Cricket Club,
Bandra (East), Mumbai – 400 051
Tel: +91 22 2655 8759, +91 95554 49955
Website: <https://beacontrustee.co.in/>

COMMERCIAL PAPERS

During the year under review, the Company has issued Commercial Papers ("CPs") as short-term borrowing instruments, which are listed on BSE Limited ("BSE").

As on March 31, 2024, the outstanding amount of listed CPs is ₹4,615 Crore. Further, the Company has made timely re-payment of its CPs matured during the year.

DEPOSITS

During the year under review, the Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

ANNUAL RETURN

Pursuant to the provisions of Section 134(3) and Section 92(3) of the Act read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company in prescribed e-Form MGT-7 for the financial year ended March 31, 2024 is uploaded on the website of the Company at https://www.motilaloswalgroup.com/Downloads/IR/854625015Form-MGT-7_FY-23-24.pdf.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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

SUBSIDIARY COMPANIES

The Company along with its Subsidiaries, offers a diversified range of financial products and services such as institutional equities, asset management business, housing finance, private equity, private wealth management, investment banking, loan against securities and investment activities.

As on March 31, 2024, the Company has 18 (Eighteen) Subsidiaries (including Step-down Subsidiaries). There are no Associate Companies or Joint Venture within the meaning of Section 2(6) of the Act as on March 31, 2024.

Further, pursuant to the provisions of Section 136(1) of the Act, the Financial Statements for the period ended March 31, 2024 of each Subsidiary of the Company is available on the website of the Company at <https://www.motilaloswalgroup.com/Investor-Relations/Financial-Report/Financial-Statement-of-Subsidiaries>.

Material Subsidiaries

As required under Regulation 16(1)(c) and 46 of the Listing Regulations, the Board has approved the Policy on Determination of Material Subsidiaries ("Policy"). The said Policy is available on the website of the Company and can be accessed at <https://www.motilaloswalgroup.com/Downloads/IR/212618793Policy-on-Determination-of-Material-Subsidiaries.pdf>.

Further, as per the aforesaid provisions, Motilal Oswal Asset Management Company Limited ("MOAMC"), Motilal Oswal Finvest Limited ("MOFL") and Motilal Oswal Home Finance Limited ("MOHFL") have

been determined as the material subsidiaries of the Company during the FY 2023-24.

Investment in the Subsidiaries

During the year under review, the Company has made following investment in its Subsidiaries:

- 3,49,162 Equity Shares of face value of ₹10/- each were allotted at the rate of ₹1,432/- aggregating to ~₹50 Crore by Motilal Oswal Investment Advisors Limited, Wholly-Owned Subsidiary of the Company; and
- 70,00,000 Equity Shares of face value of ₹10/- each were allotted on the face value aggregating to ₹7 Crore by Motilal Oswal Broking and Distribution Limited (formerly Glide Tech Investment Advisory Private Limited), Wholly-Owned Subsidiary of the Company.

Performance and Financial Position of the Subsidiaries

As required under Rule 5 and 8(1) of the Companies (Accounts) Rules, 2014, a report on the highlights of performance of the Subsidiaries and their contribution to the overall performance of the Company has been appended as "Annexure 1" to this Report.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing salient features of the Financial Statements of the Subsidiaries in Form AOC-1 is annexed to the Consolidated Financial Statements forming part of the Annual Report. Your Company will also e-mail the copy of separate Audited Financial Statements in respect of each of the Subsidiary Company upon request by any Member of the Company interested in obtaining the same.

In accordance with the provisions of Section 136 of the Act, the separate Audited Financial Statements in respect of each of the Subsidiary Company is also made available on the website of your Company at <https://www.motilaloswalgroup.com/>

Investor-Relations/Financial-Report/Financial-Statement-of-Subsidiaries. These documents will be available for inspection in electronic mode. Members can inspect the same up to the date of the AGM, by sending an e-mail to the Company at shareholders@motilaloswal.com.

The Company monitors performance of its Subsidiary Companies, *inter alia*, by the following means:

- Financial Statements, in particular investments made by the Subsidiary Companies, are reviewed quarterly by the Company's Audit Committee.
- Minutes of the Board Meetings of the Subsidiary Companies are placed before the Company's Board regularly.
- A statement containing all significant transactions and arrangements entered into by the Subsidiary Companies is placed before the Company's Board.
- Presentations are made to the Company's Board on business performance of major Subsidiaries of the Company by the senior management.

BOARD, COMMITTEES OF THE BOARD & KEY MANAGERIAL PERSONNEL

Composition of the Board

The composition of the Board is in accordance with the provisions of Section 149 of the Act and Regulation 17 of the Listing Regulations, with an optimum combination of Executive, Non-Executive and Independent Directors.

The Board has 10 (Ten) Directors comprising of 1 (One) Non-Executive Chairman, 1 (One) Managing Director & Chief Executive Officer, 2 (Two) Whole-time Directors, 1 (One) Non-Executive Director and 5 (Five) Independent Directors as on March 31, 2024. The complete list of Directors of the Company has been provided in the Report on Corporate Governance forming part of the Annual Report.

During the year under review, following Directors were re-appointed on the Board of the Company by the Members of the Company:

Sr. No.	Name of the Director	DIN	Designation	Term	Effective from
1.	Mr. Ajay Menon	00024589	Whole-time Director	5 years	August 21, 2023
2.	Mr. Chitradurga Narasimha Murthy (Mr. C. N. Murthy)	00057222	Independent Director	3 years	July 01, 2023
3.	Mr. Pankaj Bhansali	03154793	Independent Director	5 years	July 01, 2023
4.	Mrs. Divya Momaya	00365757	Independent Director	5 years	July 01, 2023
5.	Mr. Chandrashekhkar Karnik	00003874	Independent Director	3 years	September 16, 2023
6.	Mrs. Swanubhuti Jain	09006117	Independent Director	5 years	December 24, 2023

Subsequent to the financial year ended March 31, 2024, designation of Mr. Navin Agarwal (DIN: 00024561) has been changed from Non-Executive Director to Executive Director by appointing him as Managing Director of the Company, being liable to retire by rotation, for a term of 5 (five) years from April 26, 2024 to April 25, 2029, subject to the approval of the Members of the Company.

The Directors on the Board are persons with proven competency, integrity, experience, leadership qualities, financial and strategic insight. They have a strong commitment to the Company and devote sufficient time to the Meetings.

During the year under review, there was no other change in the composition of the Board.

Director(s) liable to retirement by rotation

In accordance with Section 152 of the Act and the Articles of Association of the Company, Mr. Raamdeo Agarwal (DIN: 00024533) and Mr. Rajat Rajgarhia (DIN: 07682114) will retire by rotation at the ensuing AGM and being eligible, have offered themselves for re-appointment. Based on the recommendation of the NRC, the Board recommends their re-appointment(s) for the approval of the Members of the Company. The brief profile of Mr. Raamdeo Agarwal and Mr. Rajat Rajgarhia are included in the Notice of the AGM of the Company.

Meetings of the Board

During the year under review, the Board met 4 (four) times to discuss and approve various matters including Financials, Scheme of Arrangement, Itemize Sale of Investment, Public Issue of NCDs and other businesses. For further details, please refer to the Report on Corporate Governance forming part of the Annual Report. The maximum interval between any two meetings did not exceed 120 (One Hundred and Twenty) days, as prescribed in the Act and Listing Regulations.

Committees of the Board

The Board has set up various Committees in compliance with the requirements of the business & relevant provisions of applicable laws and layered down well documented terms of references of all the Committees. Details with respect to the Composition, terms of reference and number of Meetings held, etc. are included in the Report on Corporate Governance forming part of the Annual Report.

During the year under review, all the recommendations/submissions made by the Audit Committee and other Committees of the Board were accepted by the Board.

Separate Meeting of Independent Directors

As stipulated in the Code of Conduct for Independent Directors under the Act and Listing Regulations, a separate Meeting of Independent Directors of the Company was held on April 27, 2023 to review

the performance of Non-Independent Directors (including the Chairman) and the Board as a whole. The Independent Directors also assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board, which is necessary to effectively and reasonably perform and discharge their duties.

Further, a separate Meeting of Independent Directors was also held on July 27, 2023 to consider and recommend the Scheme of Arrangement between group entities and issue Report thereon. Mr. C. N. Murthy acted as Lead Independent Director at this Meeting.

Declaration by Independent Directors

All Independent Directors of your Company have submitted their declaration of independence, as required, pursuant to the provisions of Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations, stating that they meet the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and are not disqualified from continuing as Independent Directors of your Company. Further, veracity of the above declarations has been assessed by the Board, in accordance with Regulation 25(9) of the Listing Regulations.

The Board is of the opinion that Independent Directors of the Company hold highest standards of integrity and possess requisite qualifications, expertise & experience (including the proficiency) and competency in the business & industry knowledge, financial expertise, digital & information technology, corporate governance, legal and compliance, marketing & sales, risk management, leadership & human resource development and general management as required to fulfill their duties as Independent Directors.

Further, in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, all Independent Directors have confirmed that they have registered themselves with databank maintained by the Indian Institute of Corporate Affairs ('IICA'). These declarations/confirmations have been placed before the Board.

Key Managerial Personnel

As at March 31, 2024, the Company has the following Key Managerial Personnel:

- 1) Mr. Motilal Oswal – Managing Director & Chief Executive Officer
- 2) Mr. Ajay Menon – Whole-time Director
- 3) Mr. Rajat Rajgarhia- Whole-time Director
- 4) Mr. Shalibhadra Shah – Chief Financial Officer
- 5) Mr. Kailash Purohit – Company Secretary & Compliance Officer

Further, subsequent to the financial year ended March 31, 2024, designation of Mr. Navin Agarwal

has been changed from Non-Executive Director to Executive Director by appointing him as Managing Director of the Company, subject to the approval of the Members of the Company and he is also designated as Key Managerial Personnel of the Company.

FAMILIARIZATION PROGRAMMES

In terms of the provisions of Regulation 25 of the Listing Regulations, the Company has framed a policy on 'Familiarisation Programme for Independent Directors'. Accordingly, upon appointment of an Independent Director, the appointee is given a formal Letter of Appointment, which *inter alia* explains the role, function, duties and responsibilities expected as a Director of the Company.

Further, Independent Directors are familiarised with the Company, their roles, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company, various businesses in the group etc. The Directors are also explained in detail the compliance required from them under the Act and Listing Regulations. Further, on an ongoing basis as a part of Agenda of the Board/Committee Meetings, presentations are regularly made to Independent Directors on various matters *inter alia* covering the business strategies, management structure, management development, quarterly and annual results, budgets, review of internal audit, risk management framework, operations of the Subsidiaries.

The Policy on Familiarization Programmes for Independent Directors along with the details of the Familiarization Programmes are available on the website of the Company and can be accessed at https://www.motilaloswalgroup.com/Downloads/IR/2058359850Familiarization-Programmes-for-Independent-Director_2024.pdf.

COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the Listing Regulations requires the NRC to formulate a Policy relating to the remuneration for the Directors, KMP, Senior Management and other employees of the Company and recommend the same for approval of the Board.

The Company, based on the recommendation of the NRC, has framed a Nomination and Remuneration Policy relating to appointment of Directors, payment of managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the Listing Regulations.

Accordingly, in compliance to the aforesaid provisions, the Nomination and Remuneration Policy of the Company is available on the website of the

Company and can be accessed at: <https://www.motilaloswalgroup.com/Downloads/IR/101791301707-MOFSL-Nomination-and-Remuneration-Policy.pdf>.

The salient features of the Policy are given below:

Appointment criteria and qualifications:

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or Senior Management and recommend to the Board his/her appointment.
2. A person should possess adequate qualification, expertise and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient/satisfactory for the concerned position.
3. The Company shall not appoint or continue the employment of any person as Managing Director/ Whole-time Director/Manager who has attained the age of seventy years.

Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

4. The Company shall not appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of seventy-five years unless a Special Resolution is passed to that effect, in which case the explanatory statement annexed to the Notice for such motion shall indicate the justification for appointing such a person.

➤ Evaluation:

The performance evaluation shall be carried out as given below:

Performance Evaluation by	Of Whom
Nomination and Remuneration Committee	Every Director's performance
Board of Directors	<ul style="list-style-type: none"> - All Directors and Board and Committees as a whole - All Independent Directors excluding the Director being evaluated
Independent Directors	Review the performance of Non-Independent Directors and Chairperson of the Company

The Committee shall carry out evaluation of performance of every Director at regular interval (yearly).

➤ **Removal:**

Due to reasons for any disqualification mentioned in the Act, the Rules made thereunder or under any other applicable provisions of the Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

➤ **Retirement:**

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

Provisions relating to remuneration of Managerial Person, KMP and Senior Management

➤ **General:**

1. The remuneration/compensation/commission etc. to Managerial Person, KMP and Senior Management will be determined by the Committee and recommended to the Board for approval. The remuneration/compensation/commission etc. shall be subject to the prior/post approval of the Shareholders of the Company and such other approval, wherever required.
2. The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Act and Listing Regulations, and the rules made there under for the time being in force.
3. Increments to the existing remuneration/compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person.
4. The remuneration structure will have a right mix of guaranteed (fixed) pay, pay for performance and long term variable pay based on business growth and other factors such as growth in shareholder value to ensure that it is competitive and reasonable.
5. Where any insurance is taken by the Company on behalf of its Managerial Person, KMP and for Senior Management for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

➤ **Remuneration to Managerial Person, KMP and Senior Management:**

1. **Fixed pay:**

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Act and the Rules made thereunder for the time being in force. The break-up of the pay scale and quantum of perquisites including employer's contribution to Provident Fund(s), pension scheme(s), medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the Shareholders and such other approval, wherever required.

2. **Variable Pay:**

The Company may in its discretion structure any portion of remuneration to link rewards to corporate and individual performance, fulfilment of specified improvement targets or the attainment of certain financial or other objectives set by the Board. The amount payable shall be based on performance against pre-determined financial and non-financial metrics.

3. **Provision for excess remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Act. If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without such approval, wherever required, he/she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company.

Provided that the Company may waive the recovery of any sum refundable to it after passing of the Special Resolution within two years from the date the sum becomes refundable.

➤ **Remuneration to Non-Executive/Independent Director:**

1. **Remuneration/Commission:**

The remuneration/commission, if any, shall be in accordance with the statutory provisions of the Act and the Rules made thereunder for the time being in force.

2. Sitting Fees:

The Non-Executive/Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof.

Provided that the amount of such fees shall not exceed the maximum amount as provided in the Act, per meeting of the Board or Committee or such amount as may be prescribed from time to time.

3. Limit of Remuneration/Commission:

Remuneration/Commission may be paid to Non-Executive Directors within the monetary limit approved by the Shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Act. If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Non-Executive/Independent Directors in accordance with the provisions of Schedule V of the Act. If any Non-Executive/Independent Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without such approval, wherever required, he/she shall refund such sums to the Company, within two years or such lesser period as may be allowed by the Company, and until such sum is refunded, hold it in trust for the Company.

Provided that the Company may waive the recovery of any sum refundable to it after passing of special resolution within two years from the date the sum becomes refundable.

PERFORMANCE EVALUATION

Pursuant to the provisions of Section 134(3)(p) and Schedule IV of the Act and in accordance to Regulation 17(10) and 25(4) of the Listing Regulations, the Board has carried out the annual performance evaluation of the Board as a whole, various Committees of the Board and of the Individual Directors. The performance evaluation of the Independent Directors was carried out by the entire Board of the Company.

The Board and NRC reviewed the performance of Individual Directors based on various aspects which, *inter alia*, included transparency, performance, the level of participation in the Board Meetings, inputs provided to executive management on matters of strategic importance, familiarization with the business of the Company and its Subsidiaries, etc.

In a separate Meeting of Independent Directors, performance of Non-Independent Directors and the Chairman of the Company was evaluated, taking

into account the views of the Executive Directors and Non-Executive Directors. The same was discussed in the Board Meeting that followed the Meeting of Independent Directors, at which the performance of the Board, its Committees and Individual Directors was also discussed.

The outcome of the performance evaluation of the Board for the year under review was discussed by the NRC and Board at their respective Meetings. All Directors expressed satisfaction with the evaluation process.

SUCCESSION PLAN

The Board has satisfied itself that plans are in place for orderly succession for appointment to the Board of Directors and Senior Management.

PARTICULARS OF EMPLOYEES

Disclosure with respect to the percentage increase in remuneration, ratio of the remuneration of each Director and Key Managerial Personnel to the median employee's remuneration and other details in terms of Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, has been appended as "Annexure 2" to this Report.

In terms of first proviso to Section 136 of the Act, the Report and Financial Statements are being sent to the Members and others entitled thereto, excluding the information on employees' particulars as required pursuant to the provisions of Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The said information pertaining to the names and other particulars of employees will be available for inspection by the Members in electronic mode. Members can inspect the same up to the date of the AGM, by sending an e-mail to the Company at shareholders@motilaloswal.com. Any Member interested in obtaining a copy of the said Annexure may write to the Company Secretary & Compliance Officer of the Company in this regard.

The Board affirms that the remuneration paid to Senior Management of the Company is as per the Nomination and Remuneration Policy of the Company.

GOVERNANCE

Report on Corporate Governance

A detailed Report on Corporate Governance in terms of Schedule V of the Listing Regulations for the FY 2023-24, is forming part of the Annual Report.

Further, a Certificate from M/s. Singhi & Co., Statutory Auditors of the Company confirming compliance with conditions of Corporate Governance as stipulated in Regulation 34 read with Schedule V to the Listing Regulations is annexed to the Report on Corporate Governance.

Code of Conduct

Pursuant to Regulation 26(3) of the Listing Regulations, all the Directors and Senior Management of the Company have affirmed compliance with the Code of Conduct of the Company.

Vigil Mechanism/Whistle Blower Policy

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

The functioning of the Vigil Mechanism is reviewed by the Audit Committee from time to time. None of the Directors or employees have been denied access to the Audit Committee of the Board.

The objective of this mechanism is to maintain a redressal system which can process all complaints concerning questionable accounting practices, internal controls, or fraudulent reporting of financial information.

The Policy framed by the Company is in compliance with the requirements of the Act and Listing Regulations, and is available on the website of the Company and can be accessed at https://www.motilaloswalgroup.com/Downloads/IR/785307607MOFSL_Vigil-MechanismWhistle-Blower-Policy.pdf.

Prevention of Sexual Harassment of Women at Workplace

The Company has zero tolerance on sexual harassment at workplace. The Company has formulated a Policy on Prevention of Sexual Harassment at Workplace and has also constituted an Internal Complaints Committee ("ICC") as stipulated by the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. Appropriate reporting mechanisms are in place for ensuring protection against Sexual Harassment and the right to work with dignity.

During the year under review, ICC had received four complaints relating to sexual harassment, which have been investigated and closed.

RISK MANAGEMENT

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

The Company realizes the importance of Enterprise Risk Management ("ERM") framework and had taken early

initiatives towards its implementation. The Company has also formulated group Risk Management Policy.

Further, during the year under review, the Company being a Qualified Stock Broker ("QSB") in terms of the SEBI Circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/24 dated February 06, 2023, has adopted a separate, clear and a well-documented Risk Management Framework which encompasses the list of all relevant risks which may have to be borne by the Company, addressing root cause of the risks, prevention of recurrence of such risks, early identification and prevention of risk, assess the likely impact of a probable risk event on various aspects of the functioning of the Company & assign accountability and responsibility of KMP in the organization.

A systematic approach has been adopted that originates with the identification of risk, categorization and assessment of identified risk, evaluating effectiveness of existing controls and building additional controls to mitigate risk and monitoring the residual risk through effective Key Risk Indicators ("KRI"). The implementation is being carried out in phased manner with the objective to encompass the entire line of businesses.

Effective ERM involves a robust implementation of three lines of defense - first line of defense is the front-line employees, the second line of defense is the risk and compliance function and the third line of defense is external and internal auditors. To build an effective risk culture significant effort has been made towards robustness of these lines of defense.

Further, pursuant to the provisions of Regulation 21 of the Listing Regulations, the Board has also constituted the Risk Management Committee, details of which are mentioned in the Report on Corporate Governance. The composition of the Committee is in conformity with the Listing Regulations, with majority of Members being Directors of the Company. The Risk Management Committee is, *inter alia*, authorized to monitor and review the risk assessment, mitigation and risk management plans for the Company from time to time and report the existence, adequacy and effectiveness of the above process to the Audit Committee/Board on a periodic basis.

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

The details of composition of the Risk Management Committee and its terms of reference, is provided in the Report on Corporate Governance which forms part of the Annual Report.

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

In terms of Regulation 34(2)(f) of the Listing Regulations, the initiatives taken by the Company from an Environmental, Social, Governance & Sustainability

perspective are provided in the Business Responsibility & Sustainability Report ("BRSR") which is presented in a separate section and forms part of the Annual Report and is also uploaded on the website of the Company at www.motilaloswalgroup.com. BRSR includes details on performance against the nine principles of the National Guidelines on Responsible Business Conduct and a report under each principle, which is divided into essential and leadership indicators is also part of it.

Further, SEBI vide its circular no. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated July 12, 2023, updated the format of BRSR to incorporate BRSR core, a subset of BRSR, indicating specific Key Performance Indicators (KPIs) under nine ESG attributes, which are subject to mandatory reasonable assurance by an independent assurance provider from the FY 2024-25. In accordance with this requirement, the Company is evaluating the assurance provider(s).

The Business Responsibility & Sustainability Committee overviews the BRSR and policies as may be required from time to time.

STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014, M/s. Singhi & Co., Chartered Accountants, were appointed as the Statutory Auditors of the Company by the Members at the 17th AGM of the Company held on July 11, 2022 for a term of 5 (five) years commencing from 17th AGM till the conclusion of 22nd AGM of the Company.

The Auditors have confirmed that they are not disqualified to continue as Auditors and are eligible to hold office as Auditors of the Company.

The Audit Committee reviews the independence and objectivity of the Auditors and the effectiveness of the Audit process.

Mr. Amit Hundia, Partner, M/s. Singhi & Co., Chartered Accountants, Statutory Auditors of the Company, has signed the Audited Financial Statements of the Company.

Statutory Auditors' Report

The Statutory Auditors' Report issued by M/s. Singhi & Co., Chartered Accountants for the year under review does not contain any qualification, reservations, adverse remarks or disclaimer. The Notes to the Accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further clarifications under Section 134(3)(f) of the Act. Further, pursuant to the provisions of Section 143(12) of the Act, the Statutory Auditors of the Company have not reported any instances of frauds committed in the Company by its officers or employees.

SECRETARIAL AUDITOR

In terms of the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed M/s. U. Hegde & Associates, Company Secretaries, as Secretarial Auditor to undertake the Secretarial Audit of the Company for the FY 2023-24.

Secretarial Audit & Annual Secretarial Compliance Report

The Secretarial Audit Report issued by the Secretarial Auditor has been appended as "Annexure 3" to this Report.

Pursuant to the provisions of Regulation 24A of the Listing Regulations, Annual Secretarial Compliance Report for the financial year ended March 31, 2024 was obtained from M/s. U. Hegde & Associates, Practicing Company Secretaries.

There is no adverse remark, qualifications or reservation in the Secretarial Audit Report and Annual Secretarial Compliance Report.

Secretarial Audit of the Material Subsidiaries

In terms of Regulation 24A of the Listing Regulations, the Secretarial Audit Report of the Material Subsidiaries i.e. MOAMC, MOFL & MOHFL received from their respective Secretarial Auditors for the FY 2023-24 are available at website of the Company at www.motilaloswalgroup.com.

MAINTENANCE OF COST RECORDS & COST AUDIT

The Company is engaged in carrying Stock Broking & related activities and hence, provisions related to maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act are not applicable.

INTERNAL AUDITORS

The Board at its Meeting held on April 27, 2023 had appointed M/s. BDO India LLP and M/s. MSKC & Associates, Chartered Accountants, as Internal Auditors of the Company for a term of 5 (five) years commencing from the FY 2023-24 to FY 2027-28.

Further, subsequent to the financial year ended March 31, 2024, the Board at its Meeting held on April 26, 2024 has appointed M/s. MSKA & Associates, Chartered Accountants, in place of M/s. MSKC & Associates as Internal Auditors of the Company for a period commencing from half year ended March 31, 2024 to the FY 2027-28.

The periodic reports of the said Internal Auditors are regularly placed before the Audit Committee along with the comments of the management on the action taken to correct any observed deficiencies on the working of the various departments.

INTERNAL FINANCIAL CONTROLS

The Internal Financial Controls with reference to the Financial Statements as designed and implemented by the Company are adequate. The Internal Financial Control procedure adopted by the Company are adequate for safeguarding 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. During the year under review, the Internal Financial Controls were operating effectively and no material or serious observation were received from the Auditors of the Company for inefficiency or inadequacy of such controls.

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

A) Conservation of energy: Information on Conservation of energy as required under Section 134(3)(m) of the Act read with the Rules made thereunder is not applicable to the

Company and hence, no annexure forms part of the Report.

B) Technology Absorption: The management keeps itself abreast of the technological advancements in the industry and has adopted best in class technology across business, operations and functions.

The Company is accelerating the technology and digital transformation on continuous basis. It stays invested in creating a seamless digital and customer experience across digital touchpoints. Your Company's focused approach is to keep on enhancing its in-house tech capabilities.

For detailed information on initiatives taken by the Company for technology absorption, please refer Business Responsibility & Sustainability Report forming part of the Annual Report.

C) Foreign Exchange Earnings and Outgo: Please refer Note No. 47 to the Standalone Financial Statements, forming part of the Annual Report.

DISCLOSURE OF DETAILS OF UNCLAIMED EQUITY SHARES IN THE SUSPENSE ACCOUNT:

Pursuant to the provisions of Regulation 34 and Schedule V of the Listing Regulations, the Company reports the following details in respect of unclaimed Equity Shares that are kept in Specific Demat Account(s) of Motilal Oswal Financial Services Limited:

Sr. No.	Particulars	Number of Shareholders	Number of Equity Shares
a.	Aggregate Number of the Shareholders and the outstanding Shares in the Suspense Account lying as on April 01, 2023	5	575
b.	Number of the Shareholders who approached the Company for transfer of Shares from Suspense Account during the year	-	-
c.	Number of the Shareholders to whom Shares were transferred from the Suspense Account during the year	-	-
d.	Number of the outstanding Shares transferred to the Investor Education and Protection Fund during the year	2	180
e.	Aggregate Number of the Shareholders and the outstanding Shares in the Suspense Account lying as on March 31, 2024 (a-b+c-d)	3	395

TRANSFER TO THE INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Shares in respect of which the dividend is unpaid/unclaimed for seven consecutive years are required to be transferred to the Investor Education and Protection Fund ("IEPF") after giving an opportunity to the Shareholders to claim the said unpaid/unclaimed dividend.

Accordingly, the Company issued the reminder letters to such Shareholders to claim the dividend and also published the notice to such effect in the leading newspaper in English and Regional Language having wide circulation and informed them that in the event of failure to claim said dividend, the unpaid/unclaimed dividend along with Shares pertaining to unpaid/unclaimed dividend would be transferred to the IEPF.

Subsequently, the Company has transferred unpaid/unclaimed dividend, amounting to ₹1,96,100/- on

May 04, 2023 and ₹2,25,988/- on March 19, 2024, and 204 Equity Shares to the IEPF on April 20, 2023, followed by 395 Equity Shares on May 16, 2023 and 2,344 Equity Shares on March 22, 2024. The details of such Shares are available on the website of the Company at <https://www.motilaloswalgroup.com/Investor-Relations/Disclosures/IEPF>. The concerned Shareholders are requested to claim the said Shares by directly approaching the IEPF Authority.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(5) of the Act, the Board, to the best of their knowledge, belief and ability and explanations obtained by them, confirm that:

- 1) in the preparation of the Annual Financial Statements for the financial year ended March 31, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- 2) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit of the Company for that period;
- 3) the Directors have 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;
- 4) the Directors have prepared the annual accounts on a going concern basis;
- 5) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively;
- 6) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CORPORATE SOCIAL RESPONSIBILITY

The Company recognizes the responsibilities towards society and strongly intends to contribute towards development of knowledge based economy.

In terms of the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has constituted a Corporate Social Responsibility ("CSR") Committee. The composition and terms of reference of the CSR

Committee is provided in the Report on Corporate Governance forming part of the Annual Report.

The Company has also formulated a CSR Policy which is available on the website of the Company at <https://www.motilaloswalgroup.com/Downloads/IR/338981005CSR-Policy.pdf>.

Further, the detailed CSR initiatives undertaken by the Company are available at <https://www.motilaloswal.com/foundation/>.

The Company's CSR activities are mainly focused on Education. The social contribution made by the Company is covered in ESG section forming part of the Annual Report. We assure you that your Company will continue to work towards its social commitment and contribute in nation building with the same zeal.

The Company has made contribution through Motilal Oswal Foundation, a not-for-profit charitable Company incorporated under Section 25 of the Companies Act, 1956 and to various other not-for-profit organisation(s).

An Annual Report on CSR activities as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been appended as "Annexure 4" to this Report. Further, the Annual Action Plan on CSR activities for the FY 2024-25 is also uploaded on the website of the Company at <https://www.motilaloswalgroup.com/Downloads/IR/1386989862MOFSL-CSR-Annual-Action-Plan-2024-25.pdf>.

Social Impact Assessment

The Company has undertaken social impact study through independent social impact assessment agency for one of its CSR initiatives facilitated through Motilal Oswal Foundation to enhance educational opportunities and safety for girls in Western Rajasthan on pilot project basis.

The Report on Social Impact Assessment of Company's CSR Project including evaluation of the working of Company's CSR Policy is available on Company's website & can be accessed at <https://www.motilaloswalgroup.com/Downloads/IR/524742356Impact-Assessment-Report.pdf>.

PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES

Particulars of loans given, investments made or guarantees or securities provided and the purpose for which the loan or guarantee or security is proposed to be utilised by the recipient of loan or guarantee or security pursuant to Section 186 of the Act are given under Notes to Accounts annexed to the Standalone Financial Statements for the financial year ended March 31, 2024 and the same forms part of the Annual Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

In line with the requirements of the Act, Listing Regulations and pursuant to the recommendation of the Audit Committee, the Company has formulated the Policy on Materiality and Dealing with Related Party Transactions ("RPT Policy") which is available on the Company's website and can be accessed at <https://www.motilaloswalgroup.com/Downloads/IR/235673531Policy-on-Materiality-and-Dealing-with-Related-Party-Transactions.pdf>.

All related party transactions entered into during the FY 2023-24 were on an arm's length basis and in the ordinary course of business.

All related party transactions were placed before the Audit Committee for prior approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of unforeseen or repetitive in nature. The details of all such related party transactions entered into pursuant to the omnibus approval of the Committee, were placed before the Audit Committee on a quarterly basis for its review.

Further, the Company has also obtained approval of the Members of the Company for entering into material related party transaction(s) with MOHFL.

Pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, there are no transactions to be reported under Section 188(1) of the Act. Accordingly, the disclosure of related party transactions, as required in Form AOC-2 is not applicable to the Company.

Details of transactions, contracts and arrangements entered into with related parties by the Company during the FY 2023-24 are given under Note no. 51 to the Standalone Financial Statements, which forms part of the Annual Report.

The particulars of loans/advances, etc., required to be disclosed in the Annual Accounts of the Company pursuant to Para A of Schedule V of the Listing Regulations are furnished in the Notes to Accounts annexed to the Standalone Financial Statements, which forms part of the Annual Report.

COMPLIANCE WITH SECRETARIAL STANDARD

The Company has followed the applicable Secretarial Standards, ("SS") i.e. SS-1 and SS-2, issued by the Institute of Company Secretaries of India, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year under review, there were no significant and material orders passed by the regulators or courts

or tribunals that would impact the going concern status of the Company and its future operations.

OTHER DISCLOSURES

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

- Issue of Equity Shares with differential rights as to dividend, voting or otherwise.
- There has been no change in the nature of business of the Company.
- Mr. Motilal Oswal, Managing Director & Chief Executive Officer of the Company had drawn remuneration from MOHFL, Material Subsidiary of the Company, in capacity of Interim Managing Director till July 31, 2023. Further, Whole-time Directors of the Company do not receive any remuneration or commission from any of the Subsidiaries.
- There are no proceedings, either filed by the Company or filed against the Company, pending under the Insolvency and Bankruptcy Code, 2016 as amended, before National Company Law Tribunal or other courts during the FY 2023-24.
- There was no instance of one-time settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENT

The Directors express their sincere gratitude to the Reserve Bank of India, Securities and Exchange Board of India, BSE Limited, National Stock Exchange of India Limited, Ministry of Finance, Ministry of Corporate Affairs, Regional Directors, Registrar of Companies, other government and regulatory authorities, lenders, financial institutions and the Company's Bankers for the ongoing support extended by them. The Directors also place on record their sincere appreciation for the continued support extended by the Company's stakeholders and trust reposed by them in your Company. The Directors sincerely appreciate the commitment displayed by the employees of the Company and its Subsidiaries across all levels, resulting in successful performance during the year under review.

For and on behalf of the Board of
Motilal Oswal Financial Services Limited

Sd/-

Raamdeo Agarawal
Non-Executive Chairman
(DIN: 00024533)

Place: Mumbai
Date: April 26, 2024

Annexure 1 to the Board's Report

The financial performance of each of the Subsidiaries included in the Consolidated Financial Statements are detailed below:

₹ in Lakhs

Sr. No.	Name of the Subsidiary	Turnover			Profit/Loss before Tax			Profit/Loss after Tax		
		Current Period	Previous Period	Growth %	Current Period	Previous Period	Growth %	Current Period	Previous Period	Growth %
(A)	INDIAN SUBSIDIARIES									
1	Motilal Oswal Asset Management Company Limited	1,08,835	56,349	93%	68,348	22,677	201%	56,987	16,952	236%
2	Motilal Oswal Finvest Limited	67,721	32,254	110%	27,001	8,589	214%	21,778	6,499	235%
3	Motilal Oswal Home Finance Limited	58,908	53,193	11%	17,128	17,554	(2%)	13,252	13,636	(3%)
4	Motilal Oswal Wealth Limited	36,845	21,662	70%	15,456	6,181	150%	11,939	4,507	165%
5	MO Alternate Investment Advisors Private Limited	18,522	16,273	14%	6,772	6,095	11%	5,110	4,332	18%
6	Motilal Oswal Investment Advisors Limited	15,237	3,378	351%	11,311	1,474	667%	8,764	1,133	674%
7	TM Investment Technologies Private Limited	1,314	540	143%	445	(47)	(1,049%)	333	(37)	(1,009%)
8	MO Alternative IFSC Private Limited*	1,255	365	-	1,020	346	-	1,020	340	-
9	Motilal Oswal Broking and Distribution Limited (formerly Glide Tech Investment Advisory Private Limited)	898	997	(10%)	614	267	130%	485	199	144%
10	Motilal Oswal Finsec IFSC Limited	517	314	65%	442	239	85%	319	136	134%
11	Motilal Oswal Securities International Private Limited	267	269	(1%)	36	36	0%	30	23	28%
12	Motilal Oswal Capital Limited	92	87	6%	58	45	29%	44	34	30%
13	Motilal Oswal Trustee Company Limited	70	33	111%	33	7	354%	29	6	422%
14	Motilal Oswal Commodities Broker Private Limited	25	0	6,395%	(7)	0	(2,344%)	(7)	(1)	712%
(B)	COMPANIES INCORPORATED OUTSIDE INDIA									
15	Motilal Oswal Asset Management (Mauritius) Private Limited	345	277	24%	159	(306)	(152%)	155	(316)	(149%)
16	Indian Business Excellence Management Company	296	672	(56%)	(338)	60	(664%)	(338)	60	(664%)
17	Motilal Oswal Capital Markets (Singapore) Pte. Limited	292	266	10%	38	35	10%	37	16	134%
18	Motilal Oswal Capital Markets (Hong Kong) Private Limited	166	134	23%	29	23	24%	29	23	24%

*The Company acquired Shares of MO Alternative IFSC Private Limited ("MO Alternative") on December 12, 2022. From this date onwards, MO Alternative has become a Wholly-Owned Subsidiary. This business combination transaction is accounted for under the Acquisition Method for the FY 2022-23.

For and on behalf of the Board of
Motilal Oswal Financial Services Limited

Sd/-

Raamdeo Agarawal
Non-Executive Chairman
(DIN: 00024533)

Place: Mumbai
Date: April 26, 2024

Annexure 2 to the Board's Report

Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) Ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year 2023-24, the percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary during the financial year 2023-24:

Sr. No.	Name of Director/KMP	Designation	Ratio of Remuneration of each Director/ KMP to median remuneration of Employees	Percentage Increase in Remuneration (only fixed salary is considered)
1.	Mr. Raamdeo Agarawal	Non-Executive Chairman	2.95	Not Applicable ⁽¹⁾
2.	Mr. Motilal Oswal	Managing Director & Chief Executive Officer	58.95	Nil
3.	Mr. Navin Agarwal	Non-Executive Director	Not Applicable ⁽²⁾	Not Applicable ⁽²⁾
4.	Mr. Ajay Menon	Whole-time Director	404.85	14.29
5.	Mr. Rajat Rajgarhia	Whole-time Director	223.45	Nil
6.	Mr. C.N. Murthy ⁽³⁾	Independent Director	2.46	Not Applicable
7.	Mr. Chandrashekhar Karnik ⁽³⁾	Independent Director	2.46	Not Applicable
8.	Mr. Pankaj Bhansali ⁽³⁾	Independent Director	2.46	Not Applicable
9.	Mrs. Divya Momaya ⁽³⁾	Independent Director	2.46	Not Applicable
10.	Mrs. Swanubhuti Jain ⁽³⁾	Independent Director	2.46	Not Applicable
11.	Mr. Shalibhadra Shah	Chief Financial Officer	72.39	50.00
12.	Mr. Kailash Purohit	Company Secretary & Compliance Officer	12.59	25.22

⁽¹⁾ Mr. Raamdeo Agarawal is paid the fixed remuneration of ₹12 Lakhs p.a. in the form of Commission.

⁽²⁾ Mr. Navin Agarwal being Non-Executive Director was not in receipt of any remuneration from the Company during the year.

⁽³⁾ The details with regard to Independent Directors are not applicable as they have not received any fixed salary except sitting fees for attending the Board & Committee Meetings and commission. Further, sitting fees and commission are paid as per the statutory provisions and within the limits approved by the Shareholders. The details of remuneration paid to Independent Directors during the year under review are provided in the Report on Corporate Governance.

- (ii) The percentage increase in the median remuneration of Employees in the financial year: 26%
- (iii) Permanent Employees on the rolls of Company as on March 31, 2024: 7,927 Permanent Employees
- (iv) Average percentile increase already made in the salaries of Employees other than the Managerial Personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Particulars	% Increase in Remuneration
Employees other than Managerial Personnel	25.00%
Managerial Personnel	17.90%

- (v) It is hereby affirmed that the remuneration paid during the year is as per the Nomination and Remuneration Policy of the Company.

For and on behalf of the Board of
Motilal Oswal Financial Services Limited

Sd/-

Raamdeo Agarawal
Non-Executive Chairman
(DIN: 00024533)

Place: Mumbai

Date : April 26, 2024

Annexure 3 to the Board's Report

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Motilal Oswal Financial Services Limited
CIN: L67190MH2005PLC153397

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Motilal Oswal Financial Services Limited ("MOFSL" or "the Company")**. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on such verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended March 31, 2024 has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended March 31, 2024 according to the provisions of:

- (i) The Companies Act, 2013 ("the Act") and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations & Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the Rules & Regulations made thereunder (to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act"):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (*not applicable during the audit period*); and
- (h) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (*not applicable during the audit period*).
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (vi) I have relied on the representation made by the Company & its Officer(s) and compliance mechanism prevailing in the Company and on examination of documents on test check basis for compliance of the following specific applicable laws:
 - 1) Bye-laws, Rules, Regulations, Guidelines, Circulars & Notifications issued by the SEBI, Stock Exchanges & Depositories and applicable to Depository Participant & Registered Broker.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder ("Listing Regulations") and Listing Agreements entered into with BSE Limited & National Stock Exchange of India Limited.

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

- Pursuant to the provisions of Regulation 57(1) of the Listing Regulations, the Company was in delay in submitting the intimation to BSE Limited with respect to repayment/redemption of listed Commercial Papers and therefore, BSE has levied a penalty ₹1,000/- + GST, which was paid by the Company.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Further, the change in the composition of the Board of Directors that took place during the period under review was in accordance with provisions of the Act and rules made thereunder.
- Adequate notice is given to all directors to schedule the Board Meetings, Agenda and detailed Notes on Agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the Agenda items before the Meeting and for meaningful participation at the Meeting.
- Majority decision is carried through while the dissenting Members' views if any are captured and recorded as part of the minutes.

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

I further report that during the audit period, there were following specific events/action reported having major bearing on the Company's operations:

- 1) The Company has allotted 10,60,165 (Ten Lakhs Sixty Thousand One Hundred Sixty Five) Equity Shares of Re. 1/- each under various ESOP Schemes implemented by the Company.
- 2) The Finance Committee of the Board of Directors of the Company has approved the public issuance of Secured, Rated, Listed, Redeemable,

Non-Convertible Debentures of face value of ₹1,000/- (Rupees One Thousand Only) each ("NCDs") for an amount up to ₹500 Crore (Rupees Five Hundred Crore Only) ("Base Issue Size") with an option to retain oversubscription up to ₹500 Crore (Rupees Five Hundred Crore Only) ("Green Shoe Option") aggregating up to ₹1,000 Crore (Rupees One Thousand Crore Only) ("the Issue"). Further, the Company has filed Draft Prospectus with the Securities and Exchange Board of India in this regard.

- 3) The Board of Directors of the Company have approved the Scheme of Arrangement between Motilal Oswal Financial Services Limited ("the Transferor Company" or "the Resulting Company" or "MOFSL") and 'Glide Tech Investment Advisory Private Limited ("the Transferee Company" or "Glide") and Motilal Oswal Wealth Limited ("the Demerged Company" or "MOWL") and their respective Shareholders ("the Scheme"), subject to the approval of the Shareholders of the Company, and to necessary Statutory and Regulatory Approvals including the approval of the Hon'ble National Company Law Tribunal, Mumbai Bench. The proposed Scheme involves the following arrangement:
 - i. Transfer of Broking and Distribution ("B&D") Business/Undertaking of the Transferor Company into the Transferee Company by way of Slump Sale (as defined in the Scheme) and consequent issue of equity shares by the Transferee Company to the Transferor Company;
 - ii. Demerger of Wealth Business Undertaking of the Demerged Company into the Resulting Company (as defined in the Scheme); and
 - iii. Various other matters consequential or otherwise integrally connected herewith.

'The name of 'Glide Tech Investment Advisory Private Limited' has been changed to 'Motilal Oswal Broking and Distribution Private Limited' w.e.f. August 18, 2023, vide Certificate of Incorporation for change of name dated August 18, 2023 issued by the Registrar of Companies ("ROC"), Mumbai. Further, it has been converted to public limited Company with the name of 'Motilal Oswal Broking and Distribution Limited' vide Certificate of Incorporation for conversion dated October 05, 2023 issued by the ROC, Mumbai.

- 4) Sale of Identified Investments ("Investments") to Motilal Oswal Broking and Distribution Limited, a Wholly-Owned Subsidiary of the Company ("MOBDL"). On such Sale of Investments, MOBDL will issue its Equity and/or Preference Shares to the Company as a consideration equivalent to

the fair value of the Investments as on the actual date of transfer (immediately prior to the aforesaid Scheme coming into effect).

- 5) The Company has declared the Final Dividend of ₹3/- (Rupees Three Only) per Equity Share for the Financial Year 2022-23 and Interim Dividend of ₹14/- (Rupees Fourteen Only) per Equity Share for the Financial Year 2023-24.
- 6) Re-appointment of the following Directors on the Board of Directors of the Company:

Sr. No.	Name of the Director	DIN	Designation	Term	Effective from
1.	Mr. Ajay Menon	00024589	Whole-time Director	5 years	August 21, 2023
2.	Mr. Chitradurga Narasimha Murthy (Mr. C. N. Murthy)	00057222	Independent Director	3 years	July 01, 2023
3.	Mr. Pankaj Bhansali	03154793	Independent Director	5 years	July 01, 2023
4.	Mrs. Divya Sameer Momaya	00365757	Independent Director	5 years	July 01, 2023
5.	Mr. Chandrashekhar Karnik	00003874	Independent Director	3 years	September 16, 2023
6.	Mrs. Swanubhuti Jain	09006117	Independent Director	5 years	December 24, 2023

- 7) Alteration in the Articles of Association ("AOA") of the Company with respect to appointment of a person nominated by the Debenture Trustee(s) by substituting existing Clause 132 of the AOA - Nominee Director, in terms of SEBI Circular no. SEBI/HO/DDHS/DDHS-RACPODI/CIR/P/2023/028 issued on February 02, 2023.

**For U. Hegde & Associates
Company Secretaries**

Sd/-

**Umashankar K Hegde
(Proprietor)**

COP No. - 11161

M. No. - A22133

ICSI Unique Code: S2012MH18 8100

Peer Review Certificate No.: 1263/2021

UDIN: A022133F000249283

Place: Mumbai

Date: April 26, 2024

Annexure to Secretarial Audit Report

To,
The Members,
Motilal Oswal Financial Services Limited
CIN: L67190MH2005PLC153397

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

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

For U. Hegde & Associates
Company Secretaries

Sd/-

Umashankar K Hegde
(Proprietor)

COP No. - 11161

M. No. - A22133

ICSI Unique Code: S2012MH18 8100

Peer Review Certificate No.: 1263/2021

UDIN: A022133F000249283

Place: Mumbai

Date: April 26, 2024

Annexure 4 to the Board's Report

Annual Report on Corporate Social Responsibility ("CSR") Activities

1. Brief outline on CSR Policy of the Company:

The Company's vision is to provide opportunities to children and their families to move from poverty and dependence to self-reliance. Motilal Oswal Financial Services Limited believes in "Knowledge First" and the Company believes that education can bring prosperity and equality in the society.

In line with our motto of "Knowledge First", the Company believes in enhancing the human intangible asset and thus the Company strives to contribute largely to the education & learning front. Recognizing the responsibilities towards society, we intend to carry out initiatives for supporting education.

The Company resolves to contribute towards development of knowledge based economy by discharging Corporate Social Responsibilities that would positively impact on Customers, Employees, Shareholders, Communities and other Stakeholders in various aspects of its operations.

The Company would carry out its responsibilities of CSR for the year with a collective goal on key focus areas enumerated in the CSR Policy of the Company. The CSR Policy has been formulated in accordance with the provisions of Section 135 of the Companies Act, 2013.

2. Composition of the CSR Committee:

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of Meetings of the CSR Committee held during the year	Number of Meetings of the CSR Committee attended during the year
1.	Mr. Motilal Oswal	Managing Director and Chief Executive Officer	2	2
2.	Mr. Raamdeo Agarawal	Non-Executive Chairman	2	2
3.	Mr. C. N. Murthy	Independent Director	2	2

3. Provide the web-link(s) where Composition of the CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the Company:

Composition of CSR Committee	https://www.motilaloswalgroup.com/Downloads/IR/1859548771MOFSL--Composition-of-Board-and-Committees.pdf
CSR Policy	https://www.motilaloswalgroup.com/Downloads/IR/338981005CSR-Policy.pdf
CSR Projects i.e. Annual Action Plan	https://www.motilaloswalgroup.com/Downloads/IR/1386989862MOFSL-CSR-Annual-Action-Plan-2024-25.pdf

4. Provide the executive summary along with web-link(s) of Impact Assessment of the CSR Projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:

The Company has undertaken social impact study through independent social impact assessment agency for one of its CSR initiatives facilitated through Motilal Oswal Foundation to enhance educational opportunities and safety for girls in Western Rajasthan on pilot project basis.

The Report on Social Impact Assessment of Company's CSR Project including evaluation of the working of Company's CSR Policy is available on Company's website & can be accessed at <https://www.motilaloswalgroup.com/Downloads/IR/524742356Impact-Assessment-Report.pdf>.

5. (a) Average net profit of the Company as per Section 135(5) : ₹6,34,75,97,697/-
- (b) Two percent of average net profit of the Company as per Section 135(5) : ₹12,69,52,000/-
(Two percent of average net profit is ₹12,69,51,954/- whereas the CSR Committee has approved the CSR obligation rounded to ₹12,69,52,000/-)
- (c) Surplus arising out of the CSR Projects or Programmes or Activities of the previous financial years : Nil
- (d) Amount required to be set-off for the financial year, if any : ₹73,16,523/-
(The amount available for set-off for financial year is ₹73,17,093 whereas the Company set-off only ₹73,16,523/-)
- (e) Total CSR Obligation for the financial year [(b)+(c)-(d)] : ₹11,96,35,477/-
6. (a) Amount spent on CSR Projects (other than Ongoing Project) : ₹12,02,68,099/-
- (b) Amount spent in Administrative Overheads : Nil
- (c) Amount spent on Impact Assessment, if applicable : Nil
- (d) Total amount spent for the financial year [(a)+(b)+(c)] : ₹12,02,68,099/-
- (e) CSR amount spent or unspent for the financial year:

Total amount Spent for the financial year (in ₹)	Amount Unspent (in ₹)				
	Total amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of Transfer
12,02,68,099	Nil	Not Applicable	Not Applicable	Nil	Not Applicable

Sr. No.	Particulars	Amount (in ₹)
(i)	a. Two percent of average net profit of the Company as per Section 135(5)	12,69,52,000
	b. Excess amount spent in the financial year 2022-23 and available for set-off in the financial year 2023-24	73,16,523
	c. Total amount to be spent in the financial year 2023-24 (a-b)	11,96,36,477
(ii)	Total amount spent for the financial year	12,02,68,099
(iii)	Excess amount spent for the financial year [(ii)-(i)]	6,32,622
(iv)	Surplus arising out of the CSR Projects or Programmes or Activities of the previous financial years, if any	-
(v)	Amount available for set-off in succeeding financial years [(iii)-(iv)]	6,32,622

7. Details of Unspent CSR amount for the preceding three financial years: Nil

Sr. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under Section 135(6) (in ₹)	Balance Amount in Unspent CSR Account under Section 135(6) (in ₹)	Amount spent in the reporting financial year (in ₹)	Amount transferred to a Fund specified under Schedule VII as per second proviso to Section 135(5), if any		Amount remaining to be spent in succeeding financial years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of transfer		
Not Applicable								

8. Whether any capital assets have been created or acquired through CSR amount spent in the financial year: No

9. Specify the reason(s), if the Company has failed to spend Two percent of the average net profit as per Section 135(5): Not Applicable

For and on behalf of the Board of
Motilal Oswal Financial Services Limited

Sd/-
Motilal Oswal
Managing Director & Chief Executive Officer
and Chairman-CSR Committee
(DIN: 00024503)

Sd/-
Raamdeo Agarawal
Chairman
(DIN: 00024533)

Place: Mumbai
Date : April 26, 2024

MANAGEMENT DISCUSSION AND ANALYSIS

Global economy overview

Global economic growth declined from 3.5% in 2022 to an estimated 3.1% in 2023. A disproportionate share of global growth in 2023-24 is expected to come from Asia, despite the weaker-than-expected recovery in China, sustained weakness in USA, higher energy costs in Europe, weak global consumer sentiment on account of the Ukraine-Russia war, and the Red Sea crisis resulting in higher logistics costs. A tightening monetary policy translated into increased policy rates and interest rates for new loans.

Growth in advanced economies is expected to slow from 2.6 percent in 2022 to 1.5 percent in 2023 and 1.4 percent in 2024 as policy tightening takes effect. Emerging market and developing economies are projected to report a modest growth decline from 4.1 percent in 2022 to 4.0 percent in 2023 and 2024. Global inflation is expected to decline steadily from 8.7 percent in 2022 to 6.9 percent in 2023 and 5.8 percent in 2024, due to a tighter monetary policy aided by relatively lower international commodity prices. Core inflation decline is expected to be more gradual; inflation is not expected to return to target until 2025 in most cases. The US Federal Reserve approved a much-anticipated interest rate hike that took the benchmark borrowing costs to their highest in more than 22 years.

Global trade in goods was expected to have declined nearly US\$2 trillion in 2023; trade in services was expected to have expanded US\$500 billion. The cost of Brent crude oil averaged \$83 per barrel in 2023, down from \$101 per barrel in 2022, with crude oil from Russia finding destinations outside the European Union and global crude oil demand falling short of expectations.

Global equity markets ended 2023 on a high note, with major global equity benchmarks delivering double-digit returns. This outperformance was led by a decline in global inflation, slide in the dollar index, declining crude and higher expectations of rate cuts by the US Fed and other Central banks.

Regional growth (%)	2023	2022
World output	3.1	3.5
Advanced economies	1.69	2.5
Emerging and developing economies	4.1	3.8

(Source: UNCTAD, IMF)

Performance of major economies, 2023

United States: Reported GDP growth of 2.5% in 2023 compared to 1.9% in 2022

China: GDP growth was 5.2% in 2023 compared to 3% in 2022

United Kingdom: GDP grew by 0.4% in 2023 compared to 4.3% in 2022

Japan: GDP grew 1.9% in 2023 unchanged from a preliminary 1.9% in 2022

Germany: GDP contracted by 0.3% in 2023 compared to a growth of 1.8% in 2022

(Source: PWC report, EY report, IMF data, OECD data, Livemint)

Outlook

Asia is expected to continue to account for the bulk of global growth in 2024-25. Inflation is expected to ease gradually as cost pressures moderate; headline inflation in G20 countries is expected to decline. The global economy has demonstrated resilience amid high inflation and monetary tightening, with growth around previous levels for the next two years (Source: World Bank).

Indian economy overview

The Indian economy was estimated to grow 7.8 per cent in the 2023-24 fiscal against 7.2 per cent in 2022-23 mainly on account of the improved performance in the mining and quarrying, manufacturing and certain segments of the services sector. India retained its position as the fifth largest economy. The Indian rupee displayed relative resilience compared to the previous year; the rupee opened at ₹82.66 against the US dollar on the first trading day of 2023 and on 27 December was ₹83.35 versus the greenback, a depreciation of 0.8%.

In FY 2023-24, the CPI inflation averaged 5.4 percent with rural inflation exceeding urban inflation. Lower production and erratic weather led to a spike in food inflation. In contrast, core inflation averaged at 4.5 percent, a sharp decline from 6.2 percent in FY 23. The softening of global commodity prices led to a moderation in core inflation.

The nation's foreign exchange reserves achieved a historic milestone, reaching \$645.6 billion. The credit quality of Indian companies remained strong between October 2023 and March 2024 following deleveraged Balance Sheets, sustained domestic demand and government-led capital expenditure. Rating upgrades continued to surpass rating downgrades in H2 FY24. UPI transactions in India posted a record 56 per cent rise in volume and a 43 per cent rise in value in FY24.

Growth of the Indian economy

	FY 21	FY 22	FY23	FY24
Real GDP growth (%)	-6.6%	8.7	7.2	7.8

Growth of the Indian economy quarter by quarter, FY 2023-24

	Q1FY24	Q2FY24	Q3FY24	Q4FY24
Real GDP growth (%)	8.2	8.1	8.4	8.2

(Source: Budget FY24; Economy Projections, RBI projections, Deccan Herald)

The FY 25 growth in the economy was the highest since FY17, excluding the 9.7% post-Covid rebound in gross domestic product (GDP) in FY22 from the 5.8% contraction in FY21.

India's monsoon for 2023 hit a five-year low. August was the driest month in a century. From June to September, the country received only 94 per cent of its long-term average rainfall. Despite this reality, wheat production was expected to touch a record 114 million tonnes in the 2023-24 crop year on account of higher coverage. Rice production was expected to decline to reach 106 million metric tons (MMT) compared with 132 million metric tonnes in the previous year. Total kharif pulses production for 2023-24 was estimated at 71.18 lakh metric tonnes, lower than the previous year due to climatic conditions.

As per the first advance estimates of national income released by the National Statistical Office (NSO), the manufacturing sector output was estimated to grow 6.5 per cent in 2023-24 compared to 1.3 per cent in 2022-23. The Indian mining sector growth was estimated at 8.1 per cent in 2023-24 compared to 4.1 per cent in 2022-23. Financial services, real estate and professional services were estimated to record a growth of 8.9 per cent in 2023-24 compared to 7.1 per cent in FY 2022-23.

Real GDP or GDP at constant prices in 2023-24 was estimated at ₹171.79 lakh crore as against the provisional GDP estimate of 2022-23 of ₹160.06 lakh crore (released on 31st May 2023). Growth in real GDP during 2023-24 was estimated at 7.3 per cent compared to 7.2 per cent in 2022-23. Nominal GDP or GDP at current prices in 2023-24 was estimated at ₹296.58 lakh crore against the provisional 2022-23 GDP estimate of ₹272.41 lakh crore. The gross non-performing asset ratio for scheduled commercial banks dropped to 3.2 per cent as of September 2023, following a decline from 3.9 per cent at the end of March 2023.

India's exports of goods and services were expected to touch \$900 billion in 2023-24 compared to \$770 billion in the previous year despite global headwinds. Merchandise exports were expected to expand between \$495 billion and \$500 billion, while services exports were expected to touch \$400 billion during the year. India's net direct tax collection increased 19 per cent to ₹14.71 lakh crore by January 2024. The gross collection was 24.58 per cent higher than the gross collection for the corresponding period of the

previous year. Gross GST collection of ₹20.1 lakh crore in FY24 represented an 11.7% increase; average monthly collection was ₹1,68,000 crore, surpassing the previous year's average of ₹1,50,000 crore.

The agriculture sector was expected to see a growth of 1.8 per cent in 2023-24, lower than the 4 per cent expansion recorded in 2022-23. Trade, hotel, transport, communication and services related to broadcasting segment are estimated to grow at 6.3 per cent in 2023-24, a contraction from 14 per cent in 2022-23. The Indian automobile segment was expected to close FY 2023-24 with a growth of 6-9 per cent, despite global supply chain disruptions and rising ownership costs.

The construction sector was expected to grow 10.7 per cent year-on-year from 10 per cent in 2023-23. Public administration, defence and other services were estimated to grow by 7.7 per cent in 2023-24 compared to 7.2 per cent in FY2022-23. The growth in gross value added (GVA) at basic prices was pegged at 6.9 per cent, down from 7 per cent in 2022-23.

India reached a pivotal phase in its S-curve, characterized by acceleration in urbanization, industrialization, household incomes and energy consumption. India emerged as the fifth largest economy with a GDP of US\$3.6 trillion and nominal per capita income of INR 123,945 in 2023-24.

India's Nifty 50 index grew 30 percent in FY2023-24 and India's stock market emerged as the world's fourth largest with a market capitalization of US\$4 trillion. Foreign investment in Indian government bonds jumped in the last three months of 2023. India was ranked 63 among 190 economies in the ease of doing business, according to the latest World Bank annual ratings. India's unemployment declined to a low of 3.2% in 2023 from 6.1% in 2018.

Outlook

India withstood global headwinds in 2023 and is likely to remain the world's fastest-growing major economy on the back of growing demand, moderate inflation, stable interest rates and robust foreign exchange reserves. The Indian economy is anticipated to surpass USD 4 trillion in 2024-25.

Union Budget FY 2024-25

The Interim Union Budget 2024-25 retained its focus on capital expenditure spending, comprising investments in infrastructure, solar energy, tourism, medical ecosystem and technology. In 2024-25, the top 13 ministries in terms of allocations accounted for 54% of the estimated total expenditure. Of these, the Ministry of Defence reported the highest allocation at ₹6,21,541 crore, accounting for 13% of the total budgeted expenditure of the central government. Other ministries with high allocation included Road transport and highways (5.8%), Railways (5.4%) and Consumer Affairs, food and public distribution (4.5%).

(Source: Times News Network, Economic Times, Business Standard, Times of India)

In recent years, the Indian economy has demonstrated resilience, consistently outperforming its global counterparts in terms of growth despite prevailing global instabilities. This sustained growth trajectory can be attributed to various factors, including its demographic advantage, robust domestic demand, progressive economic reforms, advancements in manufacturing and infrastructure, as well as a concerted push towards technological innovation and digitalization.

Notably, India's economic prowess is underscored by its ascent in global rankings. For 2023, India secured the fifth position in terms of nominal GDP, surpassing the United Kingdom in 2023. Furthermore, in purchasing power parity (PPP) terms, India stands as the world's third-largest economy, following only China and the United States.

In the domestic economic landscape, key indicators reflect a favourable trend. Retail inflation, gauged by the Consumer Price Index, moderated to 4.9% in March 2024 from 5.7% in December 2023, with core inflation also experiencing a decline to 3.2% in March 2024 from 3.8% in December 2023. This downward trajectory can be attributed to various factors, including reduced fuel inflation supported by government initiatives to

mitigate cooking gas prices and a softening in global raw material prices.

The Reserve Bank of India (RBI) responded proactively to the global uncertainties and economic dynamics by implementing a series of measured adjustments to monetary policy. Beginning in Q1 FY 2023, the RBI increased the repo rate by 90 basis points, with subsequent incremental increases in subsequent quarters. By Q3 FY 2024, the repo rate had reached 6.50%, marking a notable rise of 250 basis points from Q4 FY 2022. However, the repo rate remained unchanged in Q4 FY 2024 at 6.5% since Q4 of FY 2023.

Looking ahead, the IMF's economic outlook update provided an optimistic outlook for India's economic growth trajectory. The IMF revised its growth estimate for fiscal 2024 to 7.8%, up from the previous estimate of 6.3% in October 2023, citing the momentum generated by resilient domestic demand and the rising working-age population. Moreover, the growth forecast for fiscal 2025 also saw an upward revision to 6.8%.

In contrast, global economic growth is projected to decelerate, with the IMF forecasting a decline from an estimated 3.5% in 2022 to 3.1% in both 2023 and 2024. While the forecast for 2023 is marginally higher than the previous estimate, it remains below the historical average, emphasizing the relative strength of India's economic performance amid global challenges.

(Source: IMF)

The Indian equity market

Industry overview

During the fiscal year 2023-24, the S&P BSE Sensex index touched multiple new peaks, with the market capitalization of companies listed on the BSE exceeding US\$4 trillion. In FY24, the BSE Sensex posted its second-largest five-year rise of 24.85% (largest was 68.01% in a pandemic-recovering FY21). Since 2016, the Sensex has shown a consistent upward trajectory. Following the market's low point during the COVID-19 pandemic, the index had surged by 187% until the close of the last financial year.

Sensex surged to record highs in FY23-24



Source: BSE India

The fiscal year 2023–24 concluded on a high note for benchmark equity indices, Sensex and Nifty, driven by significant investments in sectors such as power, automotive and banking, buoyed by favourable global market conditions. Throughout the fiscal year, the BSE benchmark index climbed by 14,659.83 points or 24.85%, while the Nifty increased by 4,967.15 points or 28.61%.

In the fiscal year 2023–24, the NSE Midcap 100 and NSE Small Cap 250 indices experienced remarkable gains of approximately 60.06% and 63.07%, respectively. Corporate earnings in India improved, supported by declining commodity prices that have boosted profitability and margins across various sectors. This positive trend is anticipated to persist, supported by domestic demand, positive macroeconomic factors and a revival in private capital investments. These elements are expected to propel the Indian equity markets.

(Source: Mint, Business Standard)

India fourth largest global equity market

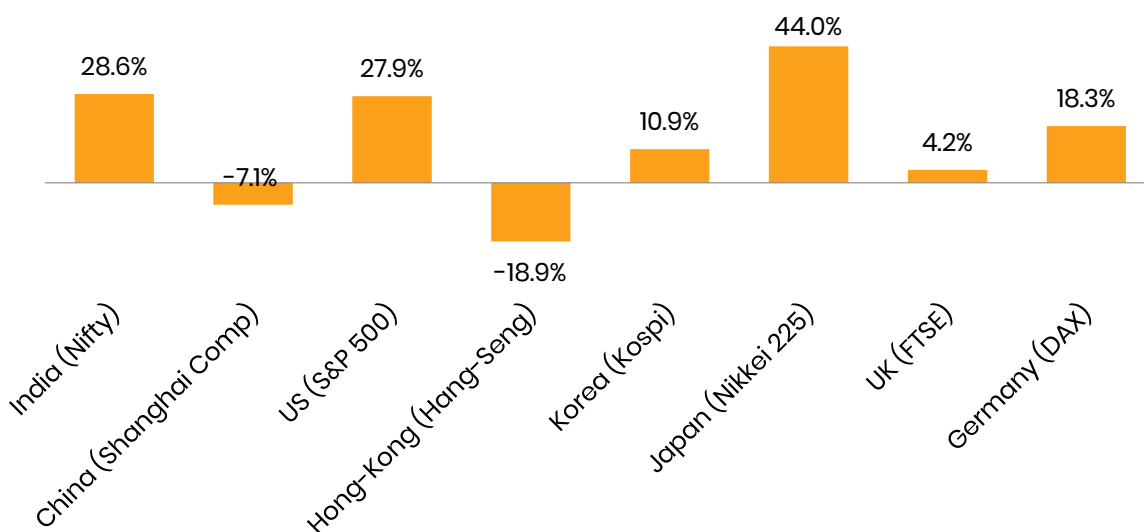
World	Market capitalization (US\$ trillion)
US	56.49
China	8.84
Japan	6.30
India	5.20
Hong Kong	5.17

India’s domestic equity markets regained their position as the world’s fourth-largest, surpassing Hong Kong in June 2024. Following a notable recovery from lows observed on election result day, India’s market capitalization surged 10% to US\$5.2 trillion (approximately ₹435 trillion for BSE-listed companies). In contrast, Hong Kong’s market capitalization was US\$5.17 trillion, reflecting a 5.4% decline from its peak of \$5.47 trillion. (Source: Business Standard)

India experienced a robust increase in demat accounts, reflecting a growing interest in retail equity participation. The total demat accounts surged at a compounded annual growth rate (CAGR) of approximately 33.3% from fiscal year 2019 to fiscal year 2024, rising from 3.59 crore accounts to 15.14 crore accounts. This growth can be attributed to increased awareness among retail investors, increased accessibility to trading platforms facilitated by technological advancements, and a reduction in brokerage costs.

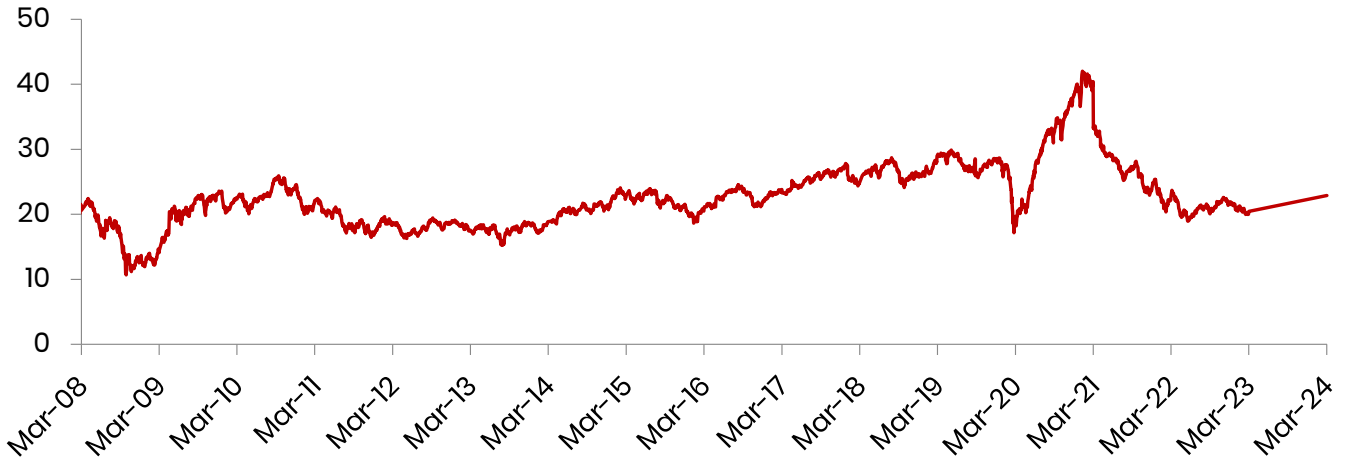
The active client base on the National Stock Exchange (NSE) expanded significantly, registering a CAGR of 37.8% from 0.8 crore in March 2019 to approximately 4.08 crore in March 2024. This trend underscores the growing influence and participation of retail investors in the Indian equities market, indicative of a democratization of investment opportunities.

Benchmark indices performance in FY2024

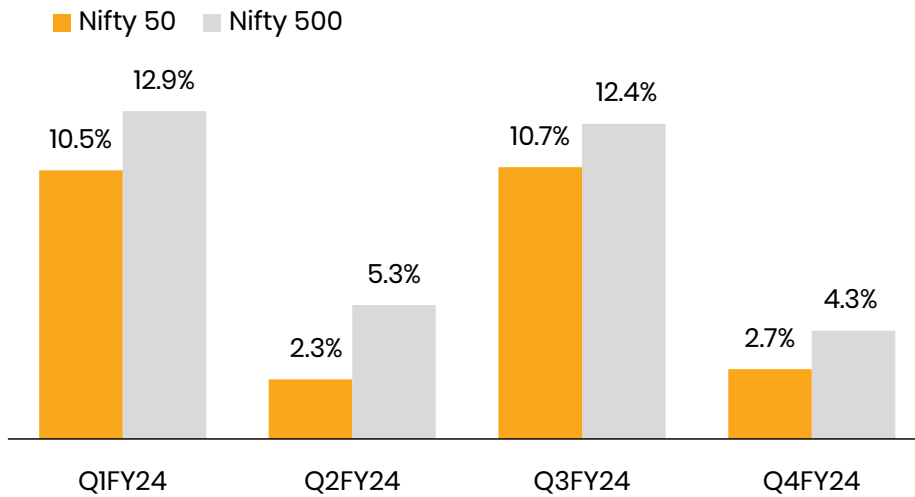


Source: Investing

Historical P/E (x) ratios of Nifty 50

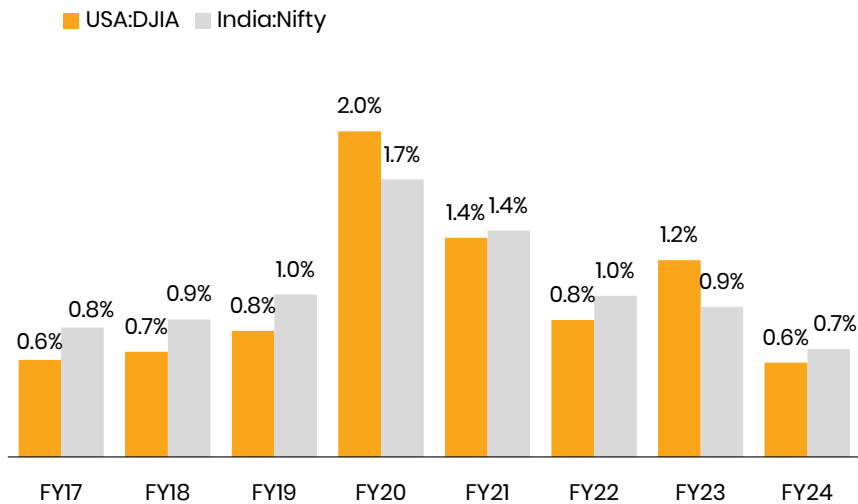


Quarter-wise returns of NSE indices



Source: NSE

Volatility of benchmark indices



Source: Investing.com

Business streams and outlook

Motilal Oswal Financial Services Limited (MOFSL) is a diversified financial services company with focus on managing client's wealth. MOFSL operates in business segments like capital markets, assets & private wealth management and affordable housing finance. In each of the businesses, MOFSL offers a unique value proposition to its customers creates its niche in each of the business segments and commands a premium position over peers. MOFSL carries its lending business by running a loan-against-shares book under Motilal Oswal Finvest Limited and retail mortgage-backed lending in the affordable housing segment under Motilal Oswal Home Finance Limited.

As a measure of credibility, the borrowings of Motilal Oswal Financial Services Limited enjoyed the following ratings:

Borrowing	Rating/Outlook		
	CRISIL	ICRA	India Ratings
Short Term			
Commercial Paper	A1+	A1+	A1+
Long Term			
Market Linked Debentures	-	PP-MLD AA (Stable)	PP-MLD AA (Stable)
Non-Convertible Debentures	AA (Stable)	AA (Stable)	AA (Stable)
Long-term Fund-based/ Non-fund Based Bank Lines	-	AA (Stable)	AA (Stable)

The borrowings of Motilal Oswal Finvest Limited enjoyed the following ratings:

Borrowing	Rating/Outlook		
	CRISIL	ICRA	India Ratings
Short Term			
Commercial Paper	A1+	-	A1+
Long Term			
Market Linked Debentures	PPMLD AA (Stable)	PP-MLD AA (Stable)	PP-MLD AA (Stable)
Non-Convertible Debentures	AA (Stable)	AA (Stable)	AA (Stable)

Borrowings of Motilal Oswal Home Finance Limited enjoy the following credit ratings-

Borrowing	Rating/Outlook		
	CRISIL	ICRA	India Ratings
Short Term			
Commercial Paper	A1+	A1+	-
Long Term			
Market Linked Debentures	PPMLD AA (Stable)	-	-
Non-Convertible Debentures	AA (Stable)	AA (Stable)	AA (Stable)
Bank Borrowings	AA (Stable)	-	AA (Stable)

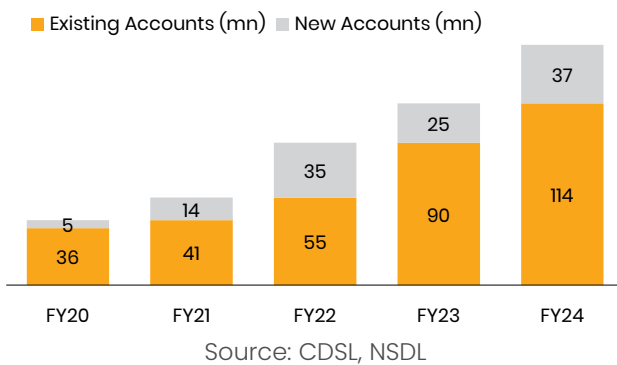
Borrowings of Motilal Oswal Wealth Limited enjoy the following credit ratings-

Borrowing	Rating/Outlook		
	CRISIL	ICRA	India Ratings
Short Term			
Commercial Paper	A1+	A1+	A1+

Capital Market Segment

In FY2024, India saw a significant surge in equity market participation, marked by the establishment of 3.7 crore new demat accounts, up from 2.5 crore in FY23. This growth was driven by bullish market conditions and increased activity in the Initial Public Offering (IPO) markets. CDSL, India's largest depository, surpassed the 11-crore mark in terms of demat clients, contributing to a cumulative total of 15.14 crores demat accounts as of March 31st, 2024, reflecting a remarkable year-on-year growth rate of 32%.

Increase in demat accounts

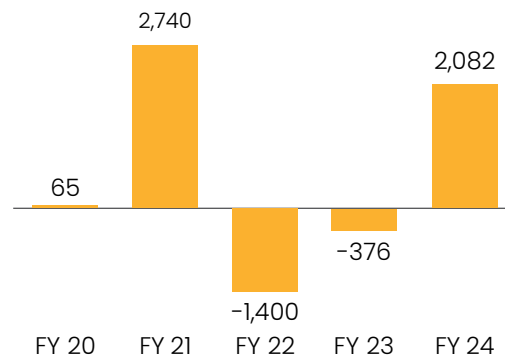


Throughout the fiscal year, the Securities and Exchange Board of India (SEBI) introduced several new regulations and initiatives aimed at enhancing market penetration and growth. These initiatives included measures such as Application Supported by Blocked Amount (ASBA), a shortened trade settlement cycle, and extensive investor education campaigns. These regulatory efforts played a pivotal role in encouraging retail investors to actively engage across various product segments, thereby enriching the vibrancy and inclusivity of the Indian capital market ecosystem.

The fiscal year 2023-24 witnessed robust transactional activities in IPOs, Qualified Institutional Placements (QIPs), and block deals, with total equity fundraising reaching ₹1.86 lakh crore, marking a substantial 142% increase from FY23. The IPO market specifically experienced a resurgence, with 75 main board offerings raising a record ₹61,915 crore, highlighting robust investor confidence and participation.

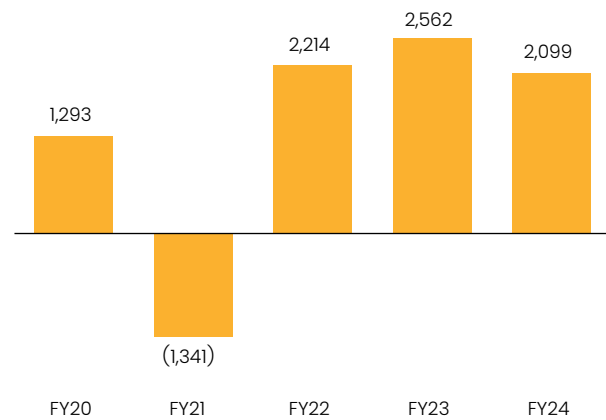
This resurgence followed a comparatively subdued performance in FY2023 due to market volatility and moderate listing outcomes. Notable IPO listings in FY2024 included Mankind Pharma (₹4,326 crore), Tata Technologies (₹3,043 crore), and JSW Infrastructure (₹2,800 crore), underscoring investor confidence and appetite for new offerings. Retail investor participation also surged, with the average number of applications rising to 13.2 lakhs compared to 5.6 lakhs in FY23. Tata Technologies received the highest number of retail applications (52.11 lakh), followed by DOMS Industries (41.30 lakh) and INOX India (37.34 lakh).

FII net inflows into equities (₹ bn)



Source: NSDL

DII net inflows into equities (₹ bn)



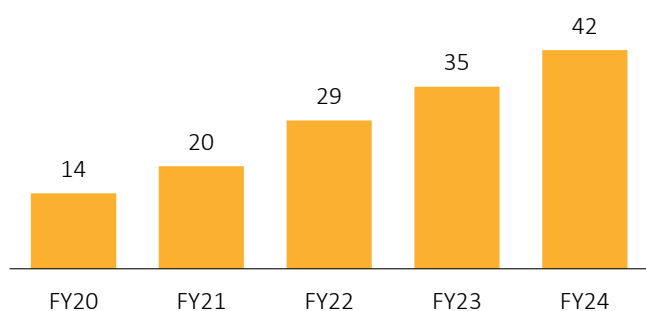
Source: BSE

In FY2024, Indian equities attracted substantial net inflows from both Foreign Institutional Investors (FIIs) and Domestic Institutional Investors (DIIs). FIIs contributed ₹2.1 lakh crore, demonstrating robust foreign investor interest in India's capital markets. Simultaneously, DIIs recorded inflows of ₹2.1 lakh crore during the same period, indicating strong domestic investor participation and confidence in the market's growth prospects. These inflows underscored the attractiveness of Indian equities amidst favorable economic conditions and supportive regulatory frameworks, further enhancing the liquidity and depth of the market.

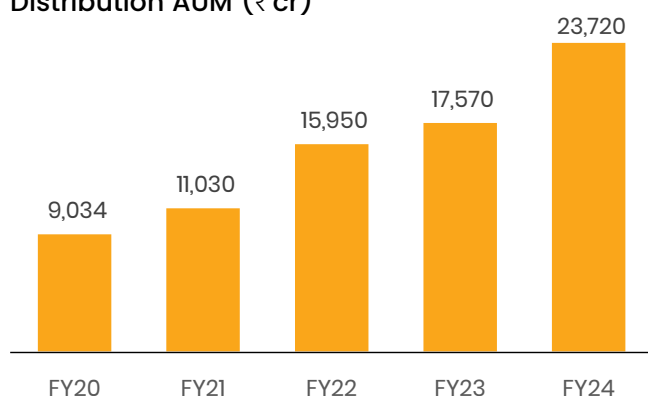
In the broader context, India's capital market sector is buoyed by a burgeoning economy driving increased corporate activities like mergers, acquisitions, and capital market transactions. The expansion of capital markets, including IPOs and bond issuances, presents significant opportunities for underwriting and advisory services. Rapid digitalization and financial inclusion initiatives are enhancing retail investor participation, while regulatory reforms are bolstering transparency and investor confidence. Strategic alliances with global counterparts and innovative fintech solutions are further propelling growth in the Indian investment banking sector, making it adaptive to evolving market dynamics.

Our Capital Market Segment

Growing client base (lakhs)



Distribution AUM (₹ cr)



In FY2024, the company's client base expanded significantly, surpassing 42 lakhs with a DP AUM of ₹1.46 lakh crore and growing by 20% YoY. This growth was bolstered by the addition of 6.2 lakh new clients, facilitated by strategic acquisitions of small regional brokers transformed into external wealth managers which expanded the company's footprint into new geographies.

Research and advisory represent the foundation of the company's services, catering to diverse client segments including mass affluent and high net worth individuals with net worth up to ₹25 crore. The company prioritized enhancing customer experience through digital initiatives and dedicated advisory desks tailored for mass affluent and HNI clients. The launch of the 'RISE' Super App centralized financial services, enabling seamless investment management across various products such as mutual funds, insurance, and US stocks.

As of March 2024, the company's distribution Assets Under Management (AUM) reached ₹23,720 crore, reflecting a robust 35% YoY growth. With a substantial client base, the company continues to leverage

opportunities for cross-selling financial products and scaling its business operation

In our institutional broking division, the company offers a comprehensive suite of services in cash and derivatives to both domestic and foreign institutions. Over the past year, the company expanded its institutional client base, securing empanelments and establishing relationships with more than 850 institutions.

The company's commitment to excellence and client satisfaction was recognized through rankings. The company is proud to have achieved the #1 position in the Corporate Access Team and Execution Team, as well as #2 in the Domestic Brokerage for Sale & Best Brokerage Transformation category in the prestigious Asia Money Poll 2023.

The company continued to focus on research offerings, corporate access outreach, and sales; trading capabilities strengthened the competitive positioning. The research product portfolio encompassed an analysis of over 250 companies across more than 21 sectors, providing valuable insights to clients. In the corporate access domain, the company excelled in executing successful events such as the Annual Global Investor Conference and unique events, facilitating interactions between investors and corporate leaders.

During the year, the investment banking division excelled with the completion of several deals, including notable IPOs like Happy Forgings Limited, Cello World Limited, Updater Services Limited, and IKIO Lightning Limited. The division's success was driven by sector-specific expertise, particularly in BFSI, Auto, Consumer, Healthcare, and Industrials. By focusing on these key sectors, the company delivers tailored solutions that meet the unique needs of its clients, positioning itself for sustained growth and market leadership.

Looking ahead, the company maintains a robust pipeline of transactions in capital markets and advisory services, leveraging proactive engagement and strong industry relationships to capitalize on emerging opportunities. This strategic approach underscores the company's readiness to navigate evolving market dynamics and drive continued success in the competitive landscape of investment banking and financial services.

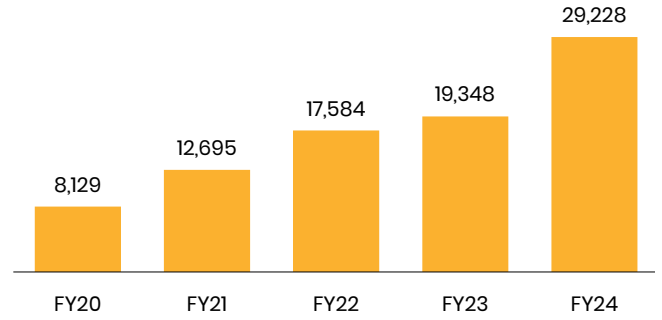
Asset and private wealth management Segment

India has experienced a significant rise of household participation in equities, driven by increased awareness, expanded financial inclusion efforts, improved banking access, and advancements in non-bank distribution technologies. This surge has been accompanied by a growing preference for equity

funds, bolstered by heightened investor engagement and educational initiatives. Systematic Investment Plans (SIPs) have also gained popularity among non-traditional investing households.

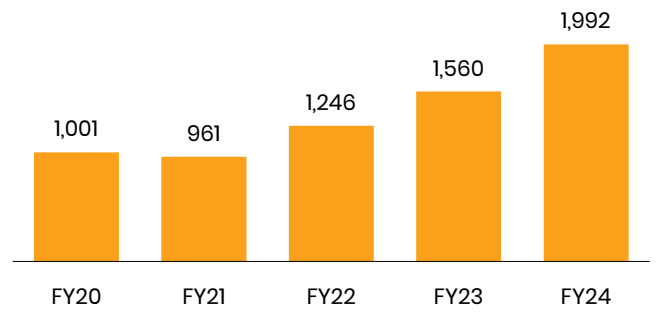
In FY2024, the mutual fund industry's assets under management (AUM) surged to ₹53.4 lakh crore, marking a substantial 35% year-over-year growth. The equity mutual fund segment (excluding arbitrage) accounted for ₹29.2 lakh crore of the total AUM, representing a notable 51% year-over-year increase and contributing 55% to the overall AUM. Robust net inflows of ₹2.4 lakh crore into the equity category in FY2024 underscored strong investor confidence, reflecting a 46% year-over-year growth. SIP registrations also saw a significant uptick, reaching 4.2 crores during the year, up from 2.5 crores previously. March 2024 witnessed a record-high monthly SIP contribution of ₹19,271 crore, with cumulative flows totaling ₹1,99,219 crore in FY2024, surpassing the previous fiscal year.

Equity MF AUM (₹ bn)



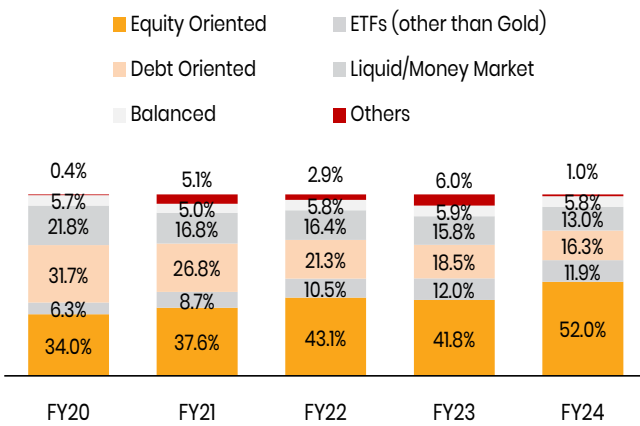
Source : AMFI

SIP Flows (₹ bn)

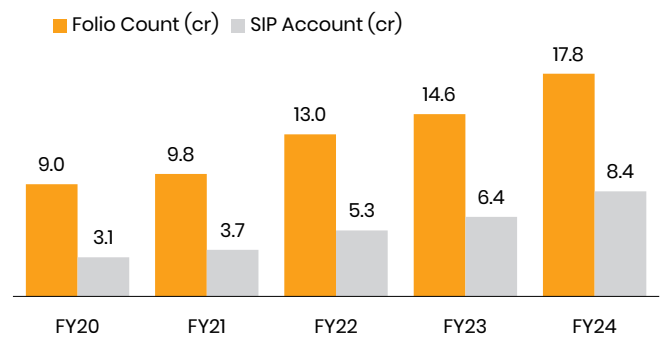


Source: AMFI

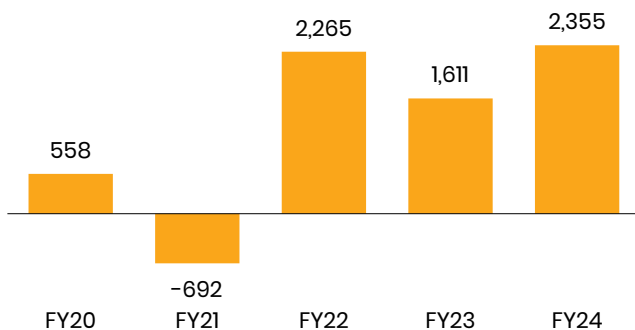
Mutual fund AAUM by asset class



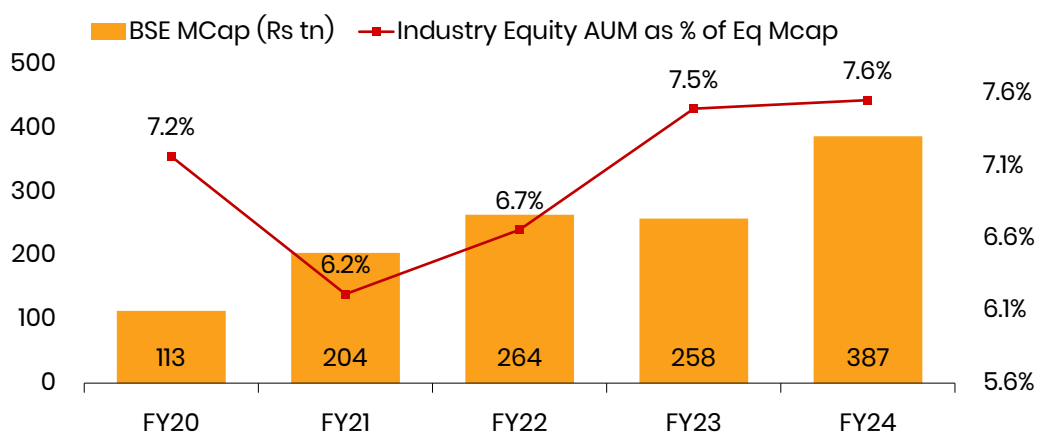
Investor accounts in MF industry



MF equity net inflows (₹ bn)



Equity MF assets as a % of BSE MCap on a rise



Indian open ended mutual fund assets log highest growth in past 5, 10 and 15 years versus global peers

As per data disclosed by the International Investment Funds Association, as of March 2024, India has seen the highest growth in its assets under management in the last 5 years, 10 years and 15 years.

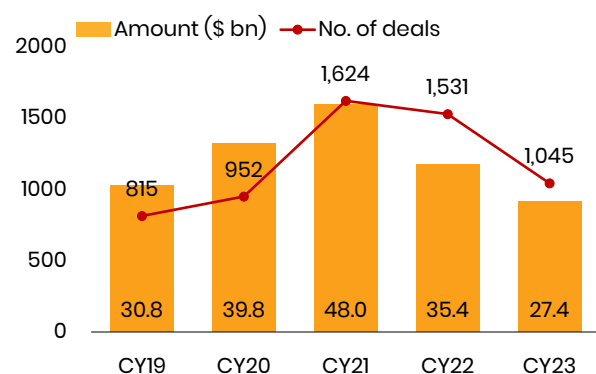
Worldwide regulated open-end funds: Total net assets excluding funds of funds

Country	5 years	T10 years	15 years
Brazil	13%	14%	15%
China	14%	22%	19%
Germany	5%	6%	7%
India	20%	24%	20%
Japan	11%	11%	11%
South Africa	8%	9%	12%
United Kingdom	4%	7%	11%
United States	9%	8%	9%

(Source: International Investment Funds Association; CRISIL MI&A Research Data as of March 2024)

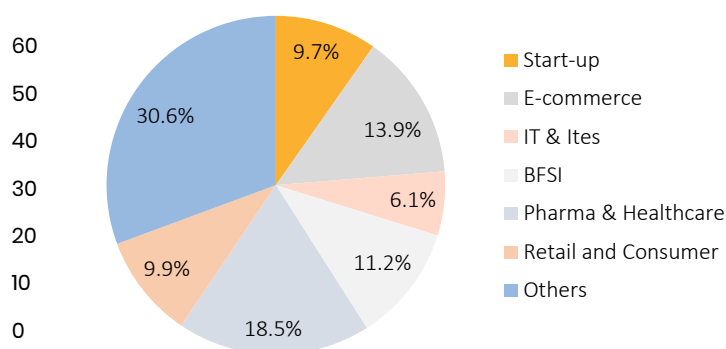
Turning to private equity (PE), FY2024 concluded with India's GDP growing by 8.2%, signaling economic resilience despite a decline in deal activity. Over 1,500 transactions totaling \$53 billion represented a 23% decrease in volume and a significant 59% decrease in value from the previous year. Domestically, deal dominance persisted amidst cautious investor sentiment and global funding constraints. PE deal volumes decreased, but average deal sizes increased compared to 2022. Investments totaled \$27 billion across 1,045 deals, down from \$36 billion across 1,531 deals in 2022. Key sectors included pharmaceuticals, biotechnology, and startups, with notable transactions like Temasek Holding's \$2 billion investment in Manipal Health. Bengaluru led in deal volume with 296 transactions, while Mumbai led in deal value, with NCR and Bengaluru jointly accounting for 74% of total deal values.

PE-VC investments in India



Source: Grant Thornton Private Equity Report

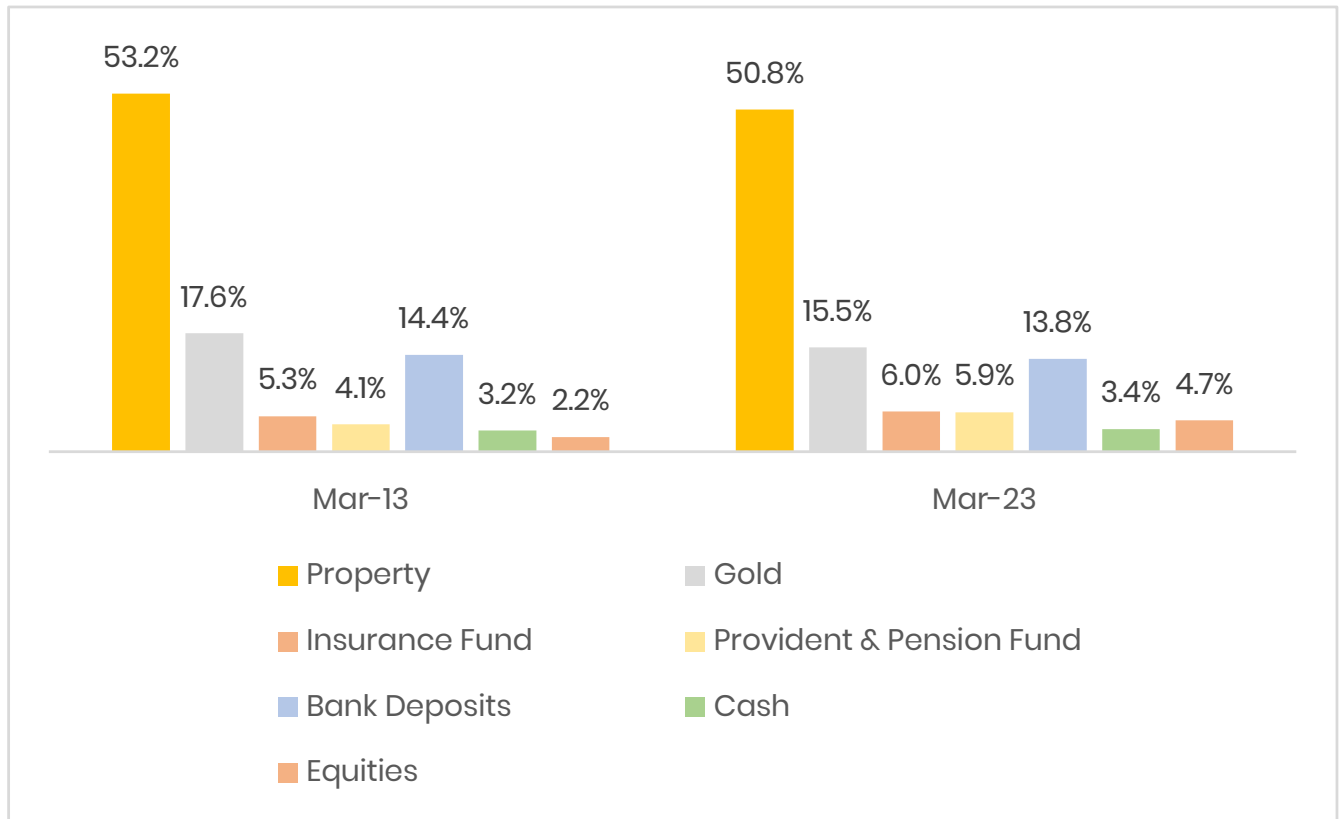
Sectors wise deal proportion



Source Grant Thornton Private Equity Report

In wealth management, India's market is projected to reach US\$539.90 billion in AUM by 2024. The country saw a 6.1% annual increase in ultra-high-net-worth individuals (UHNWIs) in 2023, outpacing the global growth rate of 4.2% to reach 626,619 individuals. India is expected to lead globally with a 50.1% growth in UHNWIs from 2023 to 2028, driven by urbanization, regulatory reforms, technological advancements, and demographic shifts. The UHNI segment, with average household financial assets exceeding US\$30 million, is projected to grow at an 8.5% CAGR from 2022 to 2027, while the HNI segment, with assets surpassing US\$1 million, is expected to grow at around 15% CAGR over the same period. As of FY23, India's gross financial household savings totaled approximately ₹280 trillion, with bank deposits accounting for 42% of this amount.

Shifting Household Asset Allocation in India



Source: Jefferies, Morgan Stanley

Looking ahead, the asset and private wealth management sector presents significant opportunities, with McKinsey estimates suggesting a doubling of UHNI financial assets over the next five years.

Currently, professionally managed wealth in India constitutes only 15–20% of total wealth, indicating substantial growth potential as affluent individuals increasingly seek professional financial services and advice to enhance their wealth management strategies (Source: Knight Frank Wealth Report) McKinsey and Company.

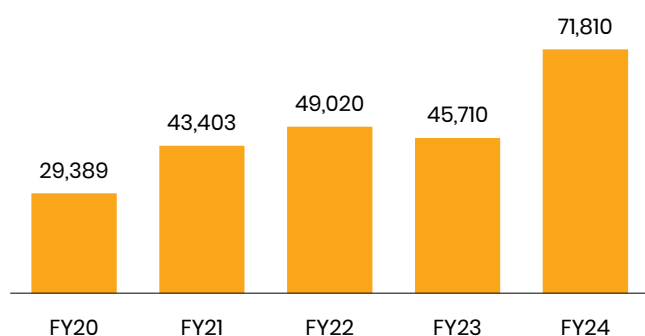
Our Asset & Private Wealth Management segment

Motilal Oswal Asset Management (MOAMC) operates MF, PMS and AIF in the public equities space. MOAMC has crafted its niche with the majority of AUM in equities. Total AUM stood at ₹71,810 crore as of March 31, 2024. Our mutual fund AUM stood at ₹48,156 crore, PMS AUM stood at ₹12,132 crore and AIF AUM stood at ₹10,599 crore. The company has a diverse passive product basket with a variety of categories to choose from—Indian equities, International Equities, Factors, Sectors, Commodities, Multi Asset and Debt. During FY2024, we launched 5 passive mutual funds and 2 active mutual funds. Our presence in a passive category will help us to onboard clients from the bottom of the pyramid, who are typically new to the equity asset class or have a lower risk appetite.

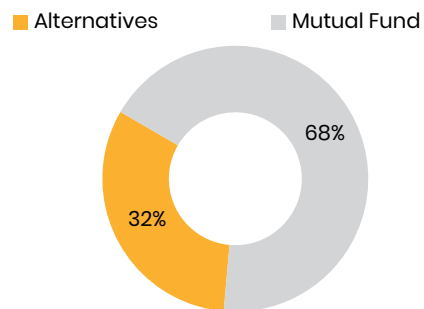
The company added around 10.0 lakh SIPs in FY2024. It achieved an all-time high inflow from SIP during the year of ₹2,920 crore. We saw a turnaround in the performance of the company's active MF schemes, which in turn led to an improvement in gross sales and decline in redemptions. The company remains committed to its Quality, Growth, Longevity and Price (QGLP) philosophy and will continue to improvise. Further, the change in the investment process from focusing on the highest returns to focusing on consistency started yielding results.

On a blended basis, the company's net yield stood at 73 bps in FY2024. Alternates contributed about ~32% of total AMC AUM, one of the highest in the industry. As of March 2024, 54% of the non-MF AUM was performance-fee-linked. The company aims to push more performance-linked AUM in PMS and AIF, potentially strengthening net yields. The company invested in branding and advertising and is expected to reap benefits of brand recall.

MOAMC AUM (₹ cr)



Alternatives share in MOAMC



In private equity arm we manage three growth capital funds and four real estate funds, leveraging the QGLP philosophy. The growth funds focused on themes that could benefit from structural changes like domestic consumption, domestic savings, infrastructure, etc. PE funds were successful in gaining investor confidence with stellar returns.

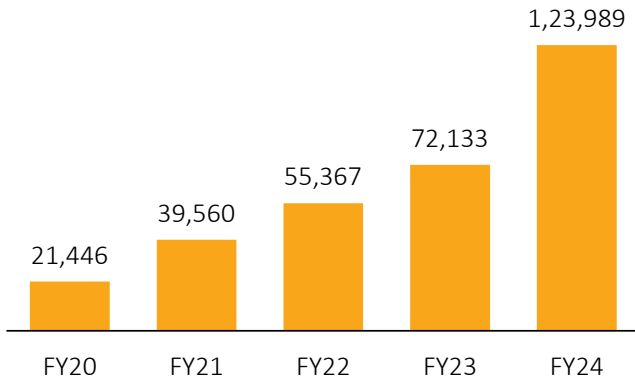
IBEF II has committed 100% across 11 investments so far after raising commitments. The fund has fully exited from 3 investments and partially exited from 2 investments and returned back to the investors 140% of the corpus. IBEF III was launched in FY2018, which, after exhausting its green-shoe option, stands fully raised at ~₹2,300 crore. IBEF III has fully committed across 11 investments. Our 4th growth fund, IBEF-IV, with a target size of ₹4,500 crore, was launched in FY2022. The fund witnessed overwhelming response from investors as we were able to raise the full amount within a year of launch. The fund has invested around 66% across 9 companies.

The encouraging performance is not limited to growth funds but also real estate funds. IREF I has fully exited from all 7 investments, translating into ~118% capital returned to investors. IREF II is fully deployed across 14 investments. The Fund has secured 13 complete exits and has returned money equaling ~153% of the Fund corpus back to the investors. IREF III has made 26 investments including reinvestments. The Fund has secured 18 full exits and has returned money equaling ~124% of the corpus. IREF IV has deployed ₹2,133 crore across 37 investments including reinvestments. The Fund has secured 21 full exits and has returned money equaling ~66% of the corpus. IREF V, with a fund size of ₹1,210 crore, has deployed ₹985 crore across 15 investments. IREF VI was launched during the year, with a fund size of ₹2,000 crore and has received its first close of ₹1,272 cr.

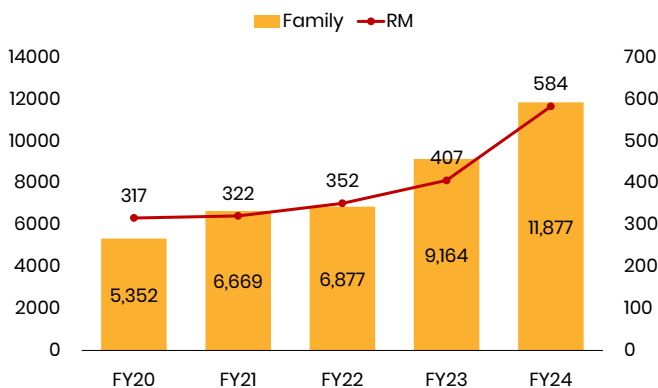
In private wealth management, AUM reach all-time high of ~₹1.24 lakh crore as of March 31, 2024, marking a 72% year-over-year growth. The company aims to scale up this business, enhancing Ultra High Net Worth Individual (UHNI) offerings and advisory

capabilities. With a diversified product portfolio across asset classes and an open architecture model, the company has expanded its client base to 11,877 families by March 2024, reflecting a 30% year-over-year increase. Approximately 81% of the product mix is in equity products, contributing to higher yields.

Private Wealth AUM (₹ cr)



Private Wealth Family Clients and Sales RM



Housing finance

India's housing finance market is expected to grow at a compound annual growth rate of 24.1% from 2024 to 2033. The credit outstanding to the housing finance sector surged by nearly ₹10 lakh cr. over the past two fiscal years, reaching a record ₹27.23 lakh cr. in March 2024. This includes credit to the priority sector housing. In March 2024, the credit outstanding stood at ₹27,22,720 cr. compared to ₹19,88,532 cr. in March 2023 and ₹17,26,697 cr. in March 2022.

Government schemes like Pradhan Mantri Awas Yojana (PMAY) fuel housing finance demand by offering subsidies and incentives, boosting loan uptake and fostering market growth, particularly among economically weaker sections. Key trends driving market dynamism and evolution include the shift towards digitalization, the expansion of affordable housing finance, the increasing demand for sustainable and green housing solutions and

the emergence of niche financing options tailored to specific customer segments. (Source: Business Standard, Customs Market and Insights,)

The affordable housing finance business is poised for significant growth, bolstered by several favourable factors that strengthen its competitive position and growth prospects. Notably, the customer profile characterized by informal income and low Ability to Service (ATS), combined with the operation-intensive nature of the business, presents a relatively lower competitive landscape for Affordable Housing Finance Companies (AHFCs). Over the past five years, AHFCs have demonstrated impressive Annualized Assets Under Management (AUM) Compound Annual Growth Rates (CAGR) ranging from 28% to 40%, accompanied by Return on Assets (RoA) exceeding 3.5% and low credit costs averaging between 0.2% to 0.5% over the same period.

Government initiatives such as the Urban Infrastructure Development Fund, Alternative Investment Fund, Pradhan Mantri Awas Yojana (Urban), Pradhan Mantri Awas Yojana (Gramin), and tax moderation have played instrumental roles in fueling the growth of Affordable Housing Finance Companies.

The loan book of the affordable housing segment reached ₹1,04,000 crore, marking a robust year-on-year growth of 26%. The share of AHFCs in the overall housing finance industry remained significant at 13%, following the redistribution of market share within the Housing Finance Companies (HFCs) due to HDFC Limited's merger with HDFC Bank. Previously, AHFCs held a share of approximately 6-7% of the overall housing finance market. (Source: ICRA Report)

Our housing finance business

Motilal Oswal Home Finance Ltd. (MOHFL) remains dedicated to facilitating home ownership for individuals and families through a range of loan products tailored to diverse needs. We provide financing for home purchase, construction, extension, repair, and renovation, catering to various segments including those with unconventional income sources.

The company's collaboration with the National Housing Bank under the Pradhan Mantri Awas Yojana for the Credit Linked Subsidy Scheme enabled it to assist economically weaker sections in accessing housing subsidies.

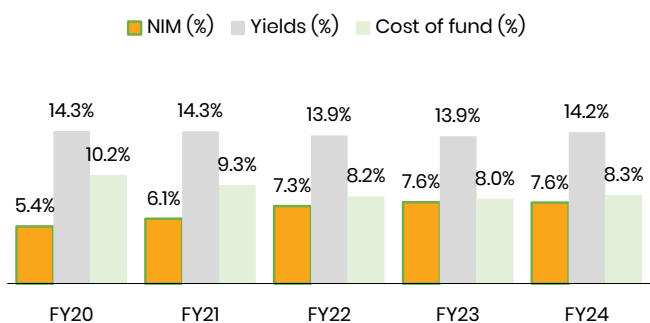
Expanding the footprint, the company opened two branches during the year, bringing the total to 110 standalone branches across 12 States, focusing on Maharashtra, Gujarat, Madhya Pradesh, Tamil Nadu, Rajasthan, Karnataka, Andhra Pradesh, Haryana, Chhattisgarh, Telangana, Delhi, and Uttar Pradesh. The sales team, comprising over 1,200 employees, and a network of 6,000+ channel partners, played a

pivotal role in driving business growth and customer satisfaction.

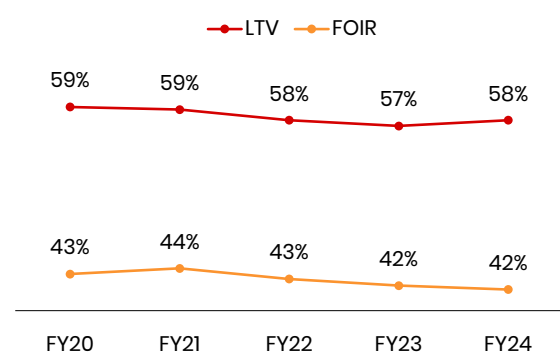
In FY2024, the company reported a profit after tax of ₹132 crore, marking a significant milestone with disbursements crossing the ₹1,000 crore mark. Our loan book grew by 6% YoY to reach ₹4,048 crore, driven by improved RM hiring and effective delinquency management. Our return on assets (ROA) stood at 3.2%.

Despite increasing interest pressure, the company maintained a healthy spread and net interest margin (NIM) at 5.9% and 7.6% respectively, demonstrating our ability to manage margins effectively. Looking ahead, the company aimed for linear growth in assets under management (AUM) and enhancements in profitability, return on assets and return on equity.

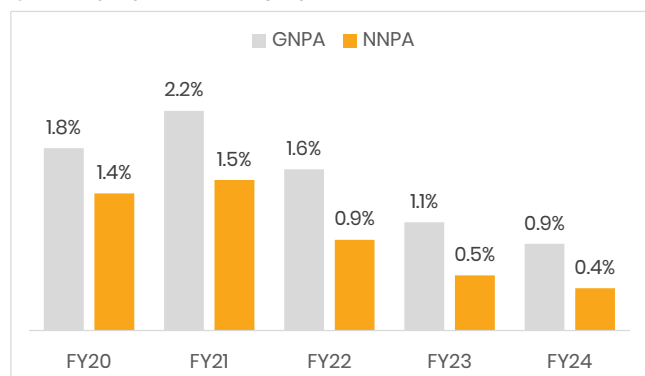
NIM, Yield and COF Trend



LTV and FOIR Trend



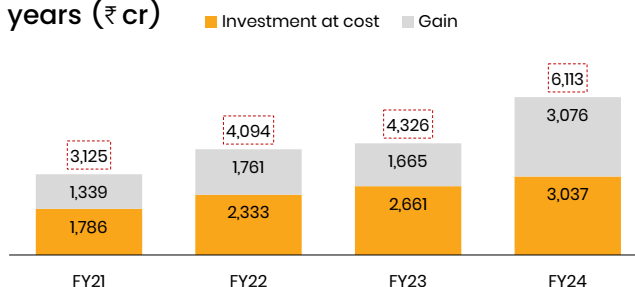
GNPA and NNPA Trend



Treasury investments

In line with the long-term strategy to grow RoE sustainably, MOFSL Group made a strategic allocation of capital to long-term RoE-enhancing opportunities like MOHFL, and sponsored commitments to our mutual fund and private equity funds. As of March 31, 2024, the total quoted equity investments stood at ₹4,206 crore and total investments (including alternate investments) stood at ₹6,113 crore.

Strong Growth in Treasury Investment over the years (₹ cr)



Key financial ratios

The consolidated ROE during 2023-24 stood at 35%. EBITDA and profit before tax margins stood at 50% and 43% respectively in 2023-24. Debt to Equity ratio stood at 1.6x.

Financial performance for FY 2023-24

Particulars (INR Cr)	Year ended 31 st March, 2024	Year ended 31 st March, 2023
Total income	7,130.52	4,197.12
Profit before tax	3,031.88	1,242.25
Tax expenses	586.26	309.43
Net profit	2,445.61	934.78
Net profits after OCI	2,626.02	885.20

Opportunities and threats

Opportunities

- A positive long-term economic outlook will lead to opportunities for financial services
- Growing Financial Services industry's share of wallets for disposable income
- Regulatory reforms would aid greater participation by all classes of investors
- Leveraging technology to enable best practices and processes
- Corporates looking at consolidation/acquisitions/restructuring opens out opportunities for the corporate advisory business

Threats

- Execution risk
- Short-term economic slowdown impacting investor sentiments and business activities
- Slowdown in global liquidity flows

- Increased intensity of competition from local and global players
- Market trends making other assets relatively attractive as investment avenues

Strengths

Strong brand name

'Motilal Oswal' is a well-established brand among retail and institutional investors in India. MOFSL believes that its brand is associated with high-quality research and advice as well as corporate values like integrity and excellence in execution. The company has been able to leverage its brand awareness to grow its businesses, build relationships and attract and retain talented individuals.

Experienced top management

The promoters, Mr Motilal Oswal and Mr Raamdeo Agrawal, are qualified chartered accountants with over three decades of experience each in the financial services industry. The top management team comprises qualified and experienced professionals, with a successful track record. The company believes that its management's entrepreneurial spirit, strong technical expertise, leadership skills and insight into the market and customer needs provide it with a competitive strength, which will help to implement its business strategies.

Integrated financial services provider

The broad range of offerings under Capital market business, Asset & Private Wealth Management and Housing Finance business helps to foresee client requirements and provide full-fledged services under a single platform. The production and distribution of all financial products and services help the company's advisors and clients attain their financial objectives with best-in-class services.

Independent and insightful research

MOFSL believes that its understanding of equity as an asset class and business fundamentals drives the quality of its research and differentiates it from its competitors. The research team is focused on equities, derivatives and commodities.

One of the largest distribution networks

MOFSL's financial products and services are distributed through a Pan India network. The business has grown from a single location to a nationwide network operated by business associates or directly through its own branches in 550+ locations. This extensive network provides opportunities to cross-sell products and services, particularly as the company diversifies into

new business streams. In addition to the geographical spread, MOFSL also offers an online channel to service customers.

Established leadership in external wealth managers business

One of the key strengths has been the successful establishment of the external wealth managers business. The company's relationship with the external wealth managers has become stronger as they grow. MOFSL has multiple external wealth manager partner models and is strongly committed to enhancing the growth and profitability of each of its external wealth managers.

Strong risk management

Risk exposure is monitored and controlled through a variety of separate but complementary financial, credit, operational, compliance and legal reporting systems. The risk management department analyses this data in conjunction with the company's risk management policies and takes appropriate action where necessary to minimize risk.

State-of-the-art infrastructure

MOFSL has consolidated its businesses under one Corporate Office – Motilal Oswal Towers. The integration of multiple MOFSL businesses provides a great opportunity to present a holistic solution to client needs and facilitates the "One Firm" philosophy. The infrastructure has been extensively leveraged to build deeper connections with our customers, business partners and corporates.

Financial prudence

MOFSL's operating margins continue to remain stable despite the fluctuations in market volumes and revenues. This is a result of creating a robust business model that can withstand the cyclical fluctuations in business volumes and simultaneously capture the opportunities provided by the structural growth of India.

During the year, CRISIL reaffirmed the Credit Rating of 'CRISIL A1+' to the Commercial Paper Programme and assigned 'CRISIL AA/Stable' to Non-Convertible Debentures of the Company. CRISIL reaffirmed the Credit Rating of 'CRISIL A1+' to the Commercial Paper Programme, 'CRISIL PPMLD AA/Stable' to Market linked Debentures and 'CRISIL AA/Stable' to Non-Convertible Debentures of Motilal Oswal Finvest Limited (MOFL), a subsidiary of the Company. CRISIL reaffirmed the credit rating of 'CRISIL A1+' to the Commercial Paper Programme of Motilal Oswal Wealth Limited (MOWL), a subsidiary of the company. CRISIL reaffirmed the Credit Rating of 'CRISIL A1+' to the Commercial Paper

Programme, 'CRISIL PPMLD AA/Stable to Market linked Debentures and 'CRISIL AA/Stable to Non-Convertible Debentures and Bank Loans of Motilal Oswal Housing Finance Limited (MOHFL), a subsidiary of the company.

ICRA assigned a rating of 'ICRA AA/Stable' to the Long-term Fund-based/ Non-fund Based Bank Lines and reaffirmed 'ICRA PP-MLD AA/Stable' to the Market Linked Debentures, 'ICRA A1+' to the Commercial Paper Programme and 'ICRA AA/Stable' to Non-Convertible Debentures of the Company. ICRA Limited assigned a rating of 'ICRA PP-MLD AA/Stable' to the Market Linked Debentures and reaffirmed the 'ICRA AA/Stable' rating to Non-Convertible Debentures of MOFL and 'ICRA A1+' rating to Commercial Paper of MOWL. ICRA has upgraded the rating of Non-Convertible Debentures of MOHFL to 'ICRA AA/Stable' from 'ICRA AA-/Stable' and reaffirmed 'ICRA A1+' to the Commercial Paper Programme.

India Rating assigned 'IND AA/Stable' rating to Bank Loans and reaffirmed 'IND AA/Stable' to Non-Convertible Debentures, 'IND PP-MLD AA/Stable' to Market Linked Debentures and 'IND A1+' to the Commercial Paper Programme of the Company. India Rating reaffirmed 'IND AA/Stable' to Non-Convertible Debentures, 'IND PP-MLD AA/Stable' to Market Linked Debentures and 'IND A1+' to the Commercial Paper Programme of MOFL and 'IND A1+' to the Commercial Paper Programme of MOWL. India Rating reaffirmed "IND AA/Stable" to Non-Convertible Debentures and Bank Loans of MOHFL.

Risks and concerns

The Board Level Committees viz. the Audit Committee and Risk Management Committee oversee risk management policies and procedures. It reviews credit and operational risks while the Asset Liability Management Committee reviews policies in relation to investment strategy and other risks like interest rate risk and liquidity risk.

Internal control systems and their adequacy

The company's internal control systems are adequate and provide, among other things, reasonable assurance of recording transactions of operations

in all material respects and of providing protection against significant misuse or loss of company assets.

Internal audit is conducted by BDO India LLP, to assess the adequacy of the internal controls procedures and processes, and their reports are reviewed by the Audit Committee of the Board. Policy and process corrections are undertaken based on inputs from the internal auditors.

Human resources

The company emphasises continuous training to enhance employees' skills and competencies, ensuring effective job performance. Employee incentivization, professional growth and recognition are core elements of human resource management, improving job satisfaction and overall quality of life. As of March 31, 2024, the group's total employee strength stood at 11,290.

Outlook

We have achieved robust performance across various segments. Our capital market business delivered exceptional results, achieving all-time high quarterly and yearly profit and solidifying our position in managing mass affluent and HNI client segments. Our focus remains on diversifying our business to liner sources of earnings. Our Asset and Private Wealth Management business reached a milestone with AUM reaching 2.1 lakh cr, showcasing significant growth. Our Asset Management arm witnessed notable improvements in performance and inflows, poised to benefit from structured investing and specialized offerings. Meanwhile, our Private Wealth Management division is making strides in scalability, supported by a strengthened leadership team and ongoing investments in Relationship managers (RM). Moreover, we completed the first close of our 6th Real Estate fund during FY24. In our HFC business, efforts are underway to bolster the sales force and enhance productivity to drive robust growth in disbursements and AUM. We are confident in the vast potential of each of our businesses and their ability to capitalize on market opportunities. Looking ahead, we remain committed to our strategic objectives, aiming for sustained growth and excellence across all our operations

REPORT ON CORPORATE GOVERNANCE

[As per Regulation 34(3) read along with Schedule V(C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

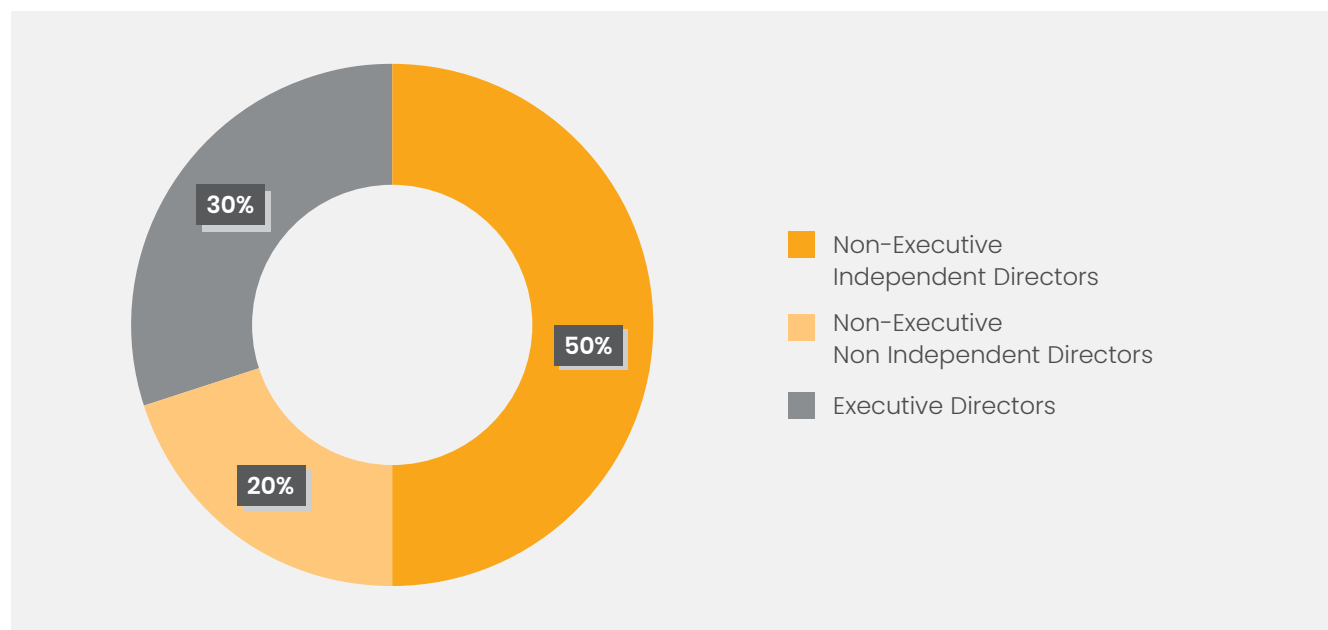
Corporate Governance Philosophy

The Company has set itself the objective of achieving excellence in its business. As a part of its growth strategy, the Company believes in adopting the 'best practices' that are followed in the area of Corporate Governance. The Company's Philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the society at large.

The Company continuously monitors its governance practices and benchmarks itself to the best governed companies across the industry. The Company believes in pursuing holistic growth and realizes its responsibility towards its stakeholders and environment. The Board considers itself as a Trustee of its Shareholders and acknowledges its responsibilities towards them for creation and safeguarding their wealth. The Company's comprehensive Corporate Governance practices ensures that the Company always works optimally, protecting the best interests of the stakeholders and withholding the reputation and status of the Company.

Board of Directors ("Board")

Composition of the Board:



The Company is in compliance with the provisions of Section 149 of the Companies Act, 2013 ("the Act") and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended from time to time). As on March 31, 2024, the Board consists of 10 (Ten) Directors comprising of 3 (Three) Executive Directors, 2 (Two) Non-Executive Directors and 5 (Five) Independent Directors including 2 (Two) Women Directors. The Company has a Non-Executive Chairman & he is Promoter of the Company and thus, 50% (Fifty Percent) of the total number of Directors are independent. The Management of the Company is

headed by Mr. Motilal Oswal, Promoter and Managing Director & Chief Executive Officer of the Company, who operates under the supervision and control of the Board. The Board reviews and approves strategy and oversees the actions and results of management to ensure that the long-term objectives of enhancing stakeholders' values are met.

There was no material, financial and/or commercial transaction entered into between the Senior Management and the Company which could have potential conflict of interest with the Company at large.

Confirmation of the Board for Independent Directors:

Based on the declarations received from the Independent Directors, the Board has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management.

In terms of Regulation 25(8) of the Listing Regulations, Independent Directors have also confirmed that they are not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties.

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

As required under Regulation 46 of the Listing Regulations, the terms and conditions of appointment of the Independent Directors including their role, responsibility and duties are available on the website of the Company at www.motilaloswalgroup.com.

Inter-se relationships between Directors:

None of the Directors of the Company are inter-se related to each other.

Board Process:

The Board meets at regular intervals to discuss and decide on Company's business policy and strategy apart from other normal business. The Board Meetings (including Committee Meetings) of the Company are scheduled after getting confirmation on dates from Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the Meetings. However, in case of a special and urgent business need, the Board Meeting is also called at Shorter Notice or approval of the Board is taken by passing the Resolution(s) by Circulation, as permitted by law, which is noted in the subsequent Board Meeting.

The detailed Agenda together with the relevant notes to the Agendas is circulated to the Directors in advance. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions.

Where it is not practicable to circulate any document in advance or if the Agenda is of a confidential nature, the same is placed at the Meeting. In special

and exceptional circumstances, consideration of additional or supplementary items is taken up with the approval of the Chair and majority of the Independent Directors. Senior Management Personnel are invited to the Board/Committee Meeting(s) to provide additional inputs on the items being discussed by the Board/Committees thereof as and when necessary. The Chairman/Managing Director apprises the Board at every Meeting on the overall performance of the Company, followed by the detailed presentation by the Chief Financial Officer of the Company.

The Company Secretary is responsible for preparation of the Agenda and convening of the Board and Committee Meetings. The Company Secretary attends all the Meetings of the Board and its Committees, advises/assures the Board on Compliance and Governance principles and ensures appropriate recording of Minutes of the Meetings.

For facilitating circulation of the Board folders in electronic form and reducing consumption of papers, the Company has adopted a web-based application for transmitting Agenda, Minutes and other papers relating to the Board/Committee Meeting(s). The Directors of the Company receive the Board papers in electronic form through this application, which can be accessed only through iPad/MacBook. The application meets the high standards of security and integrity that is required for storage and transmission of the Board/Committee Agenda and Minutes in electronic form.

The Board provides the overall strategic direction and periodically reviews strategy and business plans, annual operating and capital expenditure budgets and oversees the actions and results of the management to ensure that the long term objectives of enhancing shareholders' values are met. The Board also, inter alia, considers and reviews investment and exposure limits, adoption of quarterly/half-yearly/annual results, transactions pertaining to purchase/disposal of property, major accounting provisions and write-offs, Minutes of Meetings of the Audit and other Committees of the Board, Minutes of the Meetings of the Subsidiary Companies and information on recruitment of Officers at the Board level, Key Managerial Personnel and Senior Management Personnel. The Board reviews compliance reports of all laws applicable to the Company on quarterly basis.

The draft Minutes of the proceedings of the Meetings of the Board/Committee(s) are circulated to all the Members of the Board or the Committee for their perusal, within fifteen days from the date of the conclusion of the Meeting. Comments, if any, received from the Directors are incorporated in the Minutes, in consultation with the Chairperson. The Minutes are approved by the Members of the Board/Committee(s), prior to the next Meeting and confirmed thereat.

Information to the Board:

The Board has complete access to the information within the Company, which *inter alia* includes:

- Annual revenue budgets and capital expenditure plans of the Company and its Subsidiaries.
- Quarterly results and results of operations of the Subsidiaries.
- Financing plans of the Company.
- Minutes of the Meetings of the Board and Committees of the Board.
- Minutes of the Board Meetings of the Subsidiaries.
- Details of potential acquisitions or collaboration agreement, if any.
- Material default, if any, in the financial obligations to and by the Company or substantial non-payment for services rendered, if any.
- Any issue, which involves possible public liability claims of substantial nature, including any judgment or order, if any, which may have strictures on the conduct of the Company.

- Developments in respect of human resources.
- Non-compliance of any regulatory, statutory nature or listing requirements and investor service such as non-payment of dividend, delay in share transfer, etc., if any.

Board Meetings held during the year:

During the Financial Year ("FY") 2023-24, the Board met 4 (Four) times i.e. on April 27, 2023, July 27, 2023, November 01, 2023 and January 24, 2024. The maximum gap between any two Meetings was not more than 120 (One Hundred and Twenty) days. The required quorum was present at all the above Meetings. The Meetings of the Board are generally held at the Registered Office of the Company.

Attendance & Other details:

The attendance of the Members of the Board at the Meetings held during the FY 2023-24, at the previous Annual General Meeting ("AGM") held on July 11, 2023 and also the number of other Directorships and Memberships/Chairpersonship of the Committees held by them as on March 31, 2024 are as follows:

Name of the Director	Category	DIN	Board Meetings		Attendance at the previous AGM	Number of Directorships and Committee Membership/ Chairpersonship (including in Company)			No. of Independent Directorships ⁽³⁾ (including in Company)
			No. of Meetings held during the year	No. of Meetings attended		Directorship ⁽¹⁾	Member ⁽²⁾	Chairperson ⁽²⁾	
Mr. Raamdeo Agarawal	P, C & NED	00024533	4	4	Present	7	3	2	-
Mr. Motilal Oswal	P, MD & CEO	00024503	4	4	Present	5	3	-	-
Mr. Navin Agarwal ⁽⁴⁾	NED	00024561	4	4	Present	5	1	-	-
Mr. Ajay Menon	WTD	00024589	4	4	Present	4	-	-	-
Mr. Rajat Rajgarhia	WTD	07682114	4	4	Present	3	-	-	-
Mr. Chitradurga Narasimha Murthy (Mr. C. N. Murthy)	ID	00057222	4	4	Present	1	1	-	1
Mr. Chandrashekhar Karnik	ID	00003874	4	4	No	1	2	-	1
Mr. Pankaj Bhansali	ID	03154793	4	4	Present	5	1	1	1
Mrs. Divya Momaya	ID	00365757	4	4	Present	6	8	3	3
Mrs. Swanubhuti Jain	ID	09006117	4	4	Present	4	2	-	3

P – Promoter, C – Chairperson, MD & CEO – Managing Director & Chief Executive Officer, WTD – Whole-time Director, NED – Non-Executive Director and ID – Independent Director

Notes:

⁽¹⁾Section 8 Companies are excluded.

⁽²⁾Memberships include Chairpersonship. Only Memberships of the Audit Committee and Stakeholders Relationship Committee are considered. This includes Memberships in deemed public company.

⁽³⁾Only Equity listed companies are considered.

⁽⁴⁾Change in Designation from Non-Executive Director to Executive Director and appointed as Managing Director w.e.f. April 26, 2024 subject to the approval of the Members of the Company.

- ★ None of the Directors on the Board are Member of more than 10 (Ten) Committees and Chairperson of more than 5 (Five) Committees across all listed entities in which they hold Directorship.
- ★ None of the Independent Directors hold office as an Independent Director in more than 7 (Seven) Equity listed companies.
- ★ Further, no Executive Director of the Company is serving as an Independent Director in any company.

Details of Directorship in Listed Entities as on March 31, 2024:

The details of Directorship held by Directors of the Company in other listed entities as on March 31, 2024 are as follows:

Sr. No.	Name of the Director	Name of the Listed Entity ⁽¹⁾	Category of Directorship
1.	Mrs. Divya Momaya	GTPL Hathway Limited	Independent Director
2.	Mrs. Divya Momaya	Blue Jet Healthcare Limited	Independent Director
3.	Mrs. Swanubhuti Jain	Allied Digital Services Limited	Independent Director
4.	Mrs. Swanubhuti Jain	Arihant Capital Markets Limited	Independent Director

⁽¹⁾Only Equity listed entities are considered.

Meeting of Independent Directors:

Section 149(8) read with Schedule IV of the Act requires the Independent Directors of the Company to hold at least 1 (One) Meeting in a FY, without the attendance of Non-Independent Directors and members of management. Accordingly, the Independent Directors of the Company met on April 27, 2023 during the year under review, pursuant to the provisions of the Act and Listing Regulations. The Chairperson of aforesaid Meeting of Independent Directors was Mr. C. N. Murthy.

Further, Meeting of Independent Directors was also held on July 27, 2023 to consider and recommend the Scheme of Arrangement between group entities and issue Report thereon. Mr. C. N. Murthy acted as Lead Independent Director at this Meeting.

Familiarisation programmes for Independent Directors:

The Company has an orientation process/familiarization program for its Directors (including Independent Directors), which includes sessions on various business and functional matters and strategy sessions. The Company ensures induction and training programs are conducted for newly appointed Directors.

The Company has familiarised the Independent Directors of the Company with Programmes which aims to provide them in depth insight and understanding of the businesses and operations of the Company and its Subsidiaries, which enables and assists them in performing their role as Independent Directors of the Company. The Details of the familiarisation programmes imparted to the Independent Directors has been disclosed on the website of the Company at: https://www.motilaloswalgroup.com/Downloads/IR/2058359850Familiarization-Programmes-for-Independent-Director_2024.pdf.

Directors and Officers Insurance ('D&O'):

In line with the requirements of Regulation 25(10) of the Listing Regulations, the Company has taken D&O Insurance for all its Directors and Officers for such quantum and risk as determined by the Company.

Matrix setting out the skills/expertise/competence of the Board:

The following is the list of core skills/expertise/competencies possessed by the Board which are essential for the functioning of the Company in an effective manner:

Sr. No.	Name of the Directors	Skills/Expertise/Competences						
		Business & Industry	Leadership & Human Resource	Finance	Risk	Legal, Compliance & Governance	Marketing & Sales	Digital & Information Technology
1.	Mr. Raamdeo Agarawal	√	√	√	√	√	√	
2.	Mr. Motilal Oswal	√	√	√	√	√	√	√
3.	Mr. Navin Agarwal	√	√	√	√	√	√	√
4.	Mr. Ajay Menon	√		√	√	√	√	√
5.	Mr. Rajat Rajgarhia	√		√	√	√	√	√
6.	Mr. C. N. Murthy	√	√	√		√	√	
7.	Mr. Chandrashekhar Karnik	√	√	√		√	√	
8.	Mr. Pankaj Bhansali	√		√	√	√	√	
9.	Mrs. Divya Momaya	√		√	√	√	√	√
10.	Mrs. Swanubhuti Jain	√		√		√	√	√

Senior Management Personnel

The Senior Management comprises the leadership team, consisting of core management members and functional heads. As of March 31, 2024, the following individuals served as Senior Management Personnel ("SMP") of the Company:

Sr. No.	Name	Designation
1.	Mr. Sukesh Bhowal	MD & CEO, Home Finance Business
2.	Mr. Vishal Tulsyan	MD & CEO, Private Equity Business
3.	Mr. Ashish Shanker	MD & CEO, Private Wealth Business
4.	Mr. Amit Ramchandani	MD & CEO, Investment Banking Business
5.	Mr. Harsh Joshi	Whole-time Director - Motilal Oswal Finvest Limited
6.	Mr. Niren Srivastava	Group Chief Human Resources Officer
7.	Mr. Pankaj Purohit	Group Head, Information Technology
8.	Mrs. Rohini Kute	Head, Corporate Communication
9.	Mr. Shalibhadra Shah	Group Chief Financial Officer
10.	Mr. Kailash Purohit	Group Company Secretary & Compliance Officer

MD & CEO – Managing Director & Chief Executive Officer

During the FY 2023–24, Mr. Amit Ramchandani, Managing Director & Chief Executive Officer ('MD & CEO') of the Investment Banking ('IB') Business of Motilal Oswal Investment Advisors Limited ("MOIAL"), a Wholly-Owned Subsidiary of the Company designated as SMP of the Company in place of Mr. Abhijit Tare w.e.f. January 24, 2024.

Subsequent to the financial year ended March 31, 2024, following were the changes in SMP:

- Mr. Prateek Agrawal, MD & CEO of Motilal Oswal Asset Management Company Limited ("MOAMC"), a Material Subsidiary, designated as SMP of the Company w.e.f. April 26, 2024.
- Mr. Sandeep Walunj, Group Chief Marketing Officer, designated as SMP of the Company in place of

Mrs. Rohini Kute, Head - Corporate Communication w.e.f. April 26, 2024.

Committees of the Board:

With a view to have a more focused attention on the business and for better governance and accountability, the Board has constituted including but not limited to various below mentioned Committees under the Act and Listing Regulations for compliance and/or administrative purpose. All decisions pertaining to the constitution of the Committees, appointment of members and fixing of terms of reference for the Committee is taken by the Board. The Committees make specific recommendations to the Board on various matters whenever required. All observations, recommendations and decisions of the Committees

are placed before the Board for information or approval:

- 1) Audit Committee
- 2) Nomination and Remuneration Committee
- 3) Stakeholders Relationship Committee
- 4) Corporate Social Responsibility Committee
- 5) Risk Management Committee
- 6) Finance Committee
- 7) Business Responsibility & Sustainability Committee
- 8) Information Technology Committee
- 9) Cybersecurity Committee

1) **Audit Committee**

The terms of reference of the Committee are as follows:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement are correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Act;
 - b. Changes, if any, in accounting policies and practices and reasons for the same;
 - c. Major accounting entries involving estimates based on the exercise of judgment by management;
 - d. Significant adjustments made in the financial statements arising out of audit findings;
 - e. Compliance with listing and other legal requirements relating to financial statements;
 - f. Disclosure of any related party transactions; and
 - g. Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

18. To review the functioning of the Whistle Blower Mechanism/Vigil Mechanism;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. To review the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding ₹100 crore or 10% of the asset size of the subsidiary.

Composition, Meetings and Attendance:

During the FY 2023-24, the Audit Committee met 4 (Four) times i.e. on April 27, 2023, July 27, 2023, November 01, 2023 and January 24, 2024. The maximum gap between any two Meetings was not more than 120 (One Hundred and Twenty) days. The details of the Composition of the Committee, number of Meetings held and the attendance of the Members are given herein below:

Name of the Member	Category	Designation in the Committee	No. of Meetings	
			Held	Attended
Mr. Pankaj Bhansali	ID	Chairperson	4	4
Mr. C. N. Murthy	ID	Member	4	4
Mr. Chandrashekhar Karnik	ID	Member	4	4
Mrs. Divya Momaya	ID	Member	4	3

Internal Auditors and Statutory Auditors are permanent invitees to the Audit Committee Meetings. The Internal Auditor reports directly to the Audit Committee.

2) Nomination and Remuneration Committee

The terms of reference of the Committee are as follows:

1. Formulate criteria to qualify individuals who may become Director or who may be appointed in senior management level of the Company and recommend to the Board of such appointments and removal;
2. Carry out performance evaluation of all Directors;
3. Formulate the criteria for determining qualifications, positive attributes and independence of a Director;
4. Recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees. The policy shall be referred as Nomination and Remuneration policy;
5. To decide on the commission payable to the Directors within the prescribed limit and as approved by the shareholders of the Company;
6. To devise the policy on Board's diversity;
7. To formulate, implement and administer Employee Stock Option Scheme(s) of the Company and grant stock options to the employees;
8. To recommend to the Board, all remuneration, in whatever form, payable to Senior Management;
9. To decide whether to extend or continue the term of appointment of the independent director on the basis of report of performance evaluation of independent director;
10. To evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director, in case of appointment of an Independent Director;
11. To confirm that compensation payable to Research Analyst(s) are not determined or based on any specific merchant banking or investment banking or brokerage services transaction and approve the said compensation payable to Research Analyst(s); and
12. To carry out any other function as mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable and such other powers to be exercised by the NRC pursuant to circulars, notifications issued by Statutory & Regulatory authorities from time to time.

Composition, Meetings and Attendance:

During the FY 2023-24, the Committee met 4 (Four) times i.e. on April 27, 2023, July 27, 2023, November 01, 2023 and January 24, 2024. The details of the Composition of the Committee, number of Meetings held and the attendance of the Members are given herein below:

Name of the Member	Category	Designation in the Committee	No. of Meetings	
			Held	Attended
Mr. C. N. Murthy	ID	Chairperson	4	4
Mr. Chandrashekhkar Karnik	ID	Member	4	4
Mr. Pankaj Bhansali	ID	Member	4	4
Mrs. Divya Momaya	ID	Member	4	3

Nomination and Remuneration Policy:

The success of the organization in achieving good performance and good governing practice depends on its ability to attract and retain individuals with requisite knowledge and excellence as Executive and Non-Executive Directors. With this objective, the Board and Nomination and Remuneration Committee ("NRC") decides on the appointment and remuneration to be paid to the Non-Executive Directors.

While deciding on the remuneration to the Directors, the Board and NRC considers the performance of the Company, the current trends in the industry, the qualifications of the appointee, his experience, level of responsibility, past performance and other relevant factors.

The Board and NRC carry the performance evaluation of the Directors. Accordingly, on the basis of the report of the performance evaluation of Directors including Independent Directors, the Company decides whether to extend or continue the term of appointment of the Independent Directors. The criteria of performance evaluation of Directors include the effectiveness in decision making, effectively facilitates the Board Meeting, demonstrating knowledge, etc.

The Nomination and Remuneration Policy ("the Policy") of the Company including the criteria for making payments to Directors including Non-Executive Directors, Key Managerial Personnel ("KMP") and SMP is uploaded on the Website of the Company at <https://www.motilaloswalgroup.com/Downloads/IR/101791301707.-MOFSL-Nomination-and-Remuneration-Policy.pdf>

Performance Evaluation:

In terms of provisions of the Act read with Rules made thereunder and Regulation 17 & 19 of the Listing Regulations, the Board, on recommendation of the NRC, have evaluated the effectiveness of the Board. Accordingly, the performance evaluation of the Board, each Director and the Committees was carried out for the financial year ended March 31, 2024. The evaluation of the Directors was based on various aspects which, inter alia, included the level of participation in the Board Meetings, inputs provided to executive management on matters of strategic importance, familiarization with the business of the Company and its Subsidiaries, etc.

Remuneration to Directors:

Mr. Motilal Oswal, Mr. Raamdeo Agarawal and Motilal Oswal Family Trust are the Promoters of the Company.

Mr. Motilal Oswal, Managing Director & Chief Executive Officer ("MD & CEO"), Mr. Ajay Menon, and Mr. Rajat Rajgarhia, Whole-time Directors ("WTDs"), draw remuneration from the Company. Apart from the reimbursement of expenses incurred in discharge of their duties, the sitting fees and commission that the Independent Directors are entitled to receive under the Act, none of the Independent Directors have any other material pecuniary relationship or transactions with the Company, its Promoters, Directors, Management, Subsidiary Companies and Associate Companies which would affect their independence.

Remuneration to the Executive Directors

(Amount in ₹)

Name of the Director	Mr. Motilal Oswal	Mr. Ajay Menon	Mr. Rajat Rajgarhia
Category	MD & CEO	WTD	WTD
Salary ⁽¹⁾	2,40,00,000	1,48,32,600	1,76,16,001
Variable Pay	-	14,00,00,000	7,28,00,000
Perquisites ⁽²⁾			
ESOP	-	99,71,500	5,41,600
Others	-	10,000	10,000
Total	2,40,00,000	16,48,14,100	9,09,67,601
No. of Stock Options granted ⁽³⁾	-	-	-
Term of Service Contract	5 years from January 18, 2021	5 years from August 21, 2023	5 years from July 31, 2020
Notice period	90 days	90 days	90 days
Severance Fees	Not Applicable	Not Applicable	Not Applicable

⁽¹⁾Based on the policy formulated by the NRC and approved by the Board.

⁽²⁾In accordance with the definition of perquisites under the Income Tax Act, 1961, the remuneration includes the value of stock incentives only on those that have been exercised during the FY 2023-24.

⁽³⁾No Stock Options were granted during the FY 2023-24.

- The aforesaid Managerial remuneration does not include Provision for Gratuity and Insurance Premiums for medical and life.
- The Executive Directors are provided with various benefits including reimbursement of expenses, leave travel concession, etc.
- None of the Executive Directors of the Company have received the Pension and Severance Fees from the Company. Also, the Company has not entered into the service contracts and there is no provision of notice period in the Company for Directors.

Remuneration paid to Non-Executive Directors:

The Independent Directors are paid the sitting fees of ₹40,000/- for every Meeting of the Board and ₹20,000/- for every Meeting of the Committees of the Board attended by them.

The Members of the Company at the AGM held on July 11, 2022 approved the payment of Commission up to an amount not exceeding 1% (One Percent) of the Net Profits of the Company computed in accordance with the provisions of Section 198 and other applicable provisions of the Act, to Independent Directors of the Company for period of five years i.e. from FY 2022-23 till FY 2026-27.

The Board at its Meeting held on April 26, 2024 has on recommendation of the NRC, approved the payment of Commission of ₹10,00,000/- each to Mr. Chandrashekhar Karnik, Mr. C. N. Murthy, Mr. Pankaj Bhansali, Mrs. Divya Momaya and Mrs. Swanubhuti Jain, Independent Directors of the Company for the FY 2023-24.

Mr. Raamdeo Agarawal, Non-Executive Chairman of the Company is not paid any sitting fees for attending Board and Committee Meetings. However, pursuant to the recommendation of the NRC, the Board at its Meeting held on July 31, 2019 has approved the payment of remuneration of ₹12,00,000/- per annum by way of monthly commission of ₹1,00,000/- to Mr. Raamdeo Agarawal, Non-Executive Chairman of Company. Mr. Navin Agarwal, Non-Executive Director of the Company is in Whole-time employment of MOAMC, a Material Subsidiary of the Company, and draws remuneration from MOAMC. Also, Mr. Navin Agrawal is not paid any sitting fees for attending Board and Committee Meetings.

Details of the sitting fees & commission paid to Non-Executive Directors for the FY 2023-24 are given herein below:

(Amount in ₹)

Name of the Director	Category	Sitting Fees for Board Meeting	Sitting Fees for Committee Meeting	Commission	Total
Mr. Raamdeo Agarawal	C & NED	-	-	12,00,000	12,00,000
Mr. C. N. Murthy	ID	1,60,000	2,00,000	10,00,000	13,60,000
Mr. Chandrashekhar Karnik	ID	1,60,000	2,00,000	10,00,000	13,60,000
Mr. Pankaj Bhansali	ID	1,60,000	2,00,000	10,00,000	13,60,000
Mrs. Divya Momaya	ID	1,60,000	1,20,000	10,00,000	12,80,000
Mrs. Swanubhuti Jain	ID	1,60,000	-	10,00,000	11,60,000
Total		8,00,000	7,20,000	62,00,000	77,20,000

In accordance with the provisions of the Act and Listing Regulations, Independent Directors are not eligible for any Stock Options.

Except mentioned above, there was no other pecuniary relationship or transactions of Non-Executive Directors with the Company during the FY 2023-24. The Company has not granted any Stock Options to its Non-Executive Directors.

Shares held by the Non-Executive Directors

The details of the Equity Shares of the Company held by the Non-Executive Directors as on March 31, 2024 is given herein below:

Name of the Director	Category	No. of Equity Shares held
Mr. Raamdeo Agarawal	NED	4,00,82,015
Mr. Navin Agrawal ⁽ⁱ⁾	NED	76,35,072
Mr. C. N. Murthy	ID	Nil
Mr. Chandrashekhar Karnik	ID	Nil
Mr. Pankaj Bhansali	ID	Nil
Mrs. Divya Momaya	ID	Nil
Mrs. Swanubhuti Jain	ID	Nil
Total		4,77,17,087

⁽ⁱ⁾Change in Designation from Non-Executive Director to Executive Director and appointed as Managing Director w.e.f. April 26, 2024 subject to the approval of the Members of the Company.

3) Stakeholders Relationship Committee

The terms of reference of the Committee are as follows:

- To address requests/resolve grievances of security holders including complaints related to transfer/transmission of securities, non-receipt of balance sheet, non-receipt of declared dividends/interests, issue of new/duplicate certificates, general meetings etc.;
- To monitor and transfer the amounts/shares transferable to the Investor Education and Protection Fund ("IEPF");
- To approve transfer/transmissions of securities;
- Taking decision on waiver of requirement of obtaining the Succession Certificate/Probate of Will on case to case basis;
- To address the remat/demat requests of security holders for rematerialisation/dematerialisation of securities;
- To issue duplicate share/debenture certificate(s) reported lost, defaced or destroyed as per the laid down procedure and to resolve the grievances of security holders of the Company;
- Attending to complaints of security holders routed by SEBI (SCORES)/Stock Exchanges or any other Regulatory Authorities;
- Specifically look into the various aspects of interest of shareholders, debenture holders and other security holders;
- Review of measures taken for effective exercise of voting rights by shareholders;
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent;
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company; and
- Any other matters that can facilitate better investor services and relations.

Composition, Meetings and Attendance:

During the FY 2023-24, the Committee met twice i.e. on April 27, 2023 and November 01, 2023. The details of the Composition of the Committee, number of Meetings held and the attendance of the Members are given herein below:

Name of the Member	Category	Designation in the Committee	No. of Meetings	
			Held	Attended
Mr. Raamdeo Agarawal	C & NED	Chairperson	2	2
Mr. Motilal Oswal	MD & CEO	Member	2	2
Mr. Navin Agarwal ⁽ⁱ⁾	NED	Member	2	2
Mr. Chandrashekhar Karnik	ID	Member	2	2

⁽ⁱ⁾Change in Designation from Non-Executive Director to Executive Director and appointed as Managing Director w.e.f. April 26, 2024 subject to the approval of the Members of the Company.

The Committee meets as and when required, to deal with the investor related matters.

Details of Compliance Officer

Mr. Kailash Purohit, Company Secretary, is the Compliance Officer of the Company.

Contacts details: Motilal Oswal Financial Services Limited, Motilal Oswal Tower, Rahimtullah Sayani Road, Opp. Parel ST Depot, Prabhadevi, Mumbai - 400 025.

Tel.: +91 22 7193 4200, E-mail: corpsec@motilaloswal.com

Details of queries and grievances received and attended by the Company during the FY 2023-24 are given herein below:

Sr. No.	Nature of Complaint	Pending as on April 1, 2023	Received during the year	Disposed-off during the year	Pending as on March 31, 2024
i.	SEBI/Stock Exchange Complaints	0	9 ⁽ⁱ⁾	9 ⁽ⁱ⁾	0
ii.	Non-receipt of Dividend/Interest	0	0	0	0
iii.	Non-receipt of Share Certificate	0	0	0	0
iv.	Non-receipt of Annual Report	0	0	0	0
v.	Others	0	0	0	0
	Total	0	9	9	0

⁽ⁱ⁾the Company had received 9 Complaints through SCORES/Smart ODR, all being pertaining to business operations of the Company. The Company has replied to the said Complaints appropriately.

SEBI Complaints Redress System (SCORES)

The Securities and Exchange Board of India ("SEBI") administers a centralised web based complaints redress system ("SCORES"). It enables investors to lodge and follow up complaints and track the status of redressal online on the website at <https://scores.sebi.gov.in>. Further, the SEBI has also introduced a common Online Dispute Resolution Portal ("ODR Portal") vide its Circular bearing reference no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023. The Company has registered itself on the SCORES and ODR Portal in order to enable the investors to raise their concern/dispute/complaint against the market intermediaries and listed companies. All the activities starting from lodging of a complaint till its disposal are carried online in an automated environment and the status of every complaint can be viewed online at any time. The Company endeavors to resolve all investor complaints received through SCORES and ODR Portal.

All complaints have been redressed to the satisfaction of the investors and none of them were pending as on March 31, 2024.

Launch of SWAYAM by RTA of the Company

Pursuant to the SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72 dated June 08, 2023, our Registrar and Share Transfer Agent ("RTA") i.e. Link Intime India Private Limited has introduced 'SWAYAM' application. 'SWAYAM' is a secure, user-friendly web-based application developed by our RTA that empowers investors to effortlessly access various services. We request investors to get registered and have first-hand experience of the portal.

This application can be accessed at <https://swayam.linkintime.co.in> for:

- Effective Resolution of Service Request – Generate and Track Service Requests/Complaints through SWAYAM.
- Features – A user-friendly GUI.
- Track Corporate Actions like Dividend/Interest/Bonus/split.
- PAN-based investments – Provides access to PAN linked accounts, Company wise holdings and security valuations.
- Effortlessly Raise request for Unpaid Amounts.
- Self-service portal – for securities held in demat mode and physical securities, whose folios are KYC compliant.
- Statements – View entire holdings and status of corporate benefits.
- Two-factor authentication (2FA) at Login – Enhances security for investors.

4) Corporate Social Responsibility Committee

The terms of reference of the Committee are as follows:

1. Formulate and recommend to the Board, a Corporate Social Responsibility (“CSR”) Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act;
2. Recommend the amount of expenditure to be incurred on the activities referred to in Clause (1);
3. Monitor the Corporate Social Responsibility Policy of the Company from time to time;
4. Update the Board on the implementation of various programmes and initiatives;
5. Formulate and recommend to the Board for its approval, an annual action plan in pursuance to the CSR policy;
6. Such other powers to be exercised by the CSRC pursuant to circulars, notifications issued by Statutory & Regulatory Authorities from time to time.

Composition, Meetings and Attendance:

During the FY 2023-24, the Committee met twice i.e. on April 27, 2023 and November 01, 2023. The details of the Composition of the Committee, number of Meetings held and the attendance of the Members are given herein below:

Name of the Member	Category	Designation in the Committee	No. of Meetings	
			Held	Attended
Mr. Motilal Oswal	MD & CEO	Chairperson	2	2
Mr. Raamdeo Agarawal	C & NED	Member	2	2
Mr. C. N. Murthy	ID	Member	2	2

The CSR Policy devised in accordance with Section 135 of the Act and the details about the CSR Policy and initiatives & activities undertaken by the Company on CSR during the FY 2023-24 is annexed as “Annexure 4” to the Board’s Report.

5) Risk Management Committee

The Company has a well-defined risk management framework in place and Risk Management Committee which ensures that the management controls risks through means of a properly defined framework. In addition, the Board has formulated and adopted a risk management policy. The risk management framework adopted by the Company is discussed in the Management Discussion and Analysis Report forming part of the Annual Report. The Board assesses the risk and the procedures being followed by the Company and steps taken by it to mitigate these risks.

The terms of reference of the Committee are as follows:

1. Reviewing and approving the risk management policy and associated framework, processes and practices of the Company in terms of circulars/notifications issued by Securities and Exchange Board of India (“SEBI”), Insurance Regulatory and Development Authority of India (“IRDA”) or such other regulatory/statutory authorities from time to time;

2. Ensuring the appropriateness of the Company in taking measures to achieve prudent balance between risk and reward in both ongoing and new business activities;
3. Evaluating significant risk exposure of the Company and assessing Management's action to mitigate/ manage the exposure in timely manner;
4. Laying down the risk tolerance limits and Monitoring risk exposures at periodic intervals;
5. Reporting to the Board on periodical basis;
6. Assist the Board in effective operation of risk management system by performing specialized analysis and quality reviews;
7. Maintaining a group-wise and aggregated view on the risk profile of the Company in addition to the solo and individual risk profile;
8. Reviewing, investigating the instances reported for unethical behavior of employees or Senior Management Officials and taking suitable disciplinary action against such employees.
9. Overseeing and Identifying the wilful defaulters;
10. Monitoring and Reviewing of the Risk Management Plan including Cyber Security.
11. Carrying out such other responsibility as may be provided under SEBI Circular for enhanced obligations and responsibilities on Qualified Stock Brokers (QSBs) and other Circulars and Notifications issued by SEBI from time to time.
12. Carrying out such other activities/actionables pertaining to various businesses/licenses of the Company as may be required from time to time by SEBI, IRDA, Depositories, Stock Exchange(s) and other regulatory authorities and to carry out such other incidental & ancillary matters.

Composition, Meetings and Attendance:

During the FY 2023-24, the Committee met twice i.e. on July 13, 2023 and November 01, 2023. The details of the Composition of the Committee, number of Meetings held and the attendance of the Members are given herein below:

Name of the Member	Category	Designation in the Committee	No. of Meetings	
			Held	Attended
Mr. Motilal Oswal	MD & CEO	Chairperson	2	2
Mr. Navin Agarwal ⁽¹⁾	NED	Member	2	2
Mr. Ajay Menon	WTD	Member	2	2
Mr. Pankaj Bhansali	ID	Member	2	2
Mr. Shalibhadra Shah	CFO	Member	2	2
Mr. Nilesh Gokral ⁽²⁾	CRO	Member	2	2
Mr. Neeraj Agarwal ⁽³⁾	CCO	Member	2	1

CFO - Chief Financial Officer, CRO - Chief Risk Officer and CCO - Chief Compliance Officer

⁽¹⁾Change in Designation from Non-Executive Director to Executive Director and appointed as Managing Director w.e.f. April 26, 2024 subject to the approval of the Members of the Company.

⁽²⁾Appointed as Member w.e.f. April 27, 2023.

⁽³⁾Appointed as Member w.e.f. July 27, 2023.

6) Finance Committee

The terms of reference of the Committee are as follows:

- 1) To review, evaluate and approve the Investments to be made by the Company;
- 2) To borrow monies from Banks, financial institution, Body Corporate(s) or any other person for funding capital requirement of the Company and its subsidiaries, the amount outstanding at any point of time not exceeding the overall limit of ₹20,000 Crore;

- 3) To create Pledge/hypothecate/mortgage and/or charge on both movable and immovable assets not exceeding the overall limit of ₹10,000 Crore;
- 4) To provide loans to any Body Corporate/ Person not exceeding the overall limit of ₹4,500 Crore and/or give guarantee or provide security in connection to loan to any other body corporate or person not exceeding ₹500 Crore;
- 5) Allotment of Shares, Debentures and other securities;
- 6) Acquisition by way of subscription, purchase of otherwise the securities of any body corporate including investment in private equity funds and real estate funds not exceeding overall limits of ₹4,000 Crore;
- 7) Affix common seal of the Company on instruments or deeds or on any document(s) as may be required in the manner provided in the respective Board or Committee Resolution;
- 8) Investments, Deployment, Liquidation and re-deployment of surplus funds of the Company, temporary or otherwise, from time to time, in units of mutual fund schemes, units of liquid funds, and investment in any other marketable/financial instrument/securities and any other instrument traded on the Stock Exchange(s) and Commodity Exchange(s) from time to time, the amount to be invested at any point of time not exceeding ₹10,500 Crore subject to the applicable provisions of the Companies Act, 2013;
- 9) To sign and execute all forms and other documents for the foregoing purposes and to do all such acts as may be ancillary or incidental to the foregoing purposes;
- 10) Review and monitoring of the business policies and operational decisions as set by the Board, from time to time;
- 11) Supervision and review of the performance of various operational activities on an ongoing basis;
- 12) Authorise negotiations and arrangements for operational and administrative requirements;
- 13) Opening and closing current/cash credit/ overdraft/fixed deposit or other accounts including depository accounts with any scheduled bank and/or depository participant, authorize the officials of the Company to operate the same and to vary the existing authorization in respect of these accounts;
- 14) Issue of Power of Attorneys/Delegation Letter to the Officials of the Company;
- 15) Execute, sign, certify any agreement, MOU, undertaking, document, deed and other writings in relation to the day-to-day matters;
- 16) Authorise Officials of the Company to initiate legal action, sign documents/deeds/ undertakings and other writings and represent the Company in litigation and settle any legal disputes in connections with any legal proceedings by or against the Company;
- 17) Registration, renewal/continuation of registration and continuing compliance and observance of various provisions of Shops & Establishment, Sales Tax, Service Tax, Professional tax, Goods and Services Tax, and such other legislations and rules, regulations and directions made or issued there under;
- 18) To undertake all activities to act as sponsor and to decide quantum of investment and/or commitment in these funds, schemes, trusts and to do all such acts, deeds, and things as may be necessary in this regard;
- 19) Grant of authority to avail online payment gateway facility;
- 20) To take decisions with respect to matters of acquisition, disposal and utilization of premises (by way of sale, purchase, lease, leave & license or otherwise) for and on behalf of the Company;
- 21) To acquire broking & distribution business and other businesses of various entities for an aggregate consideration of ₹25 Crore and to sign, file and submit documents for obtaining regulatory approvals, if any, in this regard and carry out such other incidental & ancillary matters;
- 22) To carry out all the activities/actionables pertaining to various businesses/licenses of the Company including submitting various reports, declarations, certifications, undertakings and such other documents as may be required from time to time by the Depositories, Stock Exchange(s) and other regulatory authorities and to carry out such other incidental & ancillary matters.
- 23) Any other incidental or other matter in the ordinary course of business, including delegation of powers for routine matters, and/or may be delegated by the Board, from time to time.

Composition:

The details of the Composition of the Committee are given herein below:

Name of the Member	Category	Designation in the Committee
Mr. Motilal Oswal	MD & CEO	Chairperson
Mr. Raamdeo Agarawal	C & NED	Member
Mr. Navin Agarwal ⁽¹⁾	NED	Member
Mr. Ajay Menon	WTD	Member

⁽¹⁾Change in Designation from Non-Executive Director to Executive Director and appointed as Managing Director w.e.f. April 26, 2024 subject to the approval of the Members of the Company.

7) Business Responsibility & Sustainability Committee**The terms of reference of the Committee are as follows:**

1. Frame and overview policies pertaining to principles of Business Responsibility & Sustainability Reporting, as may be required from time to time.
2. Decision making on sustainability related issues.
3. Review of National Guidelines on Responsible Business Conduct (NGRBCs) by the Committee.
4. Overview and recommend the Business Responsibility/Business Responsibility & Sustainability Report to the Board.
5. Oversee the implementation of the BRSR Guidelines.
6. Undertake various Environment, Social and Governance (ESG) initiatives.
7. Such other powers to be exercised by BRSC pursuant to circulars, notifications issued by Statutory & Regulatory Authorities from time to time.

Composition:

The details of the Composition of the Committee are given herein below:

Name of the Member	Category	Designation in the Committee
Mr. Motilal Oswal	MD & CEO	Chairperson
Mr. Navin Agarwal ⁽¹⁾	NED	Member
Mr. Niren Srivastava ⁽²⁾	CHRO	Member
Mr. Shalibhadra Shah	CFO	Member

CHRO - Chief Human Resource Officer

⁽¹⁾Change in Designation from Non-Executive Director to Executive Director and appointed as Managing Director w.e.f. April 26, 2024 subject to the approval of the Members of the Company.

⁽²⁾Appointed as Member w.e.f. November 01, 2023.

8) Information Technology Committee

The Information Technology Committee was constituted as Technology Committee by the Board at their Meeting held on May 11, 2019 and further, its nomenclature was changed to "Information Technology and Cybersecurity Committee" ("ITCC") by the Board at its Meeting held on April 27, 2023. However, the Board at its Meeting held on November 01, 2023, segregated the ITCC into Information Technology Committee and Cybersecurity Committee.

The terms of reference of the Committee are as follows:

1. Devise a comprehensive Information Technology Policy Framework which includes:
 - a. Standard procedures for capacity monitoring and planning to ensure regular upgradation of infrastructure and technology.
 - b. Clearly defined roles, designations, and responsibilities across the Information Technology Team.
 - c. Standard change management/incident management procedures.
 - d. Ensure Information Technology Infrastructure Library framework (ITIL) for effectively managing IT services.
 - e. Ensure robust process with scale on-demand capability.

- f. Ensure provision for distribution of services across multiple vendors to reduce dependency on single or few vendors.
2. Devise of policy framework for upgradation of infrastructure and technology from time to time to ensure smooth functioning and scalability for delivering services to investors at all times.
3. Review the policy framework for upgradation of infrastructure and technology.
4. Ensure/maintain adequate technical capacity to process 2 times the peak transaction load encountered during the preceding half year.
5. Fulfill all other requirements as specified by SEBI/MIs from time to time.
6. Monitor peak load in 'Critical Systems' including the trading applications, servers, and network architecture.

Composition:

The details of the Composition of the Committee are given herein below:

Name of the Member	Category	Designation in the Committee
Mr. Pankaj Purohit	Head - Information Technology (IT)	Chairperson
Mr. Chandrashekar Chettiar	Chief Information Security Officer	Member
Mr. Sehul Shah	Senior Group Vice President, IT Infrastructure	Member
Mr. Hemanshu Siria	Executive Group Vice President, Business IT	Member
Mr. Shishupal Rathore	Senior Group Vice President, Business IT	Member
Mr. Paras Kumar Jain	Senior Group Vice President, Head – Tech Research	Member

9) Cybersecurity Committee

The terms of reference of the Committee are as follows:

1. Designing, Implementing and Review cyber security framework.
2. Identification of dedicated team of security analysts, potentially encompassing domain experts in cyber security, resilience, network security, and data security.
3. Ensure focus on enhanced obligations and responsibilities for Qualified Stock Brokers.
4. Continuous vulnerability assessments and penetration tests of cyber threats to identify security vulnerabilities.
5. Device and review comprehensive Business Continuity Plan to minimize the incidents affecting business continuity.
6. Reviewing handling cyber-attacks and device a mechanisms and standard operating procedures to meet the stipulated Recovery Time Objective (RTO).
7. Devising procedures for resuming operations from the Disaster Recovery site.
8. Ensure Disaster Recovery drills or live trading from the Disaster Recovery from time to time.
9. Ensure systems audit on a half-yearly basis by a CERT-IN empanelled auditor.

Composition:

The details of the Composition of the Committee are given herein below:

Name of the Member	Category	Designation in the Committee
Mr. Pankaj Purohit	Head - Information Technology (IT)	Chairperson
Mr. Chandrashekar Chettiar	Chief Information Security Officer	Member
Mr. Sehul Shah	Senior Group Vice President, IT Infrastructure	Member
Mr. Atul Sashittal	Representative of Eduvanz Financing Pvt. Ltd.	Member
Mr. Nilesh Gokral	Executive Group Vice President, Operation	Member

Policy on Prevention of Sexual Harassment of Women at Workplace

The Company values the dignity of individuals and strives to provide a safe and respectable work environment to all its employees. The Company is committed to provide an environment, which is free of discrimination, intimidation and abuse. The Company believes that it is the responsibility of the organisation to protect the integrity and dignity of its women employees and also to avoid conflicts and disruptions in the work environment due to such cases. The Company has adopted a 'Policy on Prevention of Sexual Harassment at Workplace' as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and an Internal Complaints Committee has also been set up to redress complaints received regarding sexual harassment. As per the policy, any women employee may report her complaint to the Committee on designated email id POSHComplaint@motilaloswal.com. We affirm that adequate access was provided to any complainant who wish to register a complaint under the policy

Sr. No.	Category	No. of Complaints			
		Pending as on April 01, 2023	filed during the year	Disposed-off during the year	Pending as on end March 31, 2024
1.	Sexual Harassment	0	4	4	0
2.	Discriminatory employment	0	0	0	0

Management Discussion and Analysis

The Annual Report has a detailed chapter on Management Discussion and Analysis.

General Body Meetings

The details of the Annual General Meetings held during past three years are given herein below:

No.	Date	Venue	Time	Special Resolutions passed
16 th AGM	August 09, 2021	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") at Motilal Oswal Tower, Rahimtullah Sayani Road, Opp. Parel ST Depot, Prabhadevi, Mumbai - 400 025 (deemed venue)	04:00 p.m.	<ol style="list-style-type: none"> 1) Appointment of Mr. Chandrashekhar Karnik (DIN: 00003874) as an Independent Director of the Company. 2) Appointment of Mrs. Swanubhuti Jain (DIN: 09006117) as an Independent Director of the Company. 3) Approval of Motilal Oswal Financial Services Limited-Employee Stock Option Scheme-IX for Issuance of Stock Options to the employees of the Company. 4) Approval of extension of benefits of Motilal Oswal Financial Services Limited - Employee Stock Option Scheme-IX and Issuance of Stock Options to the employees of present/future subsidiary companies/holding company of the Company.
17 th AGM	July 11, 2022	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") at Motilal Oswal Tower, Rahimtullah Sayani Road, Opp. Parel ST Depot, Prabhadevi, Mumbai - 400 025 (deemed venue)	04:00 p.m.	Approval for payment of remuneration by way of commission to Non-Executive Directors including Independent Directors of the Company.
18 th AGM	July 11, 2023	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") at Motilal Oswal Tower, Rahimtullah Sayani Road, Opp. Parel ST Depot, Prabhadevi, Mumbai - 400 025 (deemed venue)	04:00 p.m.	<ol style="list-style-type: none"> 1) Re-appointment of Mr. Chitradurga Narasimha Murthy (Mr. C. N. Murthy) (DIN: 00057222) as an Independent Director of the Company. 2) Re-appointment of Mr. Chandrashekhar Karnik (DIN: 00003874) as an Independent Director of the Company. 3) Re-appointment of Mr. Pankaj Bhansali (DIN: 03154793) as an Independent Director of the Company. 4) Re-appointment of Mrs. Divya Momaya (DIN: 00365757) as an Independent Director of the Company. 5) Re-appointment of Mrs. Swanubhuti Jain (DIN: 09006117) as an Independent Director of the Company. 6) Alteration in Articles of Association of the Company.

Postal Ballot Resolution(s)

During the FY 2023-24, the Company has not passed any Resolution for obtaining approval of the Members of the Company through postal ballot.

However, the Board at its Meeting held on April 26, 2024 has approved the Postal Ballot Notice for obtaining Members approval on following Special Resolutions:

Sr. No.	Description of Resolution	Type of Resolution
1.	Enhancement in the existing borrowing limit under Section 180 (i) (c) of the Companies Act, 2013.	Special
2.	Creation of Charges on the Assets of the Company under Section 180 (i) (a) of the Companies Act, 2013 to secure the Borrowings.	Special
3.	Alteration of Articles of Association of the Company.	Special
4.	Approval of the "Motilal Oswal Financial Services Limited – Employees' Stock Option Scheme – X" for Issuance of Stock Options to the Employees of the Company.	Special
5.	Approval for extension of benefits of the "Motilal Oswal Financial Services Limited – Employees' Stock Option Scheme – X" and Issuance of Stock Options to the Employees of present/future subsidiary company(ies)/holding company(ies)/associate company(ies) of the Company.	Special

In accordance with guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding the General Meetings/conducting Postal Ballot process through Remote e-Voting vide General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020 and various subsequent Circulars latest being No. 09/2023 dated September 25, 2023 ("MCA Circulars"), the Postal Ballot Notice will be sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories as on cut-off date i.e. Friday, April 26, 2024. The Board has appointed Mr. Umashankar K. Hegde (ACS – 22133), Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot process through Remote e-Voting to ensure that the voting process is carried out in a fair and transparent manner.

Further, the Company shall engage the services of Central Depository Services (India) Limited ("CDSL") to provide Remote e-Voting facility. The Remote e-Voting period will commence from 09:30 a.m. (IST) on Wednesday, May 01, 2024 and end at 05:00 p.m. (IST) on Thursday, May 30, 2024. The results of the Voting by Postal Ballot will be announced within 2 (two) working days from the conclusion of the Remote e-Voting at the Registered Office of the Company and will be communicated to the Stock Exchanges. The Voting Results along with Scrutinizer's Report will be placed on the website of the Company at www.motilaloswalgroup.com and on the website of CDSL at www.evotingindia.com and shall also be displayed on the Notice Board of the Company.

Means of Communication

Modes of Communication:

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

- Dissemination of information on the website of the Stock Exchanges;
- Investor presentations;
- Press/Media releases;
- Annual reports;
- Investor/analysts calls, conferences and meet;
- Uploading relevant information on the Company's website; and
- General Meeting.

Financial Results:

The Company publishes quarterly, half-yearly and annual results generally in Financial Express and Navshakti newspapers. The Company's results and official news releases are displayed on the Company's website at www.motilaloswalgroup.com. Presentations made to the Institutional Investors and analysts are also uploaded on the Company's website.

Annual Report:

Pursuant to the MCA Circulars and SEBI Circulars, the Annual Report for the FY 2023-24 containing the Notice of the AGM was sent through e-mails to all those Members whose e-mail Ids were registered with the Company/Depository Participants.

Press/Media Release & Investor/Analyst Call:

The official media releases and presentations made to Institutional Investors/Analysts and audio recording of Analyst Calls, and transcripts are posted on the Company's website.

Green Initiative:

All agenda papers for the Board and Committee Meetings are disseminated electronically, by uploading them on a secured online Board Application.

Exchange Disclosures:

The Company informs BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") about all price sensitive matters or such other matters which in its opinion are material and of relevance to the Members of the Company and the same are also displayed on the Company's website. Further, in compliance to the provisions of Regulation 30 of the Listing Regulations, the Company has disclosed on its website, a duly approved Policy on Determination of Materiality of Events.

NSE Electronic Application Processing System ("NEAPS") and BSE Corporate Compliance & Listing Centre ("Listing Centre") are a web-based application designed by NSE and BSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS and Listing Centre.

Communication to Shareholders:

Unclaimed shares/dividend: As required statutorily, a reminder for unclaimed shares/dividends is sent to the shareholders as per records every year.

General Shareholders' Information

Annual General Meeting	Date	Wednesday, August 14, 2024
	Time	11:00 a.m.
	Venue	Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") at Motilal Oswal Tower, Rahimtullah Sayani Road, Opp. Parel ST Depot, Prabhadevi, Mumbai - 400 025 (deemed venue)
Financial Year	The financial year of the Company comprises of period of 12 months from April 01 to March 31.	
Dividend Payout Date	The Company has paid Interim Dividend of ₹14/- per Equity Share having face value of ₹1/- each. Further, the Board at its Meeting held on April 26, 2024, has decided not to recommend Final Dividend for the FY 2023-24.	
Listing on Stock Exchanges	Name of Stock Exchange	Address of Stock Exchange
	BSE	Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001
	NSE	Exchange Plaza Bldg., 5 th Floor, Plot No. C- 1, 'G' Block, Bandra- Kurla Complex, Mumbai - 400 051
	The requisite annual listing fees for the FY 2023-24 have been paid in full to BSE and NSE.	
	None of the securities of the Company have been suspended for trading at any point of time during the year.	
Stock Code/ISIN	Equity	BSE Code: 532892 NSE Code: MOTILALOFS ISIN: INE338101027
	Debt	BSE Code: 973938 ISIN: INE338107081

Market Price Data:

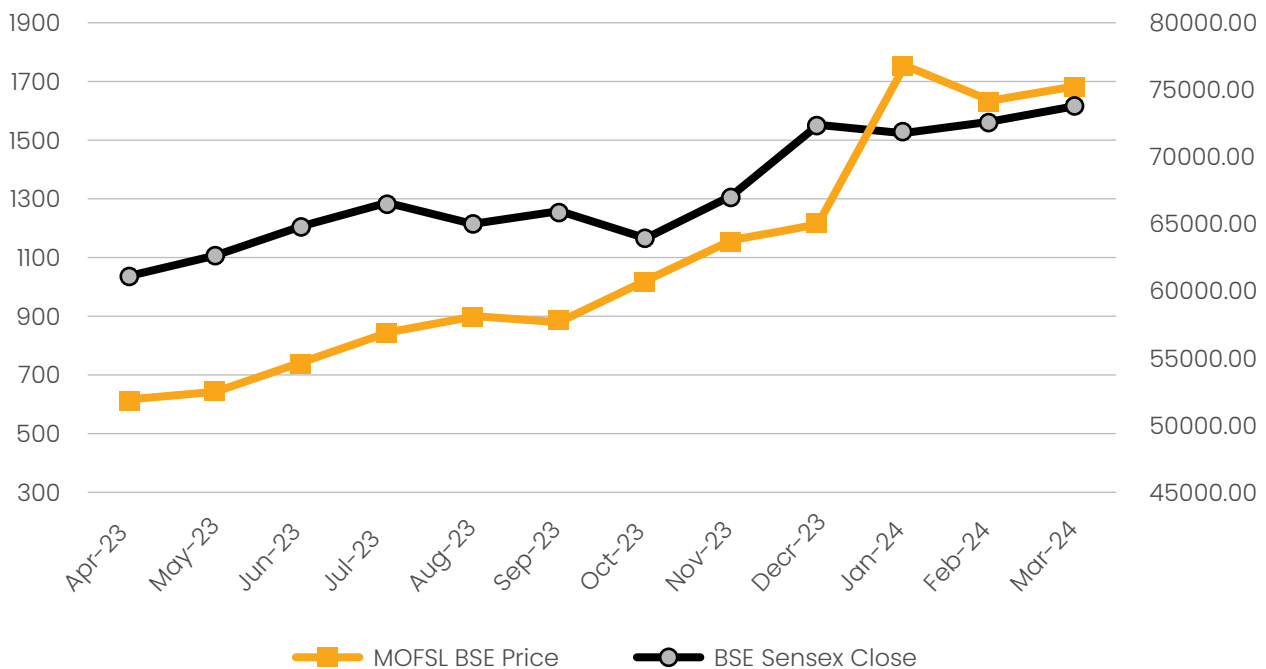
High, Low and Close Price during each month in the last financial year at BSE and NSE:

Month	BSE (₹)		NSE (₹)	
	High Price	Low Price	High Price	Low Price
April, 2023	649.00	591.00	649.10	593.55
May, 2023	667.55	583.00	668.00	582.70
June, 2023	738.00	632.30	738.00	635.00
July, 2023	888.70	715.65	889.95	716.10
August, 2023	960.00	797.00	962.80	797.45
September, 2023	930.50	844.55	931.75	841.30
October, 2023	1,068.00	862.30	1,066.90	865.20
November, 2023	1,265.90	965.00	1,265.00	964.00
December, 2023	1,475.85	1,171.00	1,298.50	1,170.00
January, 2024	1,860.10	1,224.75	1,860.60	1,226.00
February, 2024	1,937.10	1,582.75	1,938.25	1,581.75
March, 2024	1,740.00	1,303.20	1,741.95	1,381.45

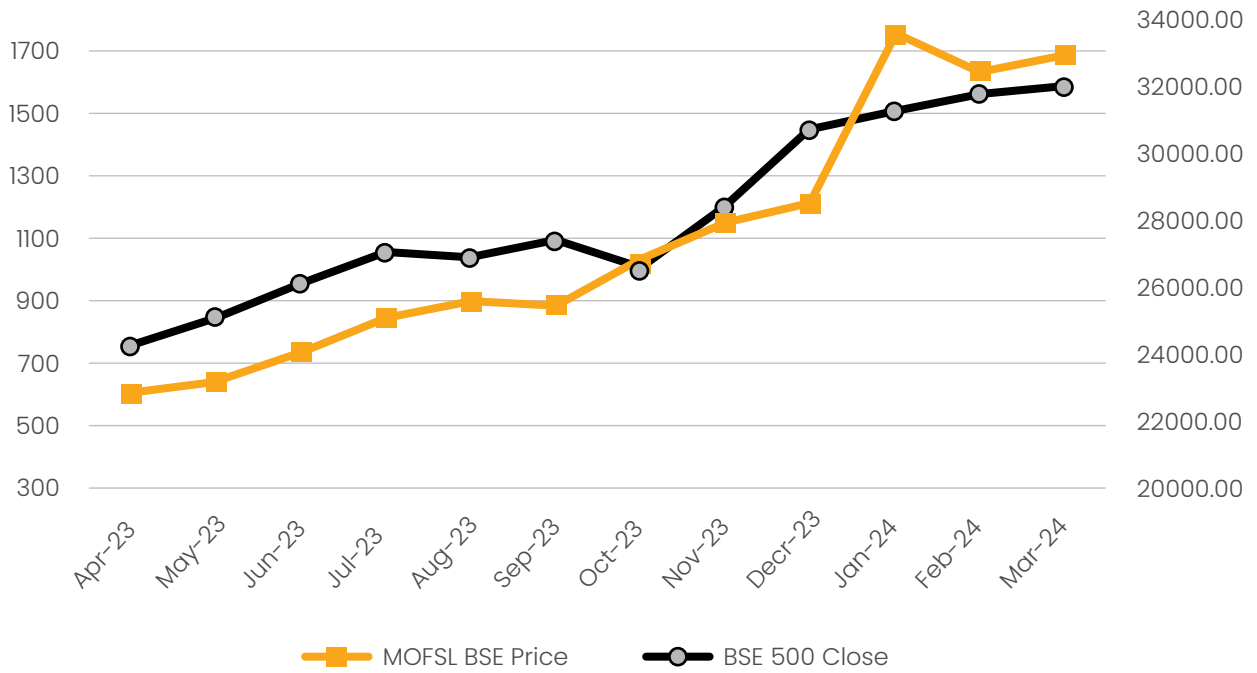
Performance in comparison to broad-based indices such as BSE Sensex, S&P CNX Nifty etc.:

The Company is the constituent of the BSE – 500. The performance of the Company's shares relative to the BSE Sensex, BSE – 500 and S&P CNX Nifty is given in the chart below:

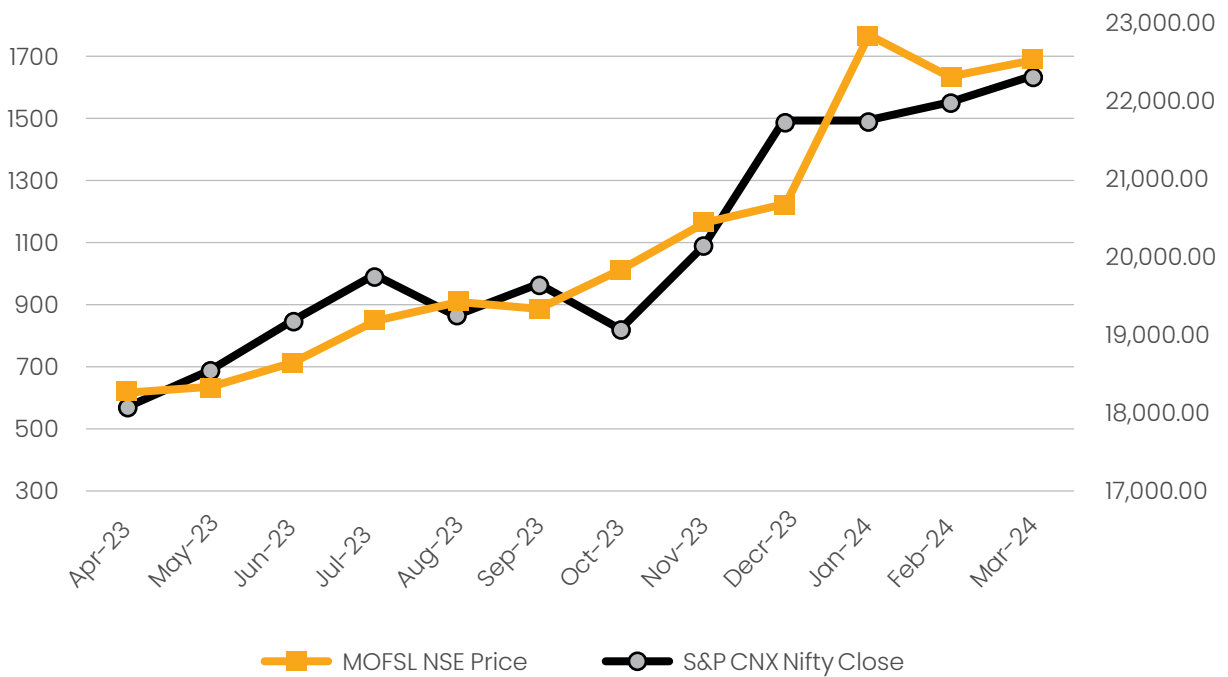
MOFSL Share performance versus BSE Sensex



MOFSL Share performance versus BSE – 500



MOFSL Share performance versus S&P CNX Nifty



Registrar and Share Transfer Agent	Link Intime India Private Limited C-101, 1 st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400 083 Tel.: +91 810 811 6767, Fax: +91 22 4918 6060 Link to connect: https://liiplweb.linkintime.co.in/rnthelpdesk/Service_Request.html Website: www.linkintime.co.in
Share Transfer System	Trading in Equity Shares of the Company through recognized Stock Exchanges is permitted in dematerialized form. The Board has delegated the authority for approving transmission etc. of the Company's securities to the Stakeholders Relationship Committee. The Stakeholders Relationship Committee meets as and when required to consider the transmission of Shares, requests for issue of Duplicate Share Certificates, etc. and attend to the Shareholder's grievances.

Distribution of Shareholding:

Distribution of the Shareholding of the Equity Shares of the Company by size and by ownership class as on March 31, 2024:

Number of Shares held	No. of Shareholders	Total No. of Shares held in the category	% of Shareholding
Up to 500	65,676	30,74,388	2.06
501-1000	1,319	9,63,979	0.65
1001-2000	613	8,91,014	0.60
2001-3000	261	6,58,778	0.44
3001-4000	141	4,91,633	0.33
4001 – 5000	79	3,64,456	0.25
5001 – 10000	199	14,36,540	0.96
10001 & Above	349	14,11,26,503	94.71
Total	68,637	14,90,07,291	100.00

Category wise Shareholding pattern as on March 31, 2024:

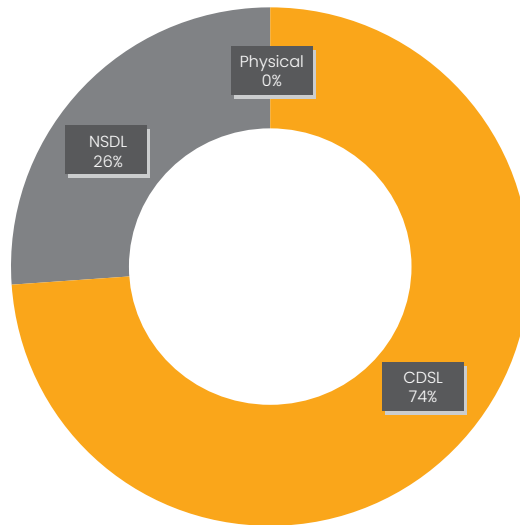
Sr. No.	Category	No. of Shares	% to Share Capital
1.	Promoters & promoter group	10,30,56,923	69.16
2.	Mutual Funds/Financial Institutions/Banks/Foreign Institutional Investors	2,02,16,984	13.57
3.	Public	1,33,61,987	8.97
4.	Directors	97,83,212	6.57
5.	Others	8,00,827	0.54
6.	Bodies Corporate	10,04,590	0.67
7.	NRIs/OCBs	7,82,768	0.53
Total		14,90,07,291	100.00

Dematerialization of Shares and liquidity

As on March 31, 2024, 14,90,06,286 Equity Shares were held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and 1,005 Equity Shares were held in physical form.

Bifurcation of Equity Shares in physical and electronic mode as on March 31, 2024 are as follows:

Category	No. of Shares	Percentage %
CDSL	11,08,37,717	74.38
NSDL	3,81,68,569	25.62
Physical	1,005	0.00

**Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on Equity**

As on March 31, 2024, the Company did not have any outstanding GDRs/ADRs/ Warrants or any Convertible instruments (excluding ESOPs).

Commodity price risk or foreign exchange risk and hedging activities

The Company does not deal in commodities and has no foreign exchange or hedging exposures hence disclosures relating to risk management policy with respect to commodities, commodity price risks, foreign exchange risk and hedging thereof in terms of the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018 is not applicable.

Plant Locations

The Company is in the business of broking and distribution; therefore, it does not have any manufacturing plants.

Address for Correspondence

Link Intime India Private Limited
(Registrar and Share Transfer Agent)
C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,
Vikhroli (West), Mumbai - 400 083
Tel.: +91 810 811 6767, Fax: +91 22 4918 6060
Link to connect: https://liiplweb.linkintime.co.in/rnthelpdesk/Service_Request.html
Website: www.linkintime.co.in

Name and Address of the Compliance Officer	Mr. Kailash Purohit Company Secretary & Compliance Officer Motilal Oswal Financial Services Limited Motilal Oswal Tower, Rahimtullah Sayani Road, Opp. Parel ST Depot, Prabhadevi, Mumbai – 400 025 Tel.: +91 22 7193 4200, Fax: +91 22 5036 2365 E-mail: shareholders@motilaloswal.com
List of all credit ratings obtained along with any revisions thereto during the relevant financial year.	The details of credit rating obtained by the Company is included in the Board's Report forming part of the Annual Report.

Disclosures:

i) There have been no instances of non-compliances by the Company on any matter related to the capital markets and no penalties and/or strictures have been imposed on it by the stock exchanges or by the SEBI or by any statutory authority on any matter related to the capital markets during the last three financial years except which are disclosed in this annual report or to the stock exchanges from time to time. However, during the ordinary course of business, the SEBI/Exchange(s) have levied minor penalties, which do not have any material impact on the operations of the Company.

ii) Whistle Blower Policy/Vigil Mechanism

Pursuant to the provisions of Section 177 of the Act and Regulation 22 of the Listing Regulations, the Company has formulated a Vigil Mechanism/Whistle Blower Policy for Directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

This mechanism provides for adequate safeguards against victimization of Director(s)/employee(s) who avail the mechanism and makes provision for direct access to the Chairperson of the Audit Committee. The policy has been uploaded on the website of the Company at https://www.motilaloswalgroup.com/Downloads/IR/785307607MOFSL_Vigil-MechanismWhistle-Blower-Policy.pdf.

We affirm that no Director/Employee of the Company was denied access to the Audit Committee.

iii) Compliance with Mandatory Requirements

The Company has complied with all the mandatory requirements of the Listing Regulations.

iv) Compliance with Non-Mandatory Requirements

The Company has complied with the following non-mandatory requirements as prescribed in Regulation 27 Schedule II Part E of the Listing Regulations:

- a) **Non-Executive Chairman's Office:** Chairman's office is separate from that of the Managing Director.
- b) **Modified Opinion in Auditors Report:** The Statutory Auditor's report on the Financial Statements for the FY 2023-24 does not contain any modified opinion. Your Company continues to adopt best practices to ensure regime of the the Financial Statements with unmodified audit qualifications
- c) **Reporting of Internal Auditor:** The Internal Auditor reports to the Audit Committee. The Internal Auditor also participates in the Meetings of the Audit Committee and also presents internal audit observations to the Audit Committee.

v) Disclosures of compliance with Corporate Governance Requirements specified in Regulation 17 to 27 and Regulation 46(2)

During the year under review, the Company has complied with the Corporate Governance requirements specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations and para (2) to (10) mentioned in part 'C' of Schedule V of the Listing Regulations.

Compliance Certificate from M/s. Singhi & Co., Statutory Auditors of the Company, confirming compliance with the conditions of Corporate Governance for the financial year ended March 31, 2024 in terms of Schedule V(E) to the Listing Regulations is appended as "Annexure-A" to this Report.

vi) Fees to Statutory Auditors

The details of total fees for all services paid by the Company and its Subsidiaries, on a consolidated basis, to the Statutory Auditors and all entities in the network firm/network entity of which the Statutory Auditors is a part, are as follows:

Type of Service	Amount Paid (₹)
Statutory Audit, Certifications and Other Services	74,50,190/-

vii) Subsidiary Companies

According to the Regulation 16(1)(c) of the Listing Regulations, a "Material Subsidiary" shall mean a subsidiary, whose income or net worth (i.e. paid-up capital and free reserves) exceeds 10% of the consolidated income or net worth, respectively, of the listed entity and its subsidiaries in the immediately preceding accounting year. The Company has three Material Subsidiaries namely Motilal Oswal Home Finance Limited ("MOHFL"), Motilal Oswal Asset Management Company Limited ("MOAMC") and Motilal Oswal Finvest Limited ("MOFL") as on March 31, 2024. The debentures of MOHFL & MOFL are listed on BSE and units of Mutual Funds of MOAMC are listed on NSE & BSE.

Name of Material Subsidiaries	Details of Incorporation		Details of Statutory Auditors	
	Place	Date	Name	Date of appointment
MOHFL	Mumbai	October 01, 2013	Singhi & Co.	June 24, 2022
MOAMC	Mumbai	November 14, 2008	Singhi & Co.	September 27, 2021
MOFL	Mumbai	November 10, 2006	Shah & Savla LLP	September 30, 2021

As required under the Listing Regulations, the Company has formulated Policy on Determining of Material Subsidiaries which has been uploaded on the Company's website at: <https://www.motilaloswalgroup.com/Downloads/IR/212618793Policy-on-Determination-of-Material-Subsidiaries.pdf>.

viii) Related Party Transactions

All transactions entered into by the Company with related parties as defined under the Act and the Listing Regulations, during the FY 2023-24 were in the ordinary course of business and on arm's length pricing basis and do not attract the provisions of Section 188 of the Act.

During the year, the Company has not entered any materially significant related party transactions that may have potential conflict with the interests of the Company at large.

Further, the Company has formulated a Policy on Materiality and Dealing with Related Party Transactions as required under Regulation 23 of the Listing Regulations, which has been uploaded on the Company's website at: <https://www.motilaloswalgroup.com/Downloads/IR/235673531Policy-on-Materiality-and-Dealing-with-Related-Party-Transactions.pdf>.

ix) Certifications

Certificate from Company Secretary in Practice

M/s. U. Hegde & Associates, Company Secretaries, certified that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Director of the Company by the SEBI or Ministry of Corporate Affairs or any such other Statutory Authority, is appended as "Annexure-B" to this Report.

Declaration on affirmation with the Code of Conduct

The Board has laid down the Code of Conduct for Directors and Senior Management ("Code") of the Company. The Code has been posted on the Company's website at: <https://www.motilaloswalgroup.com/Downloads/IR/1584990557Code-of-Conduct-for-Directors-and-Senior-Management.pdf>.

A declaration signed by Mr. Motilal Oswal, Managing Director & Chief Executive Officer, stating that all Board Members and Senior Management of the Company have affirmed compliance with the Code, in accordance with Regulation 26(3) read with Para D of Schedule V of the Listing Regulations is appended as "Annexure-C" to this Report.

Further, pursuant to Regulation 26(5) of the Listing Regulations, all members of Senior Management have confirmed that there are no material, financial and commercial transactions wherein they have a personal interest that may have a potential conflict with the interest of the Company at large.

Certification by CEO/CFO

The Chief Executive Officer and Chief Financial Officer of the Company provide annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations. The Chief Executive Officer and Chief Financial Officer also provide quarterly certification on financial results while placing the financial results before the Board in terms of Regulation 33(2) of the Listing Regulations. The annual certificate given by the Chief Executive Officer and Chief Financial Officer is appended as "Annexure-D" to this Report.

x) Disclosure of Accounting Treatment in Preparation of Financial Statements

The Company has adopted Indian Accounting Standards (Ind AS) with effect from April 01, 2018. The Financial Statements have been prepared in accordance with the recognition and measurement principles laid down in Ind AS notified under Section 133 of Act read with relevant Rules issued thereunder and other accounting principles generally accepted in India.

xi) Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32(7A)

During the period under review, the Company has not raised any funds through preferential allotment or qualified institutional placement.

xii) Recommendation of the Committees

All recommendations/submissions made by various Committees of the Board during the FY 2023-24 were accepted by the Board.

xiii) Loans and advances in the nature of loans to firms/companies in which Directors are interested

During the year under review, the Company and its Subsidiaries have not given any loans and advances in the nature of loans to firms/companies in which Directors are interested except as provided under Note 51 - Related Party Disclosure, if any.

xiv) Disclosure of certain type of agreements binding listed entities

In terms of Schedule III, Para A, Clause 5A of the Listing Regulations, there is no agreement impacting management or control of the Company or imposing any restriction or create any liability upon the Company.

Annexure-A to the Report on Corporate Governance

To,
The Members of
Motilal Oswal Financial Services Limited

1. This certificate is issued in accordance with the terms of our engagement letter dated July 18, 2022.
2. We, Singhi & Co., Chartered Accountants, the Statutory Auditors of Motilal Oswal Financial Services Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2024, as stipulated in Regulations 17 to 27, Clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46, and Paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) ("Listing Regulations").

Management's Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the management. This responsibility includes the designing, implementing and maintaining operating effectiveness of internal control to ensure compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, it is our responsibility to express a reasonable assurance in the form of an opinion as to whether the Company has complied with the conditions of Corporate Governance as stated in paragraph 2 above. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.
5. We have examined the relevant records of the Company in accordance with the applicable Generally Accepted Auditing Standards in India, the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India ("ICAI"), and Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) (the "Guidance Note") issued by the ICAI. The Guidance Note requires that we comply with the independence and other ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements issued by the ICAI.

Opinion

7. To best of our knowledge, and according to the information, explanation and representations given to us, in our opinion, during the year ended March 31, 2024, the Company has complied, in all material respects, with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, Clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46, and Paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time).

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

Restriction on use

8. This Certificate is issued solely for the purpose of complying with the aforesaid Regulations and may not be suitable for any other purpose and should not be used by any other person or for any other purpose. Accordingly, our Certificate should not be quoted or referred to in any document or made available to any other person or persons without our prior written consent. We shall not be liable to the Company or to any other concerned for any claims, liabilities or expenses relating to this assignment, except to the extent of fees relating to this assignment. Our Obligations in respect of this Certificate are entirely separate from, and our responsibility and liability are in no way changed by, any other role we may have (or may have had) as Auditors of the Company or otherwise. Nothing in this Certificate, or anything said or done in the course of or in connection with the services that are the subject of this Certificate, will extend any duty of care we may have in our capacity as Auditors of the Company. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this Certificate is shown or into whose hands it may come without our prior consent in writing.

For Singhi & Co.
Chartered Accountants
Firm Registration No: 302049E

Place: Mumbai
Date: April 26, 2024

Sd/-
Amit Hundia
Partner
Membership No. 120761
UDIN: 24120761BKCMQK6079

Annexure-B to the Report on Corporate Governance

To,
The Members of
Motilal Oswal Financial Service Limited
Motilal Oswal Tower, Rahimtullah Sayani Road,
Opp. Parel ST Depot, Prabhadevi, Mumbai – 400 025

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Motilal Oswal Financial Services Limited, having CIN L67190MH2005PLC153397 and having registered office at Motilal Oswal Tower, Rahimtullah Sayani Road, Opp. Parel ST Depot, Prabhadevi, Mumbai – 400 025, (hereinafter referred to as “the Company”), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub-clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time). In my opinion and to the best of my information and according to the verifications [including Directors Identification Number (DIN) status at the portal www.mca.gov.in] as considered necessary and explanations furnished to me by the Company & its Officers, I hereby certify that none of the Directors on the Board of the Company as stated below have been debarred or disqualified from being appointed or continuing as Directors of the Company for the financial year ending March 31, 2024 by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of the Director	Date of appointment	DIN
1.	Mr. Raamdeo Agarawal (Non-Executive Chairman)	18-05-2005	00024533
2.	Mr. Motilal Oswal (Managing Director & Chief Executive Officer)	18-05-2005	00024503
3.	Mr. Navin Agarwal (Non-Executive Director)	18-05-2005	00024561
4.	Mr. Ajay Menon (Whole-time Director)	21-08-2023*	00024589
5.	Mr. Rajat Rajgarhia (Whole-time Director)	31-07-2020	07682114
6.	Mr. C. N. Murthy (Independent Director)	01-07-2023*	00057222
7.	Mr. Chandrashekhar Karnik (Independent Director)	16-09-2023*	00003874
8.	Mr. Pankaj Bhansali (Independent Director)	01-07-2023*	03154793
9.	Ms. Divya Momaya (Independent Director)	01-07-2023*	00365757
10.	Ms. Swanbhuti Jain (Independent Director)	24-12-2023*	09006117

*Re-appointment

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

For U. Hegde & Associates,
Company Secretaries

Sd/-

Umashankar K Hegde
(Proprietor)

COP No. – 11161

M. No. – A22133

ICSI UDIN: A022133F000249360

Place: Mumbai

Date: April 26, 2024

Annexure-C to the Report on Corporate Governance

CEO Declaration

As required by Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the CEO Declaration for Code of Conduct is given below

To,
The Members of
Motilal Oswal Financial Services Limited

I, Motilal Oswal, Managing Director & Chief Executive Officer of the Company, declare that all Board Members and Senior Management of the Company have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management of the Company for the financial year 2023-24.

For Motilal Oswal Financial Services Limited

Place: Mumbai
Date: April 26, 2024

Sd/-
Motilal Oswal
Managing Director & Chief Executive Officer
(DIN: 00024503)

Annexure-D to the Report on Corporate Governance

Chief Executive Officer and Chief Financial Officer Certificate

To,
The Members of
Motilal Oswal Financial Services Limited

Dear Sir(s)/Madam(s),

- A. We have reviewed the financial statements/results read with the cash flow statement of Motilal Oswal Financial Services Limited for the quarter & year ended March 31, 2024 and that to the best of our knowledge and belief:
- these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the period which are fraudulent, illegal or in violation of the Company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to taken to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
1. that there were no significant changes in internal controls over financial reporting during the period
 2. that there were no other significant changes in accounting policies made during the period and
 3. that there were no instances of significant fraud of which we have become aware.

Thanking you,
Yours faithfully,

For Motilal Oswal Financial Services Limited

Place: Mumbai
Date: April 26, 2024

Sd/-
Motilal Oswal
Managing Director & Chief Executive Officer
(DIN: 00024503)

Sd/-
Shalibhadra Shah
Chief Financial Officer

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT



BACKGROUND

The Securities and Exchange Board of India (“SEBI”), has put in place the Business Responsibility & Sustainability Reporting (“BRSR”) framework for top 1,000 listed entities [based on market capitalisation on BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”)] pursuant to the amendments under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (as amended from time to time), which requires Listed Companies to disclose information under the 9 (Nine) principles of the National Guidelines on Responsible Business Conduct (“NGRBC”).

SEBI has updated the BRSR Reporting format/framework for the Financial Year (“FY”) 2023–24 after incorporating new Key Performance Indicators (“KPIs”) of BRSR Core.

Our BRSR Report includes our responses to questions on our practice and performance on key principles defined by Regulation 34(2)(f) of Listing Regulations, covering topics across Environment, Social, Governance and Stakeholder relationships. Further, the Company has also included separate section on Environment, Social and Governance (“ESG”) initiatives in the Annual Report of the Company.

BRSR Report based on NGRBC consists of three sections as below:

Section A provides a broad overview of the business, its offerings, business & operations footprint, employees, holding, subsidiary & associate companies, CSR and transparency.

Section B covers management and process disclosures related to the businesses aimed at demonstrating the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Section C provides indicator-wise disclosures mapped to the nine principles of NGRBC which are listed at the start of Section B.

KEY HIGHLIGHTS OF BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

Principle 1

Conduct and govern with integrity, and in a manner that is Ethical, Transparent and Accountable

- 100% of our Directors & KMPs and 98% of our other employees received periodic training on business, regulations, code of business conduct and ethics as well as economic and environmental, social and governance parameters.
- No disciplinary action against Directors/KMPs/Employees/Workers by any law enforcement agencies for charges of bribery/corruption.
- Accounts payables for expenses is 7 days.
- 85% of value chain partners in terms of value were part of our ESG capacity building program.



Principle 2

Provide goods and services in a manner that is sustainable and safe

- 39.71% capital expenditure incurred towards IT hardware and software.
- No plastic use in the office premises except papers, tissues and cardboard which are also biodegradable in nature.
- The Information Security Management Systems (ISMS) of the Company are certified under ISO/IEC 27001.



Principle 3

Respect and promote the well-being of all employees, including those in value chains

- 99.37% of our permanent employees are covered under health insurance.
- 100% of our permanent employees are covered by maternity and paternity benefits.
- 100% return-to-work rate post parental leave.
- 97.96% of our employee are getting skill upgradation training.
- The Company has certified with the reputed 'Great Workplace' recognition - Great Place to Work - India® 2023-2024.



Principle 4

Respect the interests of and be responsive to all its stakeholders

Active engagement with Stakeholders on regular basis through multiple channels to address various economic, environmental, and social concerns, communicating company performance and discussing strategies



Principle 5

Respect and promote human rights

- 94.73% of our permanent employees are getting training on Human Rights issues & policy(ies).
- 100% of our employees are paid more than the minimum wage.
- Median remuneration of employees are more than ₹4 Lakhs per annum.



Principle 6

Respect and make efforts to protect and restore the environment

- The Company in association with Motilal Oswal Foundation has undertaken various initiatives to protect and restore the environment such as seed ball making, tree plantation, rain water harvesting system installation.
- Installation of Sewage Treatment Plant (SPT), VRF Air Conditioning System, Rain Water Harvesting System, Sensor based Urinal Pot & Taps.
- Application filed for Green Building Certification (LEED certification) for Bangalore based Corporate Office.
- Conducted clean up drive at Sanjay Gandhi National Park and Initiatives to reduce food wastage and create awareness for avoiding the wastage of food.



Principle 7

Influencing public and regulatory policy, in a responsible and transparent manner

- Associated with 7 trade and industry chambers/associations to understand the regulatory requirement and foster dialogue on industry growth drivers, innovation, and shaping public policy.
- Public policy advocacy on important issues such as regulatory changes, interpretation of law, R&D and marketing practices.



Principle 8

Promote inclusive growth and equitable development

- Positively impacted more than 17,180 individuals through CSR initiatives.
- Adopted Sustainable Sourcing and Preferential Procurement Policy to provide equal opportunities for all potential suppliers.



Principle 9

Engage with and provide value to the consumers in a responsible manner

- No data breaches reported during the reporting period
- No major critical service disruptions



BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES



I. DETAILS OF COMPANY

Sr. No.	Particulars	Company Information
1	Corporate Identity Number (CIN) of the Listed Entity	L67190MH2005PLC153397
2	Name of the Listed Entity	Motilal Oswal Financial Services Limited
3	Year of incorporation	2005
4	Registered office address	Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST. Depot, Prabhadevi, Mumbai-400025 ⁽¹⁾
5	Corporate address	Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST. Depot, Prabhadevi, Mumbai-400025
6	E-mail	corpsec@motilaloswal.com
7	Telephone	022-39804200/71934200
8	Website	www.motilaloswalgroup.com
9	Financial year for which reporting is being one	2023-24
10	Name of the Stock Exchange(s) where shares are listed:	BSE Limited & National Stock Exchange of India Limited
11	Paid-up Capital:	₹14,90,07,291
12	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:	Name: Mr. Niren Srivastava Chief Human Resources Officer Telephone: 022-39804200/71934200, Email: corpsec@motilaloswal.com
13	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).	The disclosures under this report are made on standalone basis unless otherwise mentioned in the specific field.
14	Name of assurance provider	Not Applicable
15	Type of assurance obtained	Not Applicable

⁽¹⁾Also referred as Head Office.

II. PRODUCTS/SERVICES

16. Details of business activities (accounting for 90% of the turnover):

Sr. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Financial and Insurance Service	Financial Advisory, brokerage and Consultancy Services	56.96
2.	Financial and Insurance Service	Other financial activities	43.04

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

Sr. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Security dealing activities	67120	56.96

III. OPERATIONS

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	Not Applicable	73	73
International	Not Applicable	1 ⁽ⁱ⁾	1 ⁽ⁱ⁾

⁽ⁱ⁾Representative Office in Dubai

19. Markets served by the entity:

a. Number of locations

Location	Total
National (No. of States)	The Company has offices in 20 states which includes 2 union territories
International (No. of Countries)	1 ⁽ⁱ⁾

⁽ⁱ⁾Representative Office in Dubai

b. What is the contribution of exports as a percentage of the total turnover of the entity?

During the financial year, contribution of exports as a percentage of the total turnover of the Company on standalone basis is 0.16%.

c. A brief on types of customers

Motilal Oswal Financial Services Limited ("MOFSL") is an integrated technology-based Financial Services Sector Organization offering a wide range of services including retail and institutional broking and distribution of financial products. Our customers include resident and non-resident individuals, HUF's, corporates etc.

MOFSL execute transactions in capital markets/equity derivatives/commodity derivatives/currency derivatives segments on behalf of its clients which include retail customers (including high net worth individuals), mutual funds, institutional investors, foreign institutional investors, financial institutions and corporate clients. Besides stock broking, it also offers a bouquet of financial products and services like insurance, mutual funds, bonds etc. to its client base. MOFSL is also registered with the SEBI as Research Analyst, and with various other bodies/agencies like Insurance Regulatory and Development Authority of India ("IRDAI"), Association of Mutual Funds in India ("AMFI"), Central Registry of Securitisation Asset Reconstruction and Security Interest ("CERSAI"), KRA agencies [CDSL Ventures Limited India ("CVL"), DotEx International Ltd ("Dotex"), NSDL Database Management Limited ("NDML"), Computer Age Management Services ("CAMS") and Karvy etc.] Further, MOFSL along with its subsidiaries, offers a diversified range of financial products and services such as broking and distribution, institutional equities, asset management business, housing finance, private equity, private wealth management, investment banking, loan against securities and investment activities

IV. EMPLOYEES

20. Details as at the end of the Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1.	Permanent (D)	7,927	5,793	73.08	2,134	26.92
2.	Other than Permanent (E)	313	308	98.40	5	1.60
3.	Total employees (D + E)	8,240	6,101	74.04	2,139	25.96
WORKERS						
4.	Permanent (F)		Not Applicable			
5.	Other than Permanent (G)					
6.	Total workers (F + G)					

Note: The Company does not have any workers as defined in the guidance note on BRSR issued by the SEBI.

b. Differently abled employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	5	5	100.00	0	0.00
2.	Other than Permanent (E)	0	0	0.00	0	0.00
3.	Total differently abled employees (D + E)	5	5	100.00	0	0.00
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)		Not Applicable			
5.	Other than Permanent (G)					
6.	Total differently abled workers (F + G)					

21. Participation/Inclusion/Representation of women:

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	10	2	20.00
Key Management Personnel	2 ⁽ⁱ⁾	0	0.00

⁽ⁱ⁾ Only Chief Financial Officer & Company Secretary are considered under the category of Key Management Personnel, as Managing Director, Whole-time Directors and Chief Executive Officer are covered under the category of the Board of Directors.

22. Turnover rate for permanent employees and workers:

(Disclose trends for the past 3 years)

Particulars	FY 23-24			FY 22-23			FY 21-22		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	48.19	53.48	49.61	70.47	76.45	72.09	56.50	66.76	59.29
Permanent Workers	Not Applicable								

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)**23. Names of holding/subsidiary/associate companies/joint ventures (as at March 31, 2024)**

Sr. No.	Name of the holding/subsidiary/associate companies/joint ventures	Indicate whether holding/subsidiary/associate/joint ventures	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No) ⁽²⁾
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A) Indian Subsidiaries

1.	Motilal Oswal Asset Management Company Limited	Subsidiary Company	100.00	Yes
2.	Motilal Oswal Home Finance Limited	Subsidiary Company	97.49 ⁽¹⁾	Yes
3.	Motilal Oswal Finvest Limited	Subsidiary Company	100.00 ⁽¹⁾	Yes
4.	Motilal Oswal Wealth Limited	Subsidiary Company	100.00	Yes
5.	MO Alternate Investment Advisors Private Limited	Subsidiary Company	100.00	Yes
6.	Motilal Oswal Investment Advisors Limited	Subsidiary Company	100.00	Yes
7.	Motilal Oswal Broking and Distribution Limited (formerly Glide Tech Investment Advisory Private Limited)	Subsidiary Company	100.00	Yes
8.	TM Investment Technologies Private Limited	Subsidiary Company	61.64	Yes
9.	MO Alternative IFSC Private Limited	Subsidiary Company	100.00	Yes
10.	Motilal Oswal Securities International Private Limited	Subsidiary Company	100.00	Yes
11.	Motilal Oswal Finsec IFSC Limited	Subsidiary Company	100.00	Yes
12.	Motilal Oswal Capital Limited	Step-down Subsidiary Company	100.00	Yes
13.	Motilal Oswal Trustee Company Limited	Subsidiary Company	100.00	Yes
14.	Motilal Oswal Commodities Broker Private Limited	Subsidiary Company	100.00	Yes

Sr. No.	Name of the holding/subsidiary/ associate companies/joint ventures	Indicate whether holding/subsidiary/ associate/joint ventures	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No) ⁽²⁾
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B) Companies incorporated outside India

15.	India Business Excellence Management Company	Step-down Subsidiary Company	100.00	Yes
16.	Motilal Oswal Asset Management (Mauritius) Private Limited	Step-down Subsidiary Company	100.00	Yes
17.	Motilal Oswal Capital Markets (Singapore) Pte. Limited	Subsidiary Company	100.00	Yes
18.	Motilal Oswal Capital Markets (Hong kong) Pte. Limited	Subsidiary Company	100.00	Yes

⁽¹⁾Holding along with other Wholly Owned Subsidiaries.

⁽²⁾The policies and processes adopted across all the companies within Motilal Oswal Group ("MO Group") are largely uniform. Further, at group level, subsidiary companies participate in Business Responsibility ("BR")/ Corporate Social Responsibility ("CSR") activities through Motilal Oswal Foundation.

VI. CSR DETAILS

24. CSR Activities

- (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: Yes
- (ii) Turnover: ₹4,540.41 Crore
- (iii) Net worth: ₹5,724.58 Crore

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2023-24			FY 2022-23		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities ⁽¹⁾	Refer response below	Nil	Nil	-	Nil	Nil	-
Investors (other than shareholders)		Nil	Nil	-	Nil	Nil	-
Shareholders		9	Nil	-	1	Nil	-
Employees and worker ⁽²⁾		478 ⁽²⁾	4	-	1,860 ⁽²⁾	14	-
Customers		3,289	4	-	3,264	106	-
Value Chain Partners		15	0	-	8	1	-

⁽¹⁾The Company does not have any impact on the local community via its operations.

⁽²⁾Pertain to day to day service request at work place.

Some of the policies on the Company's Conduct with its stakeholders, including grievance redressal mechanisms are placed on the Company's website. Here is the link to grievance redressal mechanisms for investors & customers <https://www.motilaloswalgroup.com/Downloads/IR/1256475153IG-policy.pdf>. The Company has constituted a Stakeholders Relationship Committee for redressal of grievances of its security holders. In addition, the Company has framed Vigil Mechanism/Whistle Blower Policy to enable directors and employees to report genuine concerns or grievances, significant deviations from key management policies and reports of any non-compliance and wrong practices, e.g., unethical behavior, fraud, violation of law, inappropriate behavior/conduct etc., the same can be accessed at https://www.motilaloswalgroup.com/Downloads/IR/785307607MOFSL_Vigil-MechanismWhistle-Blower-Policy.pdf.

Further, the investor(s) including shareholder(s) can also write their concern/grievance to the Company on shareholders@motilaloswal.com and customer(s)/client(s) on query@motilaloswal.com.

26. Overview of the entity's material responsible business conduct issues:

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Data Security & Customer privacy	Opportunity & Risk	<p>Opportunity: Having an Efficient & robust information security structure (software, expert manpower and operational practices) enables us to create sustainable value for our customers and reduce cyber threats and ensure privacy, data security for all our stakeholders' privileged information thereby also facilitating business expansion.</p> <p>Risk: The Company relies on its technology infrastructure. As majority of transactions are processed digitally, which involves cyber/information security risk</p>	<p>Information Technology Committee, Cybersecurity Committee and Risk Management Committee of the Company keep track of cyber risk and its mitigation within the effective framework for cyber risk management that the Company has in place.</p> <p>The Company continuously working upon data privacy and cyber security to improve security posture. Also, all the activities and IT systems of the Company are subject to half yearly internal & external audit to cross check efficiency of all the controls and processes are in place.</p>	<p>Positive:</p> <ul style="list-style-type: none"> Automation of several manual processes, leading to cost saving Increased trust and credibility across all stakeholders including customers Improved data management Protect brand reputation <p>Negative:</p> <ul style="list-style-type: none"> Reputational Risk Data Privacy issue may lead to litigation risk/ financial risk Regulatory risk in terms of disciplinary actions, fines & penalties

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2.	Customers Literacy	Opportunity	By educating customers about financial concepts, products, and services, the Company can increase engagement and build trust. Customers who understand their preferences are more likely to remain loyal to the Company that helps them make informed financial decisions.	Educated customers provide valuable feedback and insights that can inform the development of new products and services. Understanding customer needs and preferences enables the Company to innovate and stay ahead of the competition.	Positive <ul style="list-style-type: none"> Empowers Customer to assess and manage financial risks effectively. Reduce the Company's exposure to risk
3.	Digitisation	Opportunity	The demand for and acceptance of digital transactions is growing immensely due to low-cost internet data, high smartphone penetration and India's biometric identity card	To ensure that the organisation uses the least amount of paper for transactions and communications, the Company has constantly made investments in technology and established a strong digital environment. The Company has implemented e-KYC system, Chatbot, Voicebot & Robotic Process Automation to automate process & enhance the customer experience. The Company also uses electronic mode of communication to ensure the least uses of papers for transactions and communications.	Positive: <ul style="list-style-type: none"> Cost effective Better & larger customer reach & service through digital operations Paperless & environment friendly

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/o)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4.	Human Capital and Talent Management:	Opportunity & Risk	<p>Opportunity:</p> <p>Human Capital is one of the key strategic imperative for the Company and we consistently invest in the growth & development and alignment of employees to the Company growth strategy. We work on building an inclusive workplace and embracing diversity fostering innovative practices for improved business outcomes and increased employee satisfaction.</p> <p>Risk:</p> <p>Risk of failure in any of the elements of talent management can impact the Company's ability to fulfill demand and grow its revenues. Poor employee well-being can result in increased absenteeism, decreased productivity, and higher healthcare costs. Lack of diversity and inclusion in the workplace can lead to difficulty attracting and retaining top talent.</p>	<p>The Company has a meritocratic, transparent and equal opportunity culture. The Company provide growth & development opportunities to high performing employees ahead of time. The Company invested in hiring key and critical talent to accelerate digital and fair product & process offerings customers. We deeply invest in initiatives to promote learning & development, performance</p> <p>support, career growth, engagement, diversity and inclusion at the workplace.</p> <p>The Company has grievance redressal mechanism to address employee concerns.</p> <p>The Company has developed a holistic employee wellness program, that focuses on enhancing their physical, emotional, social financial wellbeing & promoting work-life balance.</p>	<p>Positive:</p> <p>Retention of key talent through various human resources proposition increases productivity. Investment in well-being programs will lead to reduced healthcare costs and improved productivity.</p> <p>Negative:</p> <p>High attrition possibilities leads to wage inflation and loss in continuity.</p>

Sr. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
5.	Corporate Social Responsibility	Opportunity	<p>CSR has been a long-standing commitment at Motilal Oswal, Driven by the motto of "Knowledge First". The Company believes that education can bring prosperity and equality in the society. Activities undertaken by the Company not only improves its corporate good will and social reputation, but also helps the Company to resonate with community sentiments and aspirations, which helps in its sustainable growth in the longer run.</p>	<p>The Company recognizes the importance of being socially responsible and making a difference in lives of people. Through Motilal Oswal Foundation, the Company invests in social welfare activities focused on building educational institutions and improving the quality of education at all levels. The Company also supports projects for skills development, employment generation, rural development, etc. For further details, kindly refer to Annexure 4 of the Board's Report.</p>	<p>Positive:</p> <p>Commitment to Social welfare increases customer retention and loyalty, increases employee engagement, improves brand image, attracts investment opportunities and top talent.</p>
6.	Business Continuity	Risk	<p>Business Continuity is critical for organization in case of any crisis during any disaster or technical glitches.</p>	<p>We have robust processes and technology in place to ensure that business process can run as usual after recovery from any sort of disaster</p> <p>Regular disaster recovery drill and periodical business processes are operated from disaster recovery sites for real world testing.</p> <p>We operate a second and distinct disaster recovery site 250 kilometers away from the first one, which is located in the city where the Company is based.</p>	<p>Negative:</p> <p>Reputation Risk, Business loss, Customer dis-satisfaction</p>

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES



This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P1	P2 ⁽¹⁾	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	-	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes, Policies wherever stated have been approved by the Board/Committee of the Board/Senior Management of the Company								
c. Web Link of the Policies, if available	The Corporate policies of the Company can be viewed at weblink https://www.motilaloswalgroup.com/Investor-Relations/Corporate-Policies-And-Codes . Some of the policies of the Company are accessible only to employees and other internal stakeholders.								

Principle-wise Policies

Principle	Particulars	Policies
P1	Ethics & Transparency	<ul style="list-style-type: none"> Vigil Mechanism/Whistle Blower Policy Advertisement Policy Unauthenticated News policy Anti-Bribery & Anti-Corruption Guidelines Anti-Money Laundering Policy Code of Conduct for Directors & Senior Management Policy for Determination of Materiality of Events Policy on Related Party Transactions Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information Investor Grievance Resolution Policy Cyber Security & Cyber Resilience Policy Sustainable Sourcing and Preferential Procurement Policy Fraud Prevention Policy Outsourcing Policy Open Architecture Policy Business Continuity & Disaster Recovery Policy Other internal policies that elucidate ethical behaviour, transparency and accountability
P2	Product Responsibility	<p>The Company complies with regulations governing its products and services and has been responsive towards all stakeholders. The Company provides a range of investment and trading products and services to cater to all segments of the society and catering to needs of investors at various stages of lifecycle.</p> <p>The Company has moved towards digitisation and developed entirely paperless contract notes and periodic statements thereby providing speed and convenience to customers and having a positive impact on the environment.</p>

P3	Well-being of Employees	<p>In addition to the Code of Conduct, other policies include:</p> <ul style="list-style-type: none"> • Policy on Prevention of Sexual Harassment at Workplace • Vigil Mechanism/Whistle Blower Policy • Switch-Off Policy • Talent Management Policy • Equal Opportunity Policy • Nomination & Remuneration Policy • Attendance and Leave Policy (Leave Donation Policy) • Loan & Salary Advance Policy • Employee Housing Loan Policy • Heritage Club Policy • Policy for Promotion Transfer • Women Workplace Safety Policy • Reimbursement Policy and Process
P4	Responsive to stakeholders particularly the marginalised	<ul style="list-style-type: none"> • Corporate Social Responsibility Policy • Sustainable Sourcing and Preferential Procurement Policy
P5	Respect for Human Rights	<ul style="list-style-type: none"> • Policy on Prevention of Sexual Harassment at Workplace • Vigil Mechanism/Whistle Blower Policy • Switch-Off Policy • Equal Opportunity Policy
P6	Environmental Protection	<ul style="list-style-type: none"> • Business Continuity & Disaster Recovery Policy • Sustainable Sourcing and Preferential Procurement Policy <p>The Company is in financial services industry and hence does not consume high levels of energy. However, the Company made regularly efforts to adopt appropriate energy conservation measures.</p>
P7	Public Policy Advocacy	<p>The Company shares its expertise to help in the formulation of public policy as and when required, but it does not directly engage in advocacy activities.</p>
P8	Inclusive Growth	<p>The Company's CSR policy covers activities focused on the marginalised and vulnerable sections of the society.</p> <p>During the year, the Company has adopted Sustainable Sourcing and Preferential Procurement Policy with a view of economic empowerment of historically underprivileged individuals and businesses and ensures fair labor practices, safe working conditions, and respect for human rights throughout the supply chain.</p>
P9	Customer Engagement	<ul style="list-style-type: none"> • Customer Grievance Redressal Policy • Advertisement Policy • Sustainable Sourcing and Preferential Procurement Policy • Outsourcing Policy • Open Architecture Policy • Business Continuity & Disaster Recovery Policy

2. Whether the entity has translated the policy into procedures. (Yes/No)	Yes	-	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	No, other business partners of the Company do not directly participate in the Company's BR initiatives. The Company endeavors to encourage its external wealth managers suppliers/distributors (wherever possible) to participate in the initiatives towards BR and to adopt practices which would help them to carry out business in a fair manner.								
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<p>The policies adopted by the Company are in conformity with the applicable statutes/guidelines/policies/rules and regulations etc. issued by the Government of India. These policies were formulated, keeping in view industry practices and standards.</p> <p>The Company has implemented the ISO 27001:2013 standards on Information Security Management System (ISMS) for protection of its systems and information.</p>								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	<p>The Company recognizes its role in creating a positive impact in the lives of communities by identifying the core focus areas and achieving these commitments and goals through investor awareness programmes and CSR activities.</p> <p>The Company promotes healthy environment at the workplace and does not treat anybody differently based on their gender, race, caste, religion, marital status, disability or any other category and also believes in hiring the right talent based on merit. Presently, one-fourth (approx.) of our Company's permanent employees are women. We aim to increase the women employee strength in the organization to 30% by the end of next fiscal.</p> <p>For the employees' overall growth and to keep up with the evolving business climate, the Company believes in upskilling its workforce.</p>								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	<ul style="list-style-type: none"> • Inclusive Growth Through CSR activities, the Company has contributed towards education, skills training, rural development and environment. • Employee Well-being and Development Develop wellness programs, provide mental health support, and promote work-life balance. Focusing on well-being can enhance productivity and reduce turnover. Offer comprehensive training programs, professional development opportunities, and leverage e-learning platforms. Training investments yield high returns through enhanced performance and reduced turnover. 								

- **Employee Diversity**

~26.92% of the Company's permanent employees are women. The Company is working with several organizations to build the Diversity, Equity, and Inclusion framework.

We are working on implementing diverse hiring practices & leadership hiring, conducting inclusion training sessions, and supporting employee resource groups. We are official sponsor of Women's Indian Chamber of Commerce and Industry ("WICCI") and representing 10 women employees in WICCI event to be hosted in May'2024. To ensure a women conducive work environment we are hosting DEI (Diversity Equity and inclusion) sessions for 70 male and female leaders. Next year, we are hoping to create a gender-neutral positive work narrative and environment within the organization.

- **Energy & Waste management**

The Company is gearing up for deepening its environmental commitments by promoting energy-efficient equipment.

We have a robust waste management system with the separation of dry and wet waste as well as solid waste management. In order to prevent food waste, we have launched initiatives that reduce food wastage and creates awareness for all the stakeholders for avoiding wastage of food.

Governance, leadership and oversight

7. Statement by Director responsible for the Business Responsibility Report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)

Doing business in a responsible and sustainable manner is one of the key imperatives for us. We continuously engage in discussion with all our stakeholders to identify key ESG issues and have identified Ethical Business Conduct, Efficient and Transparent Customer Service, Corporate Governance, Risk Management, Human Capital Development, Engagement with Communities and Environmental Footprint to be some of the most important issues.

We have a highly qualified and diversified Board and ESG expert executives which oversees the Company's ESG journey. We instituted practices like Comprehensive Code of Conduct and Business Ethics, sound risk culture, digitization of business, launching innovative products, investment in emerging areas of cyber security and information security, Employee welfare policies, monitoring consumption of resources and taking targets towards reduction in consumption of electricity, fuel and paper and various other practices.

The Company's dedication towards sustainability by investing in green building premises not only aligns with environmental stewardship but also demonstrates a commitment to creating a healthier and more equitable society. Prioritizing occupant health, comfort, and well-being within these premises reflects a holistic approach to sustainability, considering both environmental and social factors.

By enhancing indoor air quality & natural lighting, we not only provide a conducive work environment for our employees but also contribute to the overall well-being of the community. Additionally, by reducing pollution and improving health, the Company's initiatives have far-reaching positive impacts beyond just our immediate business operations.

The Company has made detailed presentation & disclosure over its Environmental, Social and Governance activities which carries an exhaustive list of our ESG related initiatives and achievements including Reduce, Reuse, Recycle, Employee Engagement, Learning & Development, Talent Attraction & Management, CSR Activities, Risk Management, Compensation Framework and Compliance & Policies.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility Policy (ies).

Business Responsibility & Sustainability (BRS) Committee is the highest authority responsible for implementation of Business Responsibility Policy.

Composition of BRS Committee are as follows:

Name of Member	Designation	DIN	Category
Mr. Motilal Oswal	Chairman	00024503	Managing Director & Chief Executive Officer
Mr. Navin Agarwal	Member	00024561	Managing Director ⁽ⁱ⁾
Mr. Niren Srivastava	Member	Not Applicable	Chief Human Resource Officer
Mr. Shalibhadra Shah	Member	Not Applicable	Chief Financial Officer

⁽ⁱ⁾Change in Designation from Non-executive Director to Executive Director and appointed as Managing Director w.e.f. April 26, 2024 subject to the approval of the Members of the Company.

9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.

Yes, the BRS Committee as stated above in point 8 is responsible for decision making on sustainability related issues

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/ Any other Committee	Frequency (Annually/Half yearly/ Quarterly/Any other – please specify)
Performance against above policies and follow up action	Policies wherever stated have been approved by Board/ Committees of Board/Senior Management of the Company. Policies are reviewed at periodic intervals in all aspects including statutory requirements depending on the frequency stated in respective policies or on need basis whichever is earlier and necessary updates are made to the policies	
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	The Company has necessary procedures in place to ensure the compliance with all relevant regulations.	

11. Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

The processes and compliances are subject to audit and inspections as applicable. The policies are reviewed on a periodical basis by the respective Departments, Committees/Board, and updated accordingly. The updated policies with changes recommended by the management of the Company are placed before the Committee/Board for its approval, as applicable. An internal assessment of the working of the policies has been carried out from time to time by respective department.

Additionally, the Company's Internal Auditors and Statutory Auditors regularly review the management process and policies as part of their audit process. They present their observations to the Board, Committees, Management, and other approving authorities from time to time and also they track suggested implementation as part of their review process.

12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2 ⁽¹⁾	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

Not Applicable

⁽¹⁾The Company complies with regulations governing its products and services and has been responsive towards all stakeholders. The Company provides a range of investment and trading products and services to cater to all segments of the society and catering to needs of investors at various stages of lifecycle.

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE



This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

United Nations Sustainable Development Goals (“UN SDG”)

Achievements and growth aside, philanthropy continues to be at the heart of MOFSL. At MOFSL, we place great importance on the role our organisation and employees can play in helping the communities we live and work to flourish.

Further, the Company has strived to achieve all the UN SDG to its best efforts.



PRINCIPLE

1

Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

ESSENTIAL INDICATORS

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total Number of training and awareness programmes held	Topics/Principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	3	7	100%
	<p>The Company conducts orientation programmes after the appointment of new Directors on its Board, wherein the Management of the Company makes presentations to familiarise the Directors with the business/industries practices, systems and policies adopted by various departments of the Company, especially the governance practices and compliance process adopted by the Company.</p> <p>Further, during the year under review, the Company has provided various awareness programmes to the Board of Directors on its business & operations and on applicable regulatory provisions which include Human Resource Function, Information Technology Function, Asset Management Business.</p>		
Key Managerial Personal	4	8	100%
	<p>The Company has a Code of Conduct for senior management personnel which covers topics like ethical conduct, bribery and corruption, conflict of interest, transparency, health & safety of employees, etc.</p> <p>Further, during the year under review, the Company has provided various programmes to Key Managerial Personal including emerging CXO Program.</p>		
Employees other than BoD and KMPs	4,344	7	98%
	<p>The Company conducted various workshop on ethics & transparency, product responsibility, well-being of customer engagement for its employees. Employees also undergo various training programmes, some modules are mandatory for the new recruits viz, prevention of sexual harassment, information security, prohibition of insider trading etc.</p>		
Workers	Not Applicable		

2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Monetary:

Type	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine					
Settlement					
Compounding Fee					
Not Applicable					

Non- Monetary

Type	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Imprisonment Punishment					Not Applicable

3. Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/enforcement agencies/ judicial institutions
	Not Applicable

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the Company has put in place an Anti-bribery & Anti-Corruption Policy ("the Policy"). The Policy has been developed in alignment with its Code of Conduct and various other policies, as well as rules and regulations on anti-bribery and anti-corruption in India. The Policy states that the Company shall have zero tolerance towards bribery and corruption. The Policy applies to all individuals working at all levels and grades including directors, senior management, employees, and all other persons directly associated with the Company. The policy is available on the website of the Company at <https://www.motilaloswalgroup.com/Downloads/IR/1522231674Anti-Bribery-Anti--Corruption-Policy.pdf>

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:

Case Details	FY 23-24	FY 22-23
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Not Applicable	Not Applicable

6. Details of complaints with regard to conflict of interest:

Particulars	FY 23-24		FY 22-23	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	Not Applicable	Nil	Not Applicable
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	Not Applicable	Nil	Not Applicable

7. Provide details of any corrective action taken or underway on issues related to fines/penalties/ action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable.

8. Number of days of accounts payables ((Accounts payable *365)/Cost of goods/services procured) in the following format:

Case Details	FY 23-24	FY 22-23
Number of days of accounts payables ⁽ⁱ⁾	7	9

⁽ⁱ⁾Accounts payables consist payable for expenses.

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2023-24	FY 2022-23
Concentration of Purchases	a. Purchases from trading houses as % of total purchases	Not Applicable	Not Applicable
	b. Number of trading houses where purchases are made from	Not Applicable	Not Applicable
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	Not Applicable	Not Applicable
Concentration of Sales	a. Sales to dealers/distributors as % of total sales	Not Applicable	Not Applicable
	b. Number of dealers/distributors to whom sales are made	Not Applicable	Not Applicable
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	Not Applicable	Not Applicable
Share of RPTs in	a. Purchases (Purchases with related parties/ Total Purchases)	3.48%	2.93%
	b. Sales (Sales to related parties/Total Sales)	2.80%	3.43%
	c. Loans & advances (Loans & advances given to related parties/Total loans & advances)	0%	0%
	d. Investments (Investments in related parties/ Total Investments made)	22%	0.01%

ESSENTIAL INDICATORS

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

During the year under review, the Company has conducted various awareness programmes to its value chain partners including franchise, investors, distributors, dealers, clients, etc. The Company also conducts regular product training for its distributors.

Total number of awareness programmes held	Topics/principles covered under the training	% age of value chain partners covered (by value of business done with such partners) under the awareness programmes
147	78 ⁽ⁱ⁾	85%

⁽ⁱ⁾The topics under awareness programmes conducted by the Company for its value chain partners includes Account Opening & Modification, Mutual Fund Taxation, Digital Presence on Social Media, Risk Policies and Products (RMS), New Updates in Ops Process, MF Navigator, Update on Renaissance AIF & PMS, Mutual Fund Selection using 4Cs Analysis, Portfolio Analysis and many more. These topics/training broadly cover 4 principles of NGRBC based BRSR Reporting.

2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes, the Company has formulated Code of Conduct for its Directors and Senior Management to avoid clash of his/her personal interest with the interest of the Company or his/her ability to perform his/her duties and responsibilities for the well-being of the Company and it is available on Company's website & can be accessed at <https://www.motilaloswalgroup.com/Downloads/IR/1584990557Code-of-Conduct-for-Directors-and-Senior-Management.pdf>.

The Company has also formulated the Policy on Materiality and dealing with Related Party Transactions for providing guidelines in relation to identification of related party transaction. It is available on Company's website & can be accessed at <https://www.motilaloswalgroup.com/Downloads/IR/235673531Policy-on-Materiality-and-Dealing-with-Related-Party-Transactions.pdf>.

Further, pursuant to the provisions of Regulation 26 of Listing Regulations, Senior Management Personnel have confirmed to the Board of Directors that there is no material, financial and commercial transactions, where they have personal interest that may have a potential conflict with the interest of the Company at large.

PRINCIPLE

2

Businesses should provide goods and services in a manner that is sustainable and safe

ESSENTIAL INDICATORS

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively:**

Particulars	Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R&D	Refer response below		
Capex			

Note: The Company is primarily into financial services including broking and distribution, hence, the relevance of the above is largely restricted to capital expenditure towards information technology. During the year, capital expenditure incurred towards Information Technology hardware and software (excluding Right of Use assets) was ₹55.56 Crore (representing to 39.71%) out of total capital expenditure of ₹139.91 Crore.

The Company intends to continue identifying and acting on opportunities to reduce its impact on the environment. It has consistently invested in technology and built a robust digital environment in the organization. During the year, the Company has installed Variable Refrigerant Flow ("VRF") Air Conditioning System and Sewage Treatment Plant at Corporate Office (situated in Bangalore) which will have remarkable environmental and social impact.

Installation of VRF Air Conditioning System

The Company has installed VRF Air Conditioning System which accommodate multiple indoor units that run on a single system and it circulate the minimum amount of refrigerant needed for each individual zone to satisfy the building load.

Sewage Treatment Plant

The Company has installed Sewage Treatment Plant which treats the flushing water and the same is re-used for watering plants in office premises and cooling of tower used in heating, ventilation and air conditioning system.

2. **a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes.

The Company is into service-oriented business primarily involved in flow of information and financial transaction. The consumption of resources i.e. energy, water, raw material etc. is limited to running of operations.

Further, the Company is equipped with recycling waste water to reuse as watering plants. Further, sensors based urinal pots are installed to reduce wastage of water. The Company has launched initiatives to reduce food wastage and creates awareness for all the stakeholders for avoiding the wastage of food.

The Company remains cognisant of reducing its resource consumption by procuring energy efficient equipment. The major suppliers of hardware are green standard compliant. The Information Security Management Systems (ISMS) of the Company are certified under ISO/IEC 27001.

Also, there is micro technology glass and sun film which help in elimination of cross-contamination and reducing the heat transfer thereby improving cooling inside the building and hence reducing power consumption. Usage of LED light and motion sensors are installed in office premises to save electricity.

The Company is gearing up for deepening its environmental commitments by promoting energy efficient equipment such as laptops instead of desktops. Further, Computer hard disk is replaced with solid state drivers in place of Magnetic/Spindle. Also, Data center's physical bare metal server hardware are replaced with virtual hyper converged servers to reduce server footprint and power consumption which helps for minimize carbon emissions, reduction of cost & physical space.

Since, the Company is in the financial service sector, its primary goal is to provide environmentally friendly premises to its employees. To this end, the Company is taking proactive steps towards sustainability by investing in green building premises to conduct its business in a way that minimizes its impact on the environment by using less energy, water and reducing waste. By minimizing energy, water, and waste, the Company is not only reducing environmental footprint but also setting an example for responsible business practices.

During the year, the Company has acquired 2 business premises in Ahmedabad & Bangalore and developing these premises with a focus on environmental and social impact shows a commitment to creating a positive influence beyond just financial gains.

These Business premises prioritize occupant health, comfort, and well-being by enhancing indoor air quality, natural lighting, and thermal comfort. We also contribute to creating healthier and more livable atmosphere by reducing pollution, improving health, and fostering social equity through this initiative.

Furthermore, in order to minimize the ecological footprint of sourcing activities, the company has adopted a Sustainable Sourcing and Preferential Procurement Policy. This Policy aims to reduce carbon emissions, preserve biodiversity, conserve water resources, and avoid deforestation. Additionally, it promotes the economic empowerment of historically underprivileged individuals and businesses and ensures fair labor practices, safe working conditions, and respect for human rights throughout the supply chain. The said policy is available on the website of the Company at <https://www.motilalgroup.com/Downloads/IR/151009073Sustainable-Sourcing-and-Preferential-Procurement-Policy.pdf>

b. If yes, what percentage of inputs were sourced sustainably?

Since, the Company is not involved in any manufacturing activity, the reporting on sustainable sourcing is not applicable. The Company's major material requirements are related to office infrastructure, administration and Information Technology related equipment and services. Although, there is very limited procurement requirement, the Company takes various initiatives to have responsible sourcing.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste:

As the nature of business of the Company is providing financial Services, there is no hazardous waste and the only key waste products are paper, plastic and e-waste (Information Technology related waste). During the financial year, approximately 21.31 metric tonnes of waste was generated at the Head Office out of which 15.59 metric tonnes of plastic waste including papers was put to reuse.

The Company engages with certified e-waste handlers for disposal of e-waste. Further, the Company has also migrated datacenter from in-house to third party hosted tier-3 datacenter. The same resulted in efficient use of power (energy efficient), space, and better physical and environmental security.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Not Applicable.

LEADERSHIP INDICATORS

1. Has the entity conducted Life Cycle Perspective/Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product /Service	% of total Turnover contributed	Boundary for Which the Life Cycle Perspective/Assessment Was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
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The Company is engaged in the business of broking (institutional and retail) including allied services, distribution of financial products and advisory services and is not involved in manufacturing or selling of tangible products. Life Cycle Perspective/Assessments (LCA) of products is not applicable.

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product/Service	Description of the risk/concern
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Not Applicable

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 2023-24	FY 2022-23

Nil

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

Particulars	FY 2023-24			FY 2022-23		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	21.31 metric tonnes of plastic waste including papers was generated at Head Office, out of which 15.59 metric tonnes was put to reuse and 5.73 metric tonnes was safely disposed through registered vendors.			21.58 metric tonnes of plastic waste including papers was generated at Head Office, out of which 14.81 metric tonnes was put to reuse and 6.77 metric tonnes was safely disposed through registered vendors.		
	Plastic waste generated from our office premises are minimal as the majority of the plastics used in our office premises including papers and plastic bags are biodegradable in nature. The amount generated is negligible, hence it is not relevant to our activities.					
E-waste	3.14 metric tonnes of e-waste was generated and safely disposed through registered vendors.			4.33 metric tonnes of e-waste was generated and safely disposed through registered vendors.		
	e-Wastes are outsourced to vendor which disposes off the wastes as per proper waste disposal mechanism. This process ensures that electronic waste is handled in an environmentally friendly and safe manner, reducing the risk of pollution and health hazards.					
Hazardous Waste	Our services do not involve producing or disposing hazardous waste of any kind. Hence this is not applicable to the Company.					

Particulars	FY 2023-24			FY 2022-23		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Other waste	<p>Old papers, documents, tissue and cardboard waste are scrapped in such a manner that they may be recycled.</p> <p>There is segregation of dry and wet waste and the solid waste management is done by recycling paper, tissue, plastic bottles and cardboard waste.</p> <p>Further, with an object of promoting sustainability and reducing environmental impact, the Company has conducted food wastage awareness throughout the year at Head Office through different way including educational sessions, practical tips, hording, observer, etc.</p>					

The focus of the Company is to recycle waste/scrap. The Company recycles materials wherever it is used in the Company and the scrap/waste so generated which cannot be recycled are sold to approved vendors for disposal as per the applicable guidelines.

The Company also follows waste management rules, as prescribed by the respective pollution control board where the Head and Corporate Office of the Company is located.

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Not applicable

PRINCIPLE

3

Businesses should respect and promote the well-being of all employees, including those in their value chains

ESSENTIAL INDICATORS

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	5,793	5,756	99.36	NA	NA	NA	NA	5,793	100.00	-	-
Female	2,134	2121	99.39	NA	NA	2,134	100.00	NA	NA	-	-
Total	7,927	7877	99.37	NA	NA	2,134	26.92	5,793	73.08	-	-
Other than Permanent employees											
Male	308	308	100.00	NA	NA	NA	NA	308	100.00	-	-
Female	5	5	100.00	NA	NA	5	100.00	NA	NA	-	-
Total	313	313	100.00	NA	NA	5	1.60	308	98.40	-	-

b. Details of measures for the well-being of workers: Not Applicable

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	Not Applicable										
Female											
Total											
Other than Permanent employees											
Male	Not Applicable										
Female											
Total											

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

Case Details	FY 23-24	FY 22-23
Cost incurred on well-being measures as a % of total revenue of the Company	0.38%	-

2. Details of retirement benefits, for current & previous financial year:

	FY 2023-24			FY 2022-23		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/NA)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/NA)
PF	82%	Not Applicable	Y	82%	Not Applicable	Y
Gratuity	100%		NA	100%		NA
ESI	30%		Y	29%		Y
Others – Post retirement benefits			-	-		-

3. Accessibility of workplaces

Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

With a view of promoting diversity and ensuring equal opportunities for all, our Head and Corporate Offices have wheelchairs and wheelchair friendly lift/elevators which can be accessed from the parking lot, thus making access friendly to our differently abled employees and visitors.

Further, we foster an inclusive environment where everyone feels valued and supported.

4. Does the entity have an Equal Opportunity Policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes, the Company believes in equal opportunity for all its employees and is committed to an inclusive work environment free from any kind of discrimination, and this practice has been duly incorporated in its Equal Opportunity Policy, which is available on the website of the Company at <https://www.motilaloswalgroup.com/Downloads/IR/1999352340Equal-Opportunity-Policy.pdf>. The Company values and welcomes diversity and does not treat anybody differently based on their race, sex, caste, religion, disability, or age.

5. Return to work and Retention rates of permanent employees and workers that took parental leave:

Gender	Permanent employees ⁽²⁾		Permanent workers	
	Return to work rate	Retention rate ⁽¹⁾	Return to work rate	Retention rate
Male	100%	75%	Not Applicable	
Female	100%	58%		

⁽¹⁾Retention rate determines employees who have returned to work after parental leave ended and were still employed 12 months later.

⁽²⁾Since the retention rate may only be calculated based on employees who returned to work after their parental leave ended and continued to work for more than 12 months, the Company has taken into account all data for return to work and retention rates for the FY 2021–2022.

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

Particulars	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Not Applicable
Other than Permanent Workers	Not Applicable
Permanent Employees	Yes, the Company has Vigil Mechanism/Whistle Blower Policy for redressal of grievances of employees and to ensure that all communication channels are open and receptive, and all employees have an adequate opportunity to express their grievances. The Policy lays down a mechanism and the said mechanism has been approved by the Board and it is available on the website of the Company at https://www.motilaloswalgroup.com/Downloads/IR/785307607MOFSL_Vigil-MechanismWhistle-Blower-Policy.pdf .
Other than Permanent Employees	

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

There is no employee association. However, mechanisms are in place for employees to represent their issues, if any, and the same are resolved amicably.

8. Details of training given to employees and workers:

Category	FY 2023-24					FY 2022-23				
	Total (A)	On Health and safety measures ⁽¹⁾		On Skill Upgradation ⁽²⁾		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	5,793	799	13.79	5,672	97.91	5,346	735	13.75	4,802	89.82
Female	2,134	313	14.67	2,093	98.08	1,957	245	12.52	1,760	89.93
Total	7,927	1,112	14.03	7,765	97.96	7,303	980	13.42	6,562	89.85
Workers										
Male	Not Applicable									
Female										
Total										

⁽¹⁾The Company conducts various health and safety awareness campaigns via a multi-pronged framework. These include fire drills, seminar/webinars by Doctors, webinars by experts on physical and mental wellness, road safety and traffic safety sessions etc.

⁽²⁾The Company's skill upgradation programme consists of induction, regulatory, conduct and compliance, domain specific, behavioural and leadership development programs conducted through instructor-led trainings and e-learning modules.

97.96% of our permanent employees (including women employees) have received skill up-gradation training in the last year. Employees based on Head Office, undergo fire drill and fire safety training every year.

The Company has done basic grooming, etiquettes sessions for the employees. Also as part of their ongoing development, there is continuous focus on how they can be developed and groomed to be absorbed on-rolls for roles within the organisation. In the past, the Company has absorbed several such employees and we have many such success stories E.g. many success stories are published as part of our 'Know More Grow More' series.

9. Details of performance and career development reviews of employees and worker:

All employees undergo an annual performance appraisal process based on their defined KRAs and ratings are being given on a 5-point scale, based on which their increments and bonus are decided. The Company has an established performance and talent management framework.

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	5,793	3,628	62.63	5,346	4,183	78.25
Female	2,134	1,204	56.42	1,957	1,562	79.82
Total	7,927	4,832	60.96	7,303	5,745	78.67
Workers						
Male	Not Applicable					
Female						
Total						

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage such system?

Yes. The Company is dedicated to the improvement of workplace safety and the elimination of possible workplace injury and illness. In addition, the Company has implemented the Business Continuity Planning wherein one of the primary objectives is to ensure safety of the employees. Owing to the nature of the business, per se there are no occupational health and safety risks.

To protect employees and visitors from fire and other emergencies, the Company undergo fire drill and fire safety training every year to all the employees. This fire drills training serve to educate building occupants, assist in the evaluation of emergency plans and identify potential issues with the building's means of egress.

Fire extinguishers are kept stocked to ensure that they can be used effectively in the event of an emergency. Head & Corporate Office and most of our branches have smoke detectors and fire alarm systems. Employees are informed about assembly points at Head & Corporate Office.

The display board at offices also includes emergency contact information such as police, hospitals, and the fire department.

At our Head Office, we have dedicated doctors who are on site for an hour each day. Company goes beyond the pre-defined limits to assist employees in their hour of medical needs.

All employees and their immediate families (i.e. employee, spouse and first two living child upto the age of 21 years) are eligible for hospitalisation coverage. The Company has enhanced the employee benefits for protection of health and well-being such as group life insurance. The Company encourages employees to avail of top up insurance mediclaim for their eligible dependents.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Owing to the nature of the Business, the Company has considerably lesser work-related hazards and risks on a routine and non-routine basis. Notwithstanding the above, the Company has put in place an effective security mechanism dedicated to deter reprobate and protect employees. Some of the risk mitigation measures in place include:

- (i) Access control systems
- (ii) CCTV linked to a Central Monitoring and Command Centre
- (iii) Physical Security
- (iv) Adequate lighting arrangements
- (v) Fire-fighting arrangements including fire hydrants and fire sprinkler systems

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

Owing to the nature of the business of the Company, this question is also not applicable to us. Also, the Company does not have workers.

d. Do the employees/workers of the entity have access to non-occupational medical and healthcare services? (Yes/No)

Yes, all employees of the Company are covered under the Company's health/term life insurance policy. Our employees have access to non-occupational medical and healthcare services. Employees are educated about this during the induction, and the policy is made available on the Company's internal portal for ready reference.

First aid kits are maintained and are available at all times on the premises. For employees who are unwell, we offer infirmary rooms with sleeping facilities set up on larger premises. Medical emergency numbers are prominently displayed in each branch. For emergency needs, emergency vehicles are accessible at the Head & Corporate Office. Dedicated team of doctors who are on site for two hours are available on daily basis at our Head Office.

Further to cultivate a healthy lifestyle, the Company has Gym facilities, Table Tennis facilities on-site at our Head Office with high workforce concentration. We conducted wellness sessions on various health related topics during the year which include virtual yoga sessions.

Safety Incident/Number	Category ⁽ⁱ⁾	FY 2023-24	FY 2022-23
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	Not Applicable	
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	Not Applicable	
No. of fatalities	Employees	Nil	Nil
	Workers	Not Applicable	
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	Not Applicable	

⁽ⁱ⁾Including in the contract workforce

12. Describe the measures taken by the entity to ensure a safe and healthy work place:

The Company ensures a safe and healthy workplace for comfort and wellbeing of all its employees. The Company's Head Office building, which is the center point of all our business operations and from where a major portion of our back-office workforce operates, has been certified as "great workplace" by Great Place To Work®, India Certification for its endeavors towards welfare and wellbeing of its employees.

The Company organises preventive wellness programmes/campaigns/seminar/webinars through tie-ups with hospitals and other organisations. The Company also reimburses cost for Annual Health Check-ups for employees and their family members as per Heritage Club Policy.

Apart from the above, the Company has undertaken the following measures to ensure a safe and healthy work place:

- We have plants at open spaces to promote oxygen levels at Head and Corporate Offices.
- Frequent equipment checks are carried out to mitigate any wear and tear due to continued use, E.g.: Air Conditioners, VRF, UPS, Stabilisers and DG.

- We also conduct Fire Drill Training at Head Offices; this empowers employees to counter any fire occurred in the premises.
- Employees are made aware of assembly points for larger premises.
- Premise Floorplans are displayed at crucial locations.
- Fire alarm systems and smoke detectors are installed.
- Fire extinguishers are kept filled to ensure effective use during any untoward incidents.
- We have dedicated doctors at our Head Office.
- Emergency Contact details such as Police, Hospitals and Fire Brigade are also displayed on the display board.
- Applied Anti- Carbonation Coatings in basement which create barriers to penetration & attack of carbon dioxide, water, sulphates and chloride ions.
- VRF Air Conditioning System, Reverse Osmosis (“RO”) Plant and Sewage Treatment Plant are Installed at Bangalore based Motilal Oswal Tower.

13. Number of Complaints on the following made by employees and workers:

Type	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	478	4	-	1,480	14	-
Health & Safety	0	0	NA	379	0	NA

14. Assessments for the year:

Type	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	<p>We are carrying out electrical safety inspections/maintenance of all our premises through professional third-party agencies on regular basis. Based on the said electrical inspections/maintenance, corrective actions in the form of rectification works are carried out in the premises wherever necessary.</p> <p>Further, we are also carrying Periodical Inspections of Elevators, Escalators and Moving Walks of our Head and Corporate Offices. Based on Inspection Report of Elevators, Escalators and Moving Walks, the Corrective actions in the form of rectification works are carried out in the premises wherever necessary.</p>
Working Conditions	<p>The Company has been certified with the reputed ‘Great Workplace’ recognition - Great Place to Work – India® 2023-2024.</p> <p>Key parameters for certification include ‘Credibility, Respect, Fairness, Pride, and Camaraderie’. These parameters measure the extent to which employees perceive management practices as trustworthy and respectful, ensuring fairness through consistent and impartial decision-making. They also gauge the presence of a positive organizational culture that values meaningful contributions and aligns with personal values, fostering a spirit of friendship, collaboration, and mutual support among colleagues within the workplace for which the Company has scored a high Survey Score.</p>

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions:

There were no work and safety-related incidents reported during the fiscal. The Company has ensured a safe working atmosphere for all its employees and safety of the employee is paramount to the Company.

LEADERSHIP INDICATORS

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N):

Yes, the Company extends support to families in the event of an employee's death. This includes group life insurance, and retiral benefits (provident fund, gratuity). During the year, the Company has modernized the life insurance by increasing the coverage for all employees. This positive change was evaluated by market analysis to insure the coverage adequacy. Further, in the event of death, gratuity is paid even if the employee had not completed five years of continuous service with the Company. Additionally, in case of death/permanent disability, all employee stock options (if any) immediately vest in the employee's successors, in line with the Company's Employee Stock Option Scheme and Nomination and Remuneration Policy. The above benefits are extended to all employees.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners:

The Company is compliant with deduction of statutory dues of employees towards income tax, provident fund, professional tax, ESIC, etc. as applicable from time to time. Value chain partners (vendors) are equally responsible to comply as per the contract with the Company. The Company has statutory and internal policies and procedures to ensure the above.

3. Provide the number of employees/workers having suffered high consequence work-related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

Type	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Employees	Nil	Nil	Nil	Nil
Workers	Not Applicable	Not Applicable	Not Applicable	Not Applicable

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)

The Company during the course of employment provides opportunities for all employees to upskill themselves through domain, skills and leadership trainings.

5. Details on assessment of value chain partners:

Type	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	Refer response below
Working Conditions	

The Company expects all its value chain partners to follow existing regulations with regard to health, safety and working conditions.

6. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.

The Company has not conducted any assessment of health and safety practices and working conditions of value chain partners. There were no work & safety-related incidents reported during the fiscal from our value chain partners. The Company is contemplating the process for integrating ESG parameters into Vendor Management in a phased manner.

PRINCIPLE**4****Businesses should respect the interests of and be responsive to all its stakeholders****ESSENTIAL INDICATORS****1. Describe the processes for identifying key stakeholder groups of the entity.**

Key stakeholders are determined based on the significance of their impact on the business and the impact of the business on them. Further, any person that adds value to the business chain of the Company is identified as a key stakeholder. This *inter alia* includes customers, employees, shareholders, academic institutions, head-hunters, staffing firms, other suppliers, partners and collaborators, industry bodies, governments, NGOs, local communities, regulators and society at large.

Some other stakeholders that the Company closely engages with such as industry analysts including equity analysts, media, customers, shareholders, and society at large.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group:

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholders and Investors	No	<ul style="list-style-type: none"> Quarterly results, Investor presentations, Annual Report Annual General Meeting Investor/analysts calls and meet Press/Media releases, Website 	Ongoing engagement with at least once on a quarterly basis and as per regulatory requirements and Motilal Oswal Annual Global Investor Conference (“MOAGIC”)	<ul style="list-style-type: none"> Answering investor queries on financial performance. Presenting business performance highlights to investors. Presenting adherence the regulatory compliances in true spirit of transparency & governance. Discussion on publicly available Company’s information to shareholders and investors.
Customers	No	<ul style="list-style-type: none"> Multi-modal distribution network and engagement channels such as Email, SMS, app, calls, chatbot, postal communication, call center, digital platform, website 	Ongoing	<ul style="list-style-type: none"> Sharing regular updates on launch of new products and features thereof with customers. Understanding client, industry and business challenges. Identifying opportunities to improve Company’ services and products for cross-selling.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
		<ul style="list-style-type: none"> • Customer satisfaction measurement and relationship management • Media campaigns, advertising, road/ reverse road shows • Dedicated Relationship Managers 		<ul style="list-style-type: none"> • Stock updates and alerts on stocks in their demat account are sent. • Understanding client's data privacy and security requirements.
Employees	No	<p>Direct interactions and other communication mechanisms such as;</p> <ul style="list-style-type: none"> • Town Hall meet • Email & SMS • MyZone Portal & App. & MO Paathshala • Webinars • Awards & recognition programs • Appraisal process and employee feedback survey • Training programme • MO Buddy 	Ongoing and need basis	<ul style="list-style-type: none"> • Learning opportunities • Exchanging ideas and suggestions • Career Management • Professional Growth Prospects • Compensation structure • Building a safety culture and inculcating safe work practices among employees and • Improving Diversity
Government and Regulators	No	<ul style="list-style-type: none"> • Various Inspections by the regulators • Submission of periodical reports/ returns • Meetings with key regulatory bodies • Written communications & Presentations • Stock Exchange filings 	Ongoing	<ul style="list-style-type: none"> • Seeking clarifications on queries • communicating challenge • Discussions regarding various regulations, amendments, policies, processes, Corporate Governance & Compliance standards

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Partners and Collaborators	No	<ul style="list-style-type: none"> Meetings calls visits 	Ongoing and need basis	<ul style="list-style-type: none"> Stronger partnerships Credit worthiness Ethical Behavior Fair Business Practices Governance
Communities	Yes	<ul style="list-style-type: none"> Directly through implementing agencies and impact assessment agency 	Ongoing and need basis	<ul style="list-style-type: none"> support the sustainable growth of communities through continuous engagement.
Bankers, Vendors Custodians and others in value chain	No	<ul style="list-style-type: none"> Assessment of vendors and services provider Project review meeting Emails website other digital platforms 	Ongoing and need based	<ul style="list-style-type: none"> Decide technical terms & conditions Underdressed Product & Service quality and support Contract commercial custodial services Statutory compliances
Media	No	<ul style="list-style-type: none"> Newspaper advertisement Email Annual reports Website Transcripts conference & other meetings 	Need based	<ul style="list-style-type: none"> To stay abreast on the developments of the Company

LEADERSHIP INDICATORS

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The Board and its various Statutory Committees is kept abreast on various developments and feedback on economic, environmental, and social topics on a quarterly basis through constant and proactive interactions with our key stakeholders.

Customers are key stakeholders of the Company and it actively engages with customers on various issues like grievances, complaints, new products and services, etc. The Company also engages with regulator through meetings, conferences, emails to discuss regarding new and existing guidelines and regulatory requirements.

The Company also ensures continuous engagement with its employees through various platforms and communication channels. These include addressing employee grievances and concerns, gathering employee feedback, appraising them regarding new products, services and developments through internal mails and circulations.

Interactions are also held with the shareholders on agenda items at the General Meetings wherein the Directors of the Company including the Chairman of Audit Committee, Stakeholders Relationship Committee and the Nomination & Remuneration Committee are also present. The feedback received from the shareholders is taken on record.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, enhancing value to stakeholders is a continuous Company process. Customer and investor's complaints/grievances are reviewed for a root cause analysis, which also gives an opportunity to improve our services.

As part of CSR while working with communities all relevant stakeholders such as community, school staff/trustees, parents, NGO, even students are involved in need assessment and implementation process. For instance, this year, our Company has sponsored Preparation Exams for SSC students from 21 schools in Wada. The initiative stemmed from schools expressing the necessity for students to practice paper writing.

Further, SGS India Private Limited, an independent social impact assessment agency has carried out an assessment and evaluation of the working of Company's Corporate Social Responsibility ("CSR") Policy. The Report on Social Impact Assessment of Company's CSR Project including evaluation of the working of Company's CSR Policy is available on Company's website & can be accessed at <https://www.motilalosalgroup.com/Downloads/IR/524742356Impact-Assessment-Report.pdf>

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/marginalized stakeholder groups.

In terms of suggestions received from community, The Company, through Motilal Oswal Foundation and other Implementing Agency, has initiated tree plantation, training in organic farming and women's self-help group. The Company has also extended its support for the aid marginalized people with disability by sponsoring walking aids and wheelchairs. The Company also collaborated for extending support for the treatment of children suffering from dystrophy. The Company also supports initiatives for improving school infrastructure in tribal areas, creating new educational institutions such as schools, hostels. To enhance learning experience of children in rural areas, the Company initiated English Learning program.

During the year, the Company's employees participated in various volunteering activities such as, tree plantation, school wall painting making teaching aids, making pens from recycled items, and clean-up drive. Altogether 700 fruit trees were planted by the volunteers.

The Company, through Motilal Oswal Foundation ("MO Foundation"), actively working upon development of vulnerable/marginalized stakeholders, few of the instances are mentioned below:

Supporting educational institutions:

MO Foundation is determined to upgrade the quality of educational institutions so that future generations can receive education in an enriching environment. For this purpose, the Foundation supported Rishihood Foundation in Sonipat to build hostel facility, sponsored construction of hostel facility for girl students in Dharwad, sponsored setting up of library in Thane. Additionally, MO Foundation collaborated with an organization to provide scholarships to students from disadvantaged backgrounds to pursue their education. Through Tattva Educational Foundation, benches and cupboards were provided for schools in Wada.

Aid to the People with Disability:

In collaboration with Bhagwan Mahveer Viklang Sahayata Samiti (famous for Jaipur Foot) 1600+ people received walking aids such as wheelchairs, Crutches, Artificial Limbs/Calipers and Hand Paddled Tricycles. Similarly 210 people with disability were helped with set-ups (tea-stall, sewing machine, Dhaba) to make them economically independents.

Transforming rural schools:

MO Foundation is on a mission to improve the learning environment for the students in the tribal area of Wada. This year 2 schools were undertaken for complete infrastructure renovation. By renovating the schools and providing essential facilities, Motilal Oswal Foundation has created a more conducive learning

environment for close to a thousand students every year. Improved infrastructure like safe drinking water, hygienic washrooms, well-lit classrooms, and ventilation will significantly enhance the students' well-being and ability to focus on their studies. Rain-water harvesting installed in the school is an added feature.

This year MO Foundation also piloted Lets Learn English Program in few schools with the objective to extend students exposure for the language. The Foundation also sponsored Preparation Exams for SSC students to help them become familiar with writing the board exams.

Contribution for Animal Welfare:

The Company has sponsored construction of an Animal Hospital near Nashik, being built by Life Care and Peace Mission. Once constructed the hospital will heavily benefit the rural areas near the center for both domestic and stray animals.

Farmers Training Centre:

MO Foundation has collaborated with Global Vikas trust to build a state of art Farmers Training Centre at Parli (Beed, Maharashtra). Global Parli is engaged with farmers in the drought-hit areas, to train farmers in more profitable techniques of farming.

Sponsoring Ekal Vidyalayas:

In collaboration with Friends of Tribal Society, MO Foundation is supporting 113 schools Satpura Balaghat of Madhya Pradesh

Science & Mathematics improvement Program:

The Group Companies are also equally participating in Company's Business Responsibility initiatives towards Society, wherein, in collaboration with Adhayayan Sanstha, MO Foundation is running a specialised program in 171 schools from Vasai, Wada & Vikramgad blocks of Palghar district. The program focuses on improving the conceptual understanding of students. More than sixteen thousand students from 5th -7th standards were covered through the program.

PRINCIPLE

5

Businesses should respect and promote human rights

ESSENTIAL INDICATORS

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2023-24			FY 2022-23		
	Total (A)	No. employees/ workers covered (B)	% (B/A)	Total (C)	No. employees /workers covered (D)	% (D/C)
Employees						
Permanent	7,927	7,509	94.73	7,303	7,303	100.00
Other than permanent	313	22	7.03	316	316	100.00
Total Employees	8,240	7,531	91.40	7,619	7,619	100.00
Workers						
Permanent	Not Applicable					
Other than permanent						
Total Workers						

All employees at the time of joining as well as on a yearly basis declare that they have read and understood the Code of conduct and business ethics principles.

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2023-24					FY 2022-23				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal Minimum Wage to		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent										
Male	5,793	NA	NA	5,793	100.00	5,346	NA	NA	5,346	100.00
Female	2,134	NA	NA	2,134	100.00	1,957	NA	NA	1,957	100.00
Other than Permanent										
Male	308	NA	NA	308	100.00	310	NA	NA	310	100.00
Female	5	NA	NA	5	100.00	7	NA	NA	7	100.00
Workers										
Permanent	Not Applicable									
Male										
Female										
Other Permanent										
Male										
Female										

3. Details of remuneration/salary/wages, in the following format:

a. Median remuneration/wages:

Particulars	Male		Female	
	Number	Median remuneration/salary/wages of respective category	Number	Median remuneration/salary/wages of respective category
Board of Directors (BoDs) ⁽¹⁾	3	9,09,67,601	Nil	Nil
Key Managerial Personnel ⁽²⁾	2	1,72,97,647	Nil	Nil
Employees other than BoDs and KMPs	5,793	4,38,000	2,134	3,50,164
Workers	Not Applicable			

⁽¹⁾includes Managing Director, Whole-time Directors & Chief Executive Officer.

⁽²⁾includes Chief Financial Officer and Company Secretary.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

Particulars	FY 23-24	FY 22-23
Gross wages paid to females as % of total wages	16.45	15.94

4. Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, all associates of the organization are regularly informed, updated and made aware of the 'whistle blower' and, 'grievances' and 'Sexual harassment complaint' redressal mechanism under internal mechanism.

The Company has constituted different Committees including Internal Complaints Committee ("ICC") for above concerns, which takes care of these matters.

Further, the Company has internally a Coffee & CFR mechanism where employees can directly share their grievances with the Chief Human Resources Officer ("CHRO") or Head of the Department ("HOD") of their respective business. The aforesaid mechanism ensures that all grievances are addressed on a timely basis.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

Reporting avenues have been provided for employees, customers, suppliers and other stakeholders to raise concerns or make disclosures when they become aware of any actual or potential violation of the Company's Code, policies or law including human rights violation.

The Company strives to support, protect, and promote human rights to ensure fair and ethical business and employment practices are followed.

Respect for human rights is considered as one of the fundamental and core values of the Company. The Company has formed ICC to handle various grievances and sexual harassment complaints. The details of the ICC are placed on the website of the Company and displayed at office premises in all the branches.

The Company has zero tolerance towards and prohibits all forms of child labour, slavery, forced labour, physical, sexual, psychological, or verbal abuse.

6. Number of Complaints on the following made by employees and workers:

Category	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	4	Nil	-	1	Nil	-
Discrimination at workplace	Nil	Nil	-	Nil	Nil	-
Child Labour	Nil	Nil	-	Nil	Nil	-
Forced Labour/ Involuntary Labour	Nil	Nil	-	Nil	Nil	-
Wages	Nil	Nil	-	Nil	Nil	-
Other human Rights related issues	Nil	Nil	-	Nil	Nil	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

Particulars	FY 23-24	FY 22-23
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	4	1
Complaints on POSH as a % of female employees/workers	0.19	0.05
Complaints on POSH upheld	-	-

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Company has in place a Code of Conduct, Equal Opportunity Policy and Vigil Mechanism/Whistle Blower Policy which provides a mechanism to prevent discrimination and harassment at workplace. As per the policies, all the disclosures/concerns made shall be treated as sensitive and non-retaliatory and are dealt with confidentially.

To foster a positive and inclusive culture at workplace we have an Employee Grievance Resolution desk, established to provide a confidential and impartial avenue for employees to address any concerns, conflicts or grievances that you may encounter in the workplace.

The Company is committed to maintaining safe and harmonious business environment and workplace for everyone, irrespective of the ethnicity, region, caste, gender, disability, work designation, and such other parameters.

The Company does not tolerate any form of retaliation against anyone reporting good faith concerns. Anyone involved in targeting such a person raising such complaints will be subject to disciplinary action.

Cases related to prevention of sexual harassment at work place are treated with utmost sensitivity and confidentially in line with the guidelines of the Sexual Harassment of Women at Work Place (prevention, prohibition and redressal) Act, 2013.

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Human rights requirements form a part of the Company's business agreements and contracts as and where relevant.

10. Assessments for the year:

Category	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	The Company internally monitors compliance for all relevant laws and policies pertaining to these issues. There have been no observations by local statutory/third parties in India in FY 2023-24.
Forced/involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 10 above.

Not Applicable

LEADERSHIP INDICATORS

1. Details of a business process being modified/introduced as a result of addressing human rights grievances/complaints.

Not Applicable

2. Details of the scope and coverage of any Human rights due-diligence conducted:

The Company upheld the basic principles of human rights in all its dealings. The Company has been certified with the reputed 'Great Workplace' recognition - Great Place to Work – India® 2023-2024.

Key parameters for certification include 'Credibility, Respect, Fairness, Pride, and Camaraderie'. These parameters measure the extent to which employees perceive management practices as trustworthy and respectful, ensuring fairness through consistent and impartial decision-making. They also gauge the presence of a positive organizational culture that values meaningful contributions and aligns with personal values, fostering a spirit of friendship, collaboration, and mutual support among colleagues within the workplace for which the Company has scored a high Survey Score.

The Company has also incorporated a culture where its employees and directors feel free to raise any concerns about wrongful conduct, with the help of its Whistle Blower Policy. The said policy provides a Vigilance Mechanism to channelize reporting of instances of wrongful conduct through a dedicated email address. The Audit Committee oversees the Vigil Mechanism. Employees have been facilitated direct access to the Chairperson of the Audit Committee, if need be. Furthermore, the Company has also established a separate dedicated email address for employees to raise concerns regarding Sexual Harassment at the Workplace, if any.

3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

The Head and Corporate Office of the Company has ramp for easy movement of differently abled visitors. Most of the branches are on ground floors or have infrastructure for our differently abled employees and visitors to get around.

4. Details on assessment of value chain partners:

Category	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	The Company expects its value chain partners to adhere to the same values, principles and business ethics upheld by the Company in all their dealings. However, no formal assessment/examination of value chain partners has been conducted.
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others – please specify	

5. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above:

No corrective action was necessitated

PRINCIPLE

6

Businesses should respect and make efforts to protect and restore the environment

ESSENTIAL INDICATORS

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

The Company is into service-oriented business primarily involved in flow of information and financial transaction, therefore, there is no significant consumption and energy intensity. However, as a proactive and responsible corporate, the Company is equipped with rainwater harvesting system and recycles waste water to reuse as flush water and in watering plants.

Further, sensors in water taps are used to reduce wastage of water. Further, there is thermal insulator which help in reducing the heat transfer thereby improving cooling inside the building and hence, reducing power consumption. Usage of LED light and motion sensors are installed in office premises to save electricity

[in Giga Joules (GJ)]

Parameter	FY 2023-24	FY 2022-23
From renewable sources		
Total electricity consumption (A)	-	-
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumption from renewable sources (A+B+C)	-	-
From non-renewable sources		
Total electricity consumption (D)	58,704.33	53,743.95
Total fuel consumption (E)	41.06	-
Energy consumption through other sources (F)	NA	NA
Total energy consumed from non-renewable sources (D+E+F)	58,745.40	53,743.95
Total energy consumed (A+B+C+D+E+F)	58,745.40	53,743.95
Energy intensity per rupee of turnover (Total energy consumption/turnover in rupees)	0.0000013	0.0000020
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP)	0.000029	0.000046
Energy intensity in terms of physical output	NA	NA
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

No.

2. Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not Applicable

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)⁽¹⁾		
(i) Surface water	-	-
(ii) Groundwater	-	-
(iii) Third party water	1,10,360.03	-
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	1,10,360.03	-
Total volume of water consumption (in kilolitres)	1,10,360.03	-
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	0.00000243062	-
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	0.00005561743	-
Water intensity in terms of physical output	Not Applicable	-
Water intensity (optional) – the relevant metric may be selected by the entity		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

⁽¹⁾Water withdrawal/consumption computations have been undertaken using primary data based on Head Office. For other facilities, proxy-based approach has been used.

The Company's usage of water is restricted to human consumption purposes only. Further, efforts have been made to ensure that water is consumed judiciously. In the Corporate office, sensor/press taps are used in washrooms to economize water consumption.

4. Provide the following details related to water discharged:

Parameter	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)⁽¹⁾		
(i) To Surface water		
- No treatment	1,01,267.53	-
- With treatment – please specify level of treatment	4,111.01	-
(ii) To Groundwater		
- No treatment	Not Applicable	-
- With treatment – please specify level of treatment		-
(iii) To Seawater		
- No treatment	Not Applicable	-
- With treatment – please specify level of treatment		-
(iv) Sent to third-parties		
- No treatment	Not Applicable	-
- With treatment – please specify level of treatment		-
(v) Others		
- No treatment	Not Applicable	-
- With treatment – please specify level of Treatment		-
Total water discharged (in kilolitres)	1,05,378.54	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

⁽¹⁾Water discharge computations have been undertaken using primary data based on Head Office. For other facilities, proxy-based approach has been used.

The Company does not generate industrial wastewater. However, for the sewage that is produced, the Company have taken proactive steps by installing sewage treatment plants (STP) at some of our larger office premises. The majority of offices of the Company are branches spread nationwide, wherein the sewage is discharged as per local guidelines i.e. discharge is made to municipality or other bodies as applicable, wherein suitable treatment is done by them. Hence, it is not included in Company's reporting.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

As the Company's usage of water is restricted to human consumption purposes only, the Company has not implemented a mechanism for Zero Liquid Discharge. However, the Company has taken various initiatives as mentioned above to consume water judiciously.

Further, the Company is equipped with rainwater harvesting system and recycles waste water to reuse as flush water and in watering plants. Further, sensor based water taps are used to reduce wastage of water.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 2023-24	FY 2022-23
NOx	Being a financial services provider entity, the prescribed table does not apply to the Company.		
Sox			
Particulate matter (PM)			
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)			
Hazardous Air Pollutants (HAP)			
Others – please Specify			

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 1 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available) ⁽ⁱ⁾	Metric tonnes of CO ₂ equivalent	3.05	-
Total Scope 2 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available) ⁽ⁱ⁾	Metric tonnes of CO ₂ Equivalent	11,675.64	-
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	tCO ₂ e/₹	0.00000025722	-
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP)	tCO ₂ e/₹ adjusted for PPP	0.0000058857	-
Total Scope 1 and Scope 2 emission intensity in terms of physical output	-	Not Applicable	-
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	-	Not Applicable	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

⁽ⁱ⁾Emission computations have been undertaken using proxy-based approach.

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

The Company is endeavoring to minimize its GHG emissions where feasible. Further, through its CSR initiatives, the Company has undertaken various projects on environmental sustainability such as reforestation.

During the year, through employee volunteering, the tree plantation drives were conducted. The Company also supported initiative for mass fruit tree plantation.

Also, the Company is shifting towards green methods of conducting business, such as shifting towards electronic transactions by creating a robust digital infrastructure, eliminating paper reports and forms wherever possible, recycling and reducing waste in all premises through certified vendors, etc. form part of the Company's contribution towards this cause.

Further, the Company has adopted following measures to reduce the GHG emission:

- a. Planting of air purifier plants.
- b. Installation of energy efficient five-star ACs and electrical equipment in Head and Corporate Office and in few of the branches.
- c. Installation of VRF Air Conditioning System.
- d. Installation of Sewage Treatment Plant (SPT).
- e. The Company has applied for LEED certification for Its Corporate Office.
- f. The Company is planning for GREEN buildings in ongoing building construction projects.
- g. Installation of occupancy sensor lights in Head and Corporate Office buildings.
- h. LED light fixtures which are most energy efficient fixtures are being used in Company's premises.
- i. Installation of LED glow sign boards with timer facility which automatically switches off at daylight.
- j. Installation of hand dryers in washrooms to reduce consumption of paper napkins.
- k. Recycling of plastic waste including papers.
- l. The Company undertook clean up drive at Sanjay Gandhi National Park.
- m. The Company has launched initiatives to reduce food wastage and creates awareness for avoiding the wastage of food.
- n. Installation of RO plants.
- o. Installation of rain water harvesting system at Corporate Office.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2023-24	FY 2022-23
Total Waste generated (in metric tonnes)		
Plastic waste (A)	Plastic waste generated from our office premises are minimal as the majority of the plastics used in our office premises including plastic bags are biodegradable in nature. The amount generated is negligible, hence it isn't relevant to our activities.	
E-waste (B)	3.14	4.33
Bio-medical waste (C)	Not Applicable	
Construction and demolition waste (D)		
Battery waste (E)		
Radioactive waste (F)		
Other Hazardous waste. Please specify, if any. (G)		
Other Non-hazardous waste generated (H).		
This is purely Solid Waste which is divided into three part i.e. dry waste, wet waste and inert waste ⁽¹⁾	21.31	21.58
Total (A+B + C + D + E + F + G + H)	24.73	25.91
Waste intensity per rupee of turnover (Total waste generated/Revenue from operations)	0.00000000054	0.00000000097

Parameter	FY 2023-24	FY 2022-23
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated/Revenue from operations adjusted for PPP)	0.000000012	0.000000022
Waste intensity in terms of physical output	Not Applicable	Not Applicable
Waste intensity (optional) – the relevant metric may be selected by the entity	Not Applicable	Not Applicable
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
	Dry	Wet
(i) Recycled	7.62	7.96
(ii) Re-used		
(iii) Other recovery operations	-	-
Total	7.62	7.96
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	Our waste generation is minimal and consequently there is no requirement of incineration or landfilling activities.	
(ii) Landfilling		
(iii) Other disposal operations		
Total		

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

⁽ⁱ⁾Waste generated computations have currently been undertaken for the Head Office only.

E-waste generated by the Company is processed & disposed-of through registered e-waste vendors in an eco-friendly manner and the Company has accordingly received the certificate from registered e-waste vendor.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

We strive to reduce waste and recycle as much as possible. Our waste primarily comprises of foodwaste, paper, plastic and e-waste.

There is segregation of dry and wet waste and the solid waste management is done by recycling paper, tissue, plastic bottles and cardboard waste.

Given the nature of the business, there is no usage of toxic and hazardous chemicals by the Company. The Company has adopted waste management practices in the manner mentioned below:

Curbing generation of plastic waste: We have stopped procurement of plastic stationery and encourage our employees to use glass bottles at our offices to reduce the number of plastic bottles being discarded after use.

Reducing paper and printing consumption: We have implemented strong measures for digitising processes to reduce the need for paper. Further minimising the usage of paper across offices is an ongoing activity. Customer accounts have now transitioned to digital opening. The documents required as supporting are also uploaded digitally; accounts are being opened without any paper consumption. Paper based Office stationeries also have now been stopped apart from the mandatory ones.

E-waste management: IT waste are outsourced to vendor which disposes-of the wastes as per proper waste disposal mechanism. Our e-waste broadly includes computers, servers, scanners, UPSs, batteries, air conditioners, etc. All such e-wastes are being disposed of through registered e-waste vendors.

Food wastage management: The Company has been monitoring food wastage at the Head Office and other locations and the same is communicated to the employees through a board put up in the cafeteria.

Regular awareness is being created among employees for avoiding wastage of food through different way including educational sessions, practical tips, hording, observer, etc.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

Sr. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
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Not Applicable

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
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Not Applicable

13. Is the entity compliant with the applicable environmental law/regulations/guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Sr. No.	Specify the law/regulation/guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
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Based on the nature of its business, the Company complies with applicable environmental norms.

LEADERSHIP INDICATORS

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility/plant located in areas of water stress, provide the following information:

- (i) Name of the area - Not Applicable
(ii) Nature of operations - Not Applicable
(iii) Water withdrawal, consumption and discharge in the following format: Not Applicable

Parameter	FY 2023-24	FY 2022-23
Water withdrawal by source (in kilolitres)		
(i) Surface water		
(ii) Groundwater		
(iii) Third party water		
(iv) Seawater/desalinated water		
(v) Others		
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (Water consumption/turnover))		
Water intensity (optional) – the relevant metric may be selected by the entity		

Not Applicable

Parameter	FY 2023-24	FY 2022-23
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment		
- With treatment – please specify level of treatment		
(ii) To Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) To Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of Treatment		
Total water discharged (in kilolitres)		

Not Applicable

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

2. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2023-24	FY 2022-23
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2equivalent		
Total Scope 3 emissions per rupee of turnover			
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity			

Refer response below⁽ⁱ⁾

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

⁽ⁱ⁾The Company is into service-oriented business primarily involved in flow of information and financial transaction and believe that there is no direct emission to the environment which have adverse impact. The Company does not measure Scope 3 emissions.

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities:

The Company deals in providing financial services and as such we do not have direct impacts on biodiversity. However, prior to undertaking construction/acquisition of new office buildings, all permissions/no-objection certificates from the relevant local statutory authority are obtained viz. Environmental Assessment Authority, Forest Department, mining etc. to mitigate any adverse impact on bio-diversity.

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/effluent discharge/waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1.	Tree plantation	Tree plantation drive through employee volunteering planted 700 trees. Supported an initiative for mass fruit tree plantation on the lands of marginal farmers.	Promoted ecological balance and also a source of income for the farmers in the long run.
2.	Rain water harvesting system	Under CSR initiatives, the Company has installed rain water harvesting systems in a rural school.	This initiative ensured availability of water for the students throughout the year. More than 400 students to be benefitted through these rain water harvesting system.
3.	Eco-friendly pen made up of recycled paper	The Company undertook eco-friendly pen making initiatives through its employees. The pens were made by recycling old newspapers. Seeds of various vegetables were added at the bottom of pens, so once the ink is over the seeds can be planted after removing the refill.	This initiative ensured recycling of discarded material, conservation of resources, lower carbon footprint, biodegradability, promotion of recycling culture, educational value and many more.
4.	Clean-up Dive	The Company undertook clean up drive at Sanjay Gandhi National Park. Employees Volunteered to clean the park- collected plastic bottles, wrappers, etc.	The initiative ensured that the public place looks clean, it is safe for the visitors and nature by removing harmful objects like plastic, glass, etc.
5.	Waste recycling	We have engaged ourselves with a vendor who manage waste for us at our tower locations for wet and dry waste. Currently we have only commissioned vendor for one location but subsequently we would engage them for other locations as well depending on the quality of service.	In FY 2023-24, 7.62 metric tonnes of dry waste and 7.96 metric tonnes of wet waste were generated and recycled. Further, 3.14 metric tonnes metric tonnes of e-waste was generated and disposed safely.
6.	Tap Water Installation	The Company has installed tap water purification system at our Head Office with the goal of reducing the environmental impact of consuming tap water versus bottled water and having better mineral content. In addition, tap water systems are more affordable than bottle water.	Tap water is safe, better for the environment, less expensive and offers health benefits such as fluoride that may be lacking in many bottled water products.
7.	Dual Flush Valves Toilets	With a view of less water consumption for flushing liquid waste and positive environmental impact, the Company has installed dual flush valves toilets in Head & Corporate Office and in some of the branches. Under dual flush system, we have two options to select i.e. a half flush and a full flush. A half flush is ideal for liquid wastes and a full flush is used for solid wastes.	Older toilet valves models would use as much as 15 liters per flush, a dual toilet loaves flush system uses only about 7 liters each flush.

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
8.	Moved from physical server to virtual servers	<p>The Company has recently undertaken a significant infrastructure upgradation. We have transitioned from traditional physical servers to more efficient and flexible virtual server environments.</p> <p>This strategic move allows us to optimize resource utilization, enhance scalability, and streamline maintenance processes. By leveraging virtualization technology, we aim to improve our overall IT performance and better align our infrastructure with evolving business needs.</p>	<p>This initiative of the Company ensure scalability, improved resource utilization, enhanced disaster recovery, increased flexibility and mobility, reduced downtime and saves operating expenses.</p> <p>Virtual servers reduced a data center's carbon footprint.</p>
9.	Donating of Computers to various schools in rural area	We have donated 50 computers in useable condition to various schools situated in rural area.	Through this initiative, we have promoted computer education in rural area and also motivate us towards optimum utilization of resources and reducing impact on environment.
10.	Sensor based urinal Pot installation	We have installed Sensor based urinal pots at Head and Corporate Office and branches.	By installing sensors urinals we are saving 5 to 10 litres per use as compared to using a WC

Further, the Company has adopted following other measures to improve resource efficiency and reduce impact due to emissions/effluent discharge/waste generated:

- a. Planting of air purifier plants.
- b. Installation of energy efficient five-star ACs and electrical equipment in Head and Corporate Office and in few of the branches.
- c. Installation of VRF Air Conditioning System.
- d. Installation of Sewage Treatment Plant (SPT).
- e. The Company has applied for LEED certification for Its Corporate Office.
- f. The Company is planning for GREEN buildings in ongoing building construction projects.
- g. Installation of occupancy sensor lights in Head and Corporate Office buildings.
- h. LED light fixtures which are most energy efficient fixtures are being used in Company's premises.
- i. Installation of LED glow sign boards with timer facility which automatically switches off at daylight.
- j. Installation of hand dryers in washrooms to reduce consumption of paper napkins.
- k. Recycling of plastic waste including papers.
- l. The Company undertook clean up drive at Sanjay Gandhi National Park.
- m. The Company has launched initiatives to reduce food wastage and creates awareness for avoiding the wastage of food.
- n. Installation of RO plants.
- o. Installation of rain water harvesting system at Corporate Office.

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/web link.

Yes, the Company has a Business Continuity & Disaster Recovery Policy & Plan in place.

The purpose of the Business Continuity & Disaster Management Policy is to formalise the business continuity program of the Company and to provide guidelines for developing, implementing, exercising, and maintaining group specific business continuity plans for the respective business. Business continuity plans is to prevent and recovery systems for potential threats, such as natural disasters or cyber-attacks. It is designed to protect personnel and assets and make sure they can function quickly when disaster strikes. Regular tests are conducted to ensure there are no weakness, which can be identified and corrected.

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?

Given the nature of the Company's business, there has been no adverse impact on environment and the Company also expects all its value chain partners to follow existing regulations to avoid adverse impact to the environment.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts:

Not Applicable

PRINCIPLE

7

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1. a. Number of affiliations with trade and industry chambers/associations.

The Company was a member of 7 (Seven) trade and industry chambers/associations during the FY 2023-24.

b. List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

Sr. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/associations (State/National)
1	Association of National Exchanges of Members of India ("ANMI")	National
2	Bombay Stock Exchange Brokers' Forum ("BBF")	National
3	Association of Portfolio Managers in India ("APMI")	National
4	Commodity Participants Association of India ("CPAI")	National
5	SHRM- Society for Human Resource Management	National
6	Harvard Business School India	National
7	The National HRD Network ("NHRDN")	National

2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the Company, based on adverse orders from regulatory authorities:

Name of authority	Brief of the case	Corrective action taken
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Not applicable as No material instances reported

LEADERSHIP INDICATORS

1. Details of public policy positions advocated by the entity:

Sr. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly/ Others – please specify)	Web link, if available
1.	The Company is the member of Association of National Exchange Members of India (“ANMI”). ANMI is dedicated for the growth of the Capital Market, economic development of the country and the overall interest of investors and its members at large by becoming a bridge and channel between regulator, exchanges and participants.	Senior leadership team of the Company takes active part in various forums and committees aimed at spreading financial literacy, increasing investor awareness, among others. Also, the Company has advocated	Yes	Ongoing & Need based	https://anmi.in/about-anmi
2.	Bombay Stock Exchange Brokers’ Forum (BBF) is dedicated for consultations with regulators and exchanges, advocacy for enhanced markets through policy papers, seminars/webinars/workshops for members, international investment conference summits, sessions on Investor Education and Awareness and a monthly Capital Market & Life Lifestyle Magazine	various governance, administration, economic and educational reforms through ANMI, APMI, CPAI and BSE Broker’s Forum	Yes	Ongoing & Need based	https://www.brokersforumofindia.com/aboutus.php
3.	The Company is the member of Association of Portfolio Managers in India APMI. (“APMI”). APMI strives to protect and promote the interests of the portfolio management industry and its investors, to define and maintain high professional and ethical standards, etc.		Yes	Ongoing & Need based	https://www.apmiindia.org/apmi/welcome.htm

PRINCIPLE

8

Businesses should promote inclusive growth and equitable development

ESSENTIAL INDICATORS

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by Independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
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Not Applicable

The company has undertaken Social Impact Study through Independent Social Impact Assessment Agency for one of its corporate social responsibility initiatives facilitated through Motilal Oswal Foundation to enhance educational opportunities and safety for girls in Western Rajasthan on pilot project basis.

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your Company.

Name of Project for which R&R is ongoing	State	District	No of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
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Not Applicable

3. Describe the mechanisms to receive and redress grievances of the community:

The Company has various mechanisms in place to receive and redress grievances of community including regular interactions with community by physical visits and discussion over phone, fax, email, personal visits, and physical letters etc.

The Company also deal with concern of community though various CSR initiatives run by Motilal Oswal Foundation directly and indirectly.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

Particulars	FY 2023-24	FY 2022-23
Directly sourced from MSMEs/ small producers	As a Financial Services entity, our inputs are primarily in form of technological infrastructure, platforms and services. Thus, options to procure locally for an organisation like ours is limited. However, our branches are spread across the country, and we procure the consumables such as stationery items from the local suppliers who are in the surrounding area.	
Directly from within India		

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis) in the following locations, as % of total wage cost

Location	FY 2023-24	FY 2022-23
Rural	-	-
Semi-urban	1.72	2.42
Urban	15.28	14.98
Metropolitan	83.01	82.60

LEADERSHIP INDICATORS

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
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The Independent Social Impact Assessment Agency has not reported any negative impact of Company's Social Responsibility initiatives on society.

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

Sr. No.	State	Aspirational District	Amount spent (In INR)
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Nil

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/vulnerable groups? (Yes/No)
 (b) From which marginalised/vulnerable groups do you procure?
 (c) What percentage of total procurement (by value) does it constitute?

Yes, the Company has preferential procurement policy which is available on the website of the Company at <https://www.motilaloswalgroup.com/Downloads/IR/151009073Sustainable-Sourcing-and-Preferential-Procurement-Policy.pdf>

The Company's major material requirements are related to office infrastructure, administration and IT related equipments and services. Although, there is very limited procurement requirement, the Company takes various initiatives to have responsible sourcing.

The Company, wherever practically possible and feasible, has tried to improve the capacity and capability of local and small vendors by patronizing them to supply/provide different services required by the Company for its day to day administration/operations.

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

Sr. No.	Intellectual Property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating Benefit share
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Not applicable

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved:

The Company is not in the business of inventions, literary, musical and artistic works and symbols, names, images, and designs used in commerce, for which IP owners are granted certain exclusive rights under national IP laws.

Name of authority	Brief of the case	Corrective action taken
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Not applicable

6. Details of beneficiaries of CSR Projects:

Sr. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1.	Seva Sahayog Foundation Working towards improving quality of education and school infrastructure at schools in Wada.	12,000	100.00
2.	Abhiyan Supported setting up of library in community	100	100.00
3.	Global Vikas Trust Supporting construction of Farmer's training centre at Parli	1,000	90.00
4.	Bhagwan Mahaveer Vikalang Seva Samiti Aid to the People with Disability	1815	100.00
5.	Marudhar Mahila Sangh Contribution towards building girls hostel at the existing campus	110	100.00
6.	Disha Counseling Center Career Counseling at Wada	200	100.00
7.	Global Thought Foundation Teachers training session on stress management.	28	100.00
8.	JITO hubballi girls hostel and education Contribution towards building girls hostel	230	100.00
9.	Life care and peace mission Contribution towards building animal hospital	1000-1500	100.00
10.	Tattva Education Foundation For educational activities	50-100	100.00
11.	Marwar Education Foundation Educational Program at School	100	100.00

PRINCIPLE

9

Businesses should engage with and provide value to their consumers in a responsible manner

ESSENTIAL INDICATORS

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

We receive client complaints/queries via phone, fax, email, personal visits, and physical letters from clients as well as through their affiliated authorised individuals and branches. We also receive complaints from clients through Regulatory Authority, Exchanges, Advocates, Consumer Forums, SCORES Login for Research Analyst, Smart ODR Portal, Consumer forums etc.

The online centralised system stores complaints that are received from multiple sources together with the relevant information. Also, each complaint is first understood and its root cause is looked into. The Grievance team is in charge of handling complaints that come over their desk with care.

We segregate all the client's queries and complaints separated. The client is then given a thorough response based on the examination of the facts, followed by the proper response or resolution with pre-decided TATs.

2. Turnover of products and/services as a percentage of turnover from all products/service that carry information about:

Particulars	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not applicable to our products and services
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

Type of Complaints	FY 2023-24			FY 2022-23		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Data privacy	Nil	Nil	-	Nil	Nil	-
Advertising	Nil	Nil	-	Nil	Nil	-
Cyber-security	Nil	Nil	-	Nil	Nil	-
Delivery of essential services	Nil	Nil	-	Nil	Nil	-
Restrictive Trade Practices	Nil	Nil	-	Nil	Nil	-
Unfair Trade Practices	455	14	-	568	14	-
Other	2,849	73	-	2,704	93	-

4. Details of instances of product recalls on account of safety issues:

Particulars	Number	Reasons for recalls
Voluntary recalls	Not applicable.	
Forced recalls		

5. Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, the Company has framed policies with respect to information technology/cyber security risk which set forth limits, mitigation strategies and internal controls.

Information Security Management Policy, Cyber Security Policy, Cyber Resilience Policy are in place for protecting the organisation's cyber space against cyber-attacks, threats and vulnerabilities.

The Company has Personal Data Protection Standard to ensure that all the Personal Data is kept secured using appropriate technical and organisational measures including necessary policies, processes and controls. The Company implements and maintains as a minimum the information security standards and frameworks required by applicable laws and regulations.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services.

During the year, few computer user profile files like text, and notepad files were infected with ransomware malware. Payloads identified to be related to LockBit malware. The infected system is an end-user system text file belonging to User domains. Servers or business applications were not impacted as hosted in different domains. The incident was resolved immediately by blocking identified payloads on antivirus servers.

Further, the Company has taken below corrective actions immediately to mitigate vulnerabilities, threats and attacks including information on bugs/vulnerabilities/threats.

- Identified payloads that were being blocked in the Antivirus server and added the identified malicious files in the Antivirus server.
- Further, all the infected systems were validated for persistence on the impacted systems, and clean-up was done.

- iii. The payload was identified and removed from database.
- iv. Blocked vulnerable Anydesk remote support tool access across our IT environment.
- v. Password changes by all users as a precaution.
- vi. Complete Full Disk Scanning on all the computers.

The aforesaid incidents have been reported to the appropriate authorities.

No penalty/Regulatory action has been levied or taken on the above-mentioned parameters.

7. Provide the following information relating to data breaches:

- a. Number of instances of data breaches: Nil
- b. Percentage of data breaches involving personally identifiable information of customers: Nil.
- c. Impact, if any, of the data breaches: Not Applicable

LEADERSHIP INDICATORS

1. Channels/platforms where information on products and services of the Company can be accessed (provide web link, if available).

Information on products and services of the Company can be accessed on www.motilaloswalgroup.com

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

We educate our client through various modes with respect to markets and risk associated with it. Our KYC Form itself has Rights & Obligations, Dos & Don'ts, Policy Procedures wherein all important information is mentioned with respect to their account, margins, collaterals, pay-in, pay-outs.

Further, for client awareness, we regularly upload important regulatory circular under client's login page which may impact clients.

We send all kind of communications to all the clients via SMS, e-mails and notification on every trade.

Further, the following steps are taken to inform and educate consumers about safe and responsible usage services:

- a) Information is regularly updated on website.
- b) Regular emailers, SMS and Notifications are sent to consumers.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services:

Consumers are informed of any risk of disruption/discontinuation of essential services through the below means of communication.

- a) Call Centre
- b) Website
- c) Email and SMS
- d) Company's branches

4. Does the Company display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief.

Yes, we provide product information on our website over and above what is mandated under local laws.

5. Did your Company carry out any survey with regard to consumer satisfaction relating to the major products/services of the Company, significant locations of operation of the Company or the Company as a whole? (Yes/No).

Yes. Survey is carried out to understand customer advocacy of Company's products and services. This is carried out telephonically across all segments of our customer base.

Standalone Financial Statements





Independent Auditor's Report

To
The Members of
Motilal Oswal Financial Services Limited

Report on the Audit of the Standalone Financial Statements

1. Opinion

We have audited the accompanying standalone financial statements of Motilal Oswal Financial Services Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ('SA's) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI')

together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

3. Emphasis of Matter

Attention is invited to:

Note 69 of the standalone financial statements of the Company, regarding the Scheme of Arrangement to restructure the business of the Company w.e.f. April 01, 2023, for which subsequent to the approval of its Board, the Company has initiated the process of obtaining necessary statutory and regulatory approvals of its shareholders. Post receipt of the required approvals and in completion of the related procedural aspects towards the scheme, effect of such scheme will be given in the books of account.

Our opinion is not modified in respect of this matter.

4. 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	How our audit addressed the key audit matter
1.	<p>Information Technology (IT) Systems and Controls</p> <p>The Company's key financial accounting and reporting processes are highly dependent on the automated controls over the Company's information systems, such that there exists a risk, that gaps in the IT general control environment could result in a misstatement in the financial accounting and reporting systems. Accordingly, we have considered user access management, segregation of duties and controls over system change over key financial accounting and reporting systems, as a key audit matter.</p>	<p>Our Audit Approach:</p> <p>With the help of our IT specialists, we obtained a complete understanding of the Company's IT applications, its databases and operating systems that are relevant to financial reporting and the control environment. Our audit approach was a combination of test of internal controls and substantive procedures which included the following:</p> <p>General IT controls design, observation and operation:</p> <ul style="list-style-type: none"> ➤ Tested the key controls operating over the information technology in relation to financial accounting and reporting systems, including system access and system change management, program development and computer operations. <p>User access controls operation:</p> <ul style="list-style-type: none"> ➤ Obtained management's evaluation of the access rights granted to applications relevant to financial accounting and reporting systems and tested resolution of a sample of expectations. ➤ Further, we have assessed the design and operating effectiveness of controls over granting and removal of access rights. <p>Application controls:</p> <ul style="list-style-type: none"> ➤ We have tested the design and operating effectiveness of automated controls that are critical to the financial accounting and reporting. ➤ For any identified material deficiencies, we have tested the design and operating effectiveness of compensating controls and where necessary, extended the scope of our substantive testing.

5. Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Report on Corporate Governance (but does not include the Financial Statements and our auditor's report thereon) which we obtained prior to the date of this auditor's report and Board's Report, Management Discussion and Analysis and Business Responsibility and Sustainability Report, which are expected to be made available to us after that date.

Our opinion on the Standalone Financial Statements does not cover the other information

and we will 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 identified above when it becomes available 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 on the other information that we obtained prior to the date of this auditor's report, 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.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

6. Responsibilities of Management and those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including Ind AS, specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, the management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

7. Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

- i. 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.
- ii. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to standalone financial statements in place and the operating effectiveness of such controls.
- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management and Board of Directors.
- iv. 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.

- v. 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 misstatement 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 standalone financial statements for the financial year ended March 31, 2024 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.

8. Other Matters

Share of profit from investment in a limited liability partnership aggregating to ₹ Nil lakh for the quarter ended March 31, 2024 and ₹ (1) lakh for the year ended March 31, 2024, included in the Statement, is based on the unaudited financial statements of such entity. These financial statements have been furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this entity, is based solely on the report of the other auditor.

Our opinion is not modified in respect of the above matter.

9. Report on Other Legal and Regulatory Requirements

- i. As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- ii. 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 purpose 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 except for the matters stated in the paragraph h(vi) below on reporting under Rule 11 (g).
 - c. The standalone Balance Sheet, Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

- e. On the basis of written representations received from the directors as on March 31, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls with reference to the standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
- g. With respect to the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the managerial remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 the financial position in its standalone financial statements – Refer Note 38 to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2024;
 - iv. (a) The Management has represented that to the best of its knowledge and belief, as disclosed in Note 66 to the Standalone Financial Statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The Management has represented that to the best of its knowledge and belief, as disclosed in Note 66 to the Standalone Financial Statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - (c) Based on audit procedures 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) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. As stated in note 23 of the standalone financial statement, the dividend declared / paid during the year is in compliance with Section 123 of the Act. The Company has not proposed any final dividend during the year.

vi. Based on our examination, which included test checks, the Company has used various accounting software(s) for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software(s), except that in respect of one accounting software the audit trail was enabled only for some part of the year. Further, other than as mentioned herein in regards

to one of the software, during the course of our examination, we did not come across any instance of audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For Singhi & Co.

Chartered Accountants

Firm Registration No. 302049E

Sd/-

Amit Hundia

Partner

Membership No. 120761

UDIN: 24120761BKCMQL4325

Place: Mumbai

Date: April 26, 2024

Annexure A to the Independent Auditor's Report of even date on the standalone financial statements of Motilal Oswal Financial Services Limited

Referred to in paragraph [9(i)] under Report on Other Legal and Regulatory Requirements' section of our report of even date

According to the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- (i) a) A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of Right-of-use Assets.
B) The Company has maintained proper records showing full particulars of Intangible Assets.
- b) The Company has a program of physical verification of its property, plant and equipment (PPE) under which all PPE are verified once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, PPE were verified by an external professional and by the management separately for the different locations. No material discrepancies were noticed on the physical verification of such PPE carried out during the year.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties included in Property, Plant and Equipment are held in the name of the Company.
- d) The Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or Intangible Assets during the year.
- e) According to the information and explanations and representation given to us, no proceedings have been initiated or is pending against the Company during the year for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) a) The Company's business does not involve inventory and accordingly, paragraph 3(ii)(a) of the Order is not applicable to the Company.
b) During the year, the Company has been sanctioned working capital limits in excess of ₹ five crores in aggregate from banks / financial institutions on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements and as per note 16 of the Standalone Financial Statements, we have observed differences / reconciliation items in the quarterly returns / statements filed by the Company with such banks / financial institutions as compared to the books of accounts maintained by the Company. However, we have not carried out a specific audit of such statements.
- (iii) During the year, in the ordinary course of its business, the Company has made investments in and granted loans and advances in the nature of loans, secured and unsecured, to Companies, firms, LLP's and other parties:
 - a) The Company is in the business of providing loans which are called as margin trading funding (MTF). According to the explanations and representations given to us by the Company, this is one of the principal business of the Company which is also described in its object clause specified in Memorandum of Association. Accordingly, clause (iii)(a) is not applicable to the Company.
 - b) In our opinion, having regard to the nature of the Company's business, the investments made and the terms and conditions of the grant of all loans and advances in the nature of loans are prima facie, not prejudicial to the Company's interest. Further, during the year the Company has not provided guarantees, given security and granted loans and advances in the nature of guarantees to companies, firms, Limited Liability Partnerships or any other parties.
 - c) According to the information and explanations given to us, in case of loans given in the nature of MTF, the schedule of payment of interest has been stipulated but the schedule of repayment of principal amount of such loans are not stipulated. In respect of loans given to related parties, the schedule of repayment of principal and payment of interest has not been stipulated. In respect of loans other than MTF and loans given to related parties,

the Company has stipulated the schedule of repayment of principal and payment of interest, whose repayment and payment is regular.

During the year, the Company has not granted advances in the nature of loans.

- d) In respect of loans granted by the Company, there are no amount overdue for more than ninety days.
- e) The Company is in the business of providing loans which are MTF. According to the explanations and representations given to us by the Company, this is one of the principal

business of the Company which is also described in its object clause specified in Memorandum of Association. Accordingly, clause (iii) (e) is not applicable to the Company.

- f) According to the information and explanations given to us, the Company has granted loans repayable on demand or without specifying any terms or period of repayment. Of these following are the details of the aggregate amount of loans granted to promoters, related parties as defined in clause (76) of Section 2 of the Companies Act, 2013.

(₹ in lakhs)

Particulars	All Parties	Related Parties	Promoters
Aggregate amount of loans			
- Repayable on demand (A)	90,400	90,400	-
- Agreement does not specify any terms or period of repayment (B)	34,44,547	-	-
Total (A+B)	35,34,947	90,400	-
Percentage of loans to total loans	100%	3%	-

- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans, made investments or provided guarantees and securities under Section 185 of the Act. The Company has complied with the provisions of Sections 186 of the Act in respect of grant of loans and making investments. The Company has not provided any guarantees and securities. Accordingly, para 3(iv) of the Order is not applicable to that extent.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company. We are informed by the management that no order has been passed by the Company Law Board, National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal against the Company in this regard.
- (vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under paragraph 3(vi) of the Order is not applicable to the Company.
- (vii) In respect of Statutory dues:
- a) The Company has generally been regular in depositing undisputed statutory dues, including goods and service tax, provident fund, employees' state insurance, income tax, cess and other material statutory dues applicable to it to the appropriate authorities. As explained to us, the Company did not have any dues on account of sales tax, service tax, duty of customs, duty of excise and value added tax.
- b) There are no undisputed amounts payable in respect of goods and services tax, provident fund, employees' state insurance, income tax, cess and other material statutory dues which were outstanding, at the year end, for a period of more than six months from the date they became payable.
- c) The details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024, on account of disputes are given below:

Name of Statute the	Nature of Dues	Amount involved (₹ in Lakhs)	Amount paid under Protest (₹ In Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Act, 1961 Tax	Income Tax	43	-	F.Y 2012-13	Commissioner of Income Tax (Appeals)
Income Act, 1961 Tax	Income Tax	1,924	100	F.Y 2013-14	Commissioner of Income Tax (Appeals)

Name of Statute the	Nature of Dues	Amount involved (₹in Lakhs)	Amount paid under Protest (₹ In Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Act, 1961 Tax	Income Tax	1,229	92	F.Y 2014-15	Commissioner of Income Tax (Appeals)
Income Act, 1961 Tax	Income Tax	17	-	F.Y 2015-16	Commissioner of Income Tax (Appeals)
Income Act, 1961 Tax	Income Tax	19	-	F.Y 2016-17	Commissioner of Income Tax (Appeals)
Income Act, 1961 Tax	Income Tax	15	-	F.Y 2017-18	Commissioner of Income Tax (Appeals)
Income Act, 1961 Tax	Income Tax	713	-	F.Y 2019-20	Commissioner of Income Tax (Appeals)
	Total	3,960	192		

- (viii) According to the information and explanations given to us, there are no transactions which have not been recorded in the books of account but have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or in the payment of interest thereon to any lender.
- b) According to the information and explanation given to us, and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government.
- c) In our opinion and according to the information and explanation given to us, money raised during the year through term loans have been applied for the purpose for which they were raised other than temporary deployment pending application of proceeds in the normal course of business.
- d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.
- e) On an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and associate during the year. The Company does not have a joint venture.
- f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised any loans during the year on the pledge of securities held in its subsidiaries or its associate company. The Company does not have a joint venture. Hence the requirement to report on clause ix (f) of the order is not applicable to the Company.
- (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 and hence reporting under paragraph 3 (x)(a) of the Order is not applicable to the Company.
- 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 and hence reporting under paragraph 3 (x)(b) of the Order is not applicable to the Company.
- (xi) a) According to the information, explanation and representations given to us, no fraud by the Company or any fraud on the Company has been noticed or reported during the year.
- b) During the year, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) According to the information, explanation and representations given to us, no whistle blower complaint has been received by the Company during the year.

- (xii) The Company is not a nidhi company and hence reporting under paragraph 3 (xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given by the management, all the transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable, and the details of related party transactions have been disclosed in the notes to the financial statements etc, as required by the applicable accounting standards.
- (xiv) a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered the internal audit reports of the Company issued till date, for the period under audit.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with them as referred to in section 192 of the Act. Thus, paragraph 3(xv) of the Order is not applicable to the Company.
- (xvi) a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India (RBI) Act, 1934. Accordingly, clause 3 (xvi) (a) of the Order is not applicable.
- b) The Company has not conducted any Non-Banking Financial or Housing Finance Activities. Accordingly, clause 3 (xvi) (b) of the Order is not applicable.
- c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence reporting under paragraph 3 (xvi)(c) of the Order is not applicable.
- d) According to the information and explanations given to us, there is no CIC in the Group.
- (xvii) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xvii) There has been no resignation of the Statutory Auditors during the year and accordingly requirement to report on clause 3(xviii) of the order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.
- Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in the annual report is expected to be made available to us after the date of this auditor's report.
- (xx) (a) There are no unspent amounts towards Corporate Social Responsibility ('CSR'). Accordingly, reporting under paragraph 3(xx)(a) of the Order is not applicable for the year.
- (b) The Company does not have any ongoing projects in accordance with the requirements of CSR guidelines and hence, reporting under paragraph 3(xx)(b) of the Order is not applicable for the year.
- (xxi) As the Company is also preparing its consolidated financial statement, reporting under paragraph 3 (xxi) is given in the consolidated audit report.

For Singhi & Co. Chartered Accountants
Firm Registration No. 302049E

Sd/-
Amit Hundia
Partner

Membership No. 120761
UDIN: 24120761BKCMQL4325

Place: Mumbai
Date: April 26, 2024

Annexure B to the Independent Auditor's Report of even date on the standalone financial statements of Motilal Oswal Financial Services Limited

Referred to in paragraph [9(ii)(f)] under Report on Other Legal and Regulatory Requirements' section of our report of even date.

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

We have audited the internal financial controls with reference to the Standalone Financial Statements of Motilal Oswal Financial Services Limited (the "Company") as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone 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 Company's internal financial controls with reference to these standalone financial statements

Meaning of Internal Financial Controls with reference to these standalone financial statements

A Company's internal financial control with reference to standalone 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 standalone financial statements includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone 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 standalone financial statements to future periods are

subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2024 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 Singhi & Co. Chartered Accountants
Firm Registration No. 302049E

Place: Mumbai
Date: April 26, 2024

Sd/-
Amit Hundia
Partner
Membership No. 120761
UDIN: 24120761BKCMQL4325

Standalone Balance Sheet

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note	As at 31 March 2024	As at 31 March 2023
I. ASSETS			
1. Financial assets			
(a) Cash and cash equivalents	5	2,79,799	94,958
(b) Bank balance other than (a) above	6	6,74,092	6,21,157
(c) Receivables			
(i) Trade receivables	7	1,46,628	66,918
(ii) Other receivables		1,975	882
(d) Loans	8	3,48,676	1,32,782
(e) Investments	9	5,47,650	4,05,604
(f) Other financial assets	10	24,755	17,849
Sub - total financial assets (A)		20,23,575	13,40,150
2. Non - financial assets			
(a) Investment property	11	7,586	7,643
(b) Property, plant and equipment	12A	47,143	32,813
(c) Other intangible assets	12B	2,722	2,999
(d) Other non - financial assets	13	5,971	5,670
Sub - total non - financial assets (B)		63,422	49,125
Total assets (A+B)		20,86,997	13,89,275
II. LIABILITIES AND EQUITY			
Liabilities			
1. Financial liabilities			
(a) Payables	14		
(i) Trade payables			
(i) total outstanding dues of micro enterprise and small enterprise		1,755	1,708
(ii) total outstanding dues of other than micro enterprise and small enterprise		5,16,796	3,14,916
(ii) Other payables			
(i) total outstanding dues of micro enterprise and small enterprise		-	-
(ii) total outstanding dues of other than micro enterprise and small enterprise		-	-
(b) Debt securities	15	4,51,041	2,74,163
(c) Borrowings (Other than debt securities)	16	2,21,519	99,387
(d) Deposits	17	4,132	115
(e) Other financial liabilities	18	2,74,310	2,37,330
Sub - total financial liabilities (A)		14,69,553	9,27,619
2. Non - financial liabilities			
(a) Current tax liabilities (net)	19	95	1,242
(b) Provisions	20	4,167	3,474
(c) Deferred tax liabilities (net)	21	14,579	8,483
(d) Other non - financial liabilities	22	7,009	3,103
Sub - total non - financial liabilities (B)		25,850	16,302
Equity			
(a) Equity share capital	23	1,490	1,479
(b) Other equity	24	5,90,104	4,43,875
Sub - total equity (C)		5,91,594	4,45,354
Total Liabilities and equity (A+B+C)		20,86,997	13,89,275

The accompanying notes form an integral part of the financial statements

As per our report of even date

For Singh & Co.

Chartered Accountants

Firm Registration No. 302049E

Sd/-

Amit Hundia

Partner

Membership Number: 120761

For and on behalf of the Board of Directors

Motilal Oswal Financial Services Limited

CIN: L67190MH2005PLC153397

Sd/-

Motilal Oswal

Managing Director and

Chief Executive Officer

DIN : 00024503

Sd/-

Shalibhadra Shah

Chief Financial Officer

Place : Mumbai

Date : 26 April 2024

Sd/-

Raamdeo Agarawal

Non-Executive Chairman

DIN : 00024533

Sd/-

Kailash Purohit

Company Secretary

Place : Mumbai
Date : 26 April 2024

Standalone Statement of Profit and Loss

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Revenue from Operations			
(i) Interest income	25	93,255	47,291
(ii) Dividend income	26	14,565	591
(iii) Rental income	27	1,969	1,900
(iv) Fees and commission income	28		
- Brokerage and fees income		2,34,852	1,75,649
- Other commission income		23,751	18,449
(v) Net gain on fair value changes	29	79,867	17,546
(vi) Other operating income	30	5,782	5,200
1) Total revenue from operations		4,54,041	2,66,626
2) Other income	31	5,629	2,645
3) Total Income (1 + 2)		4,59,670	2,69,271
Expenses			
(i) Finance cost	32	44,152	21,733
(ii) Fees and commission expense	33	1,07,001	77,886
(iii) Impairment on financial instruments	34	3,791	1,548
(iv) Employee benefits expense	35	81,536	61,095
(v) Depreciation and amortization expenses	36	7,203	5,006
(vi) Other expenses	37	36,761	29,473
4) Total expenses		2,80,444	1,96,741
5) Profit/(loss) before tax (3-4)		1,79,226	72,530
Tax expense			
(i) Current tax	53	23,271	15,829
(ii) Deferred tax expense		7,197	35
(iii) Excess provision for earlier years		(280)	(225)
6) Total tax expenses		30,188	15,639
7) Profit for the year (5-6)		1,49,038	56,891
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss			
(a) Actuarial gain/(loss) on post retirement benefit plans		(381)	64
(b) Fair value gain/(loss) of investment		12,657	(3,976)
(c) Tax impact on the above		592	446
8) Other Comprehensive Income for the year		12,868	(3,466)
Total Comprehensive Income for the year (7 + 8)		1,61,906	53,425
Earnings per share (EPS) (Face Value Re. 1 per equity share)	41		
Basic EPS (amount in ₹)		100.52	38.40
Diluted EPS (amount in ₹)		99.46	38.26

The accompanying notes form an integral part of the financial statements

As per our report of even date

For Singhi & Co.

Chartered Accountants

Firm Registration No. 302049E

Sd/-

Amit Hundia

Partner

Membership Number: 120761

For and on behalf of the Board of Directors

Motilal Oswal Financial Services Limited

CIN: L67190MH2005PLC153397

Sd/-

Motilal Oswal

Managing Director and

Chief Executive Officer

DIN : 00024503

Sd/-

Shalibhadra Shah

Chief Financial Officer

Place : Mumbai

Date : 26 April 2024

Sd/-

Raamdeo Agarawal

Non-Executive Chairman

DIN : 00024533

Sd/-

Kailash Purohit

Company Secretary

Place : Mumbai

Date : 26 April 2024

Standalone Cash Flow Statement

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
A. Cash flow from operating activities		
Profit before taxation	1,79,226	72,530
Adjustment for:		
Unrealized (gain)/loss	(69,804)	16,345
Expense on employee stock option scheme cost	1,967	2,640
(Gain)/loss on lease	(118)	-
Interest expense on lease	754	358
Interest Income on Financial assets	(74)	-
Depreciation, amortisation and impairment	7,203	5,005
Dividend income	(14,565)	(591)
Profit on sale of investment	(10,063)	(33,891)
Gain on partnership firm	(223)	(470)
(Profit)/Loss on sale of Property, plant and equipment	94	-
Impairment on financial instruments	3,791	1,548
Operating profit	98,188	63,474
Adjustment for working capital changes		
Increase/(decrease) in provision	311	544
Increase/(decrease) in other financial liabilities	32,022	1,61,633
Increase/(decrease) in payables	2,01,926	(32,284)
Increase/(decrease) in other non financial liabilities	3,906	638
(Increase)/decrease in loans	(2,15,894)	(44,320)
(Increase)/decrease in other financial assets	(7,264)	16,184
(Increase)/decrease in other non financial asset	(302)	(1,736)
(Increase)/decrease in trade receivables	(84,594)	(1,667)
(Increase)/decrease in fixed deposit (Original maturity of more than 3 months)	(52,934)	(3,08,154)
(Increase)/decrease in liquid investment	31	27,218
Cash generated/(used) from operations	(24,604)	(1,18,470)
Direct taxes paid (net)	(24,647)	(14,746)
Net cash generated/(used) from operating activities (A)	(49,251)	(1,33,216)
B. Cash flow from investing activities		
Proceeds from sale of investment	14,742	86,828
Proceeds from sale of equity shares in subsidiary company	-	12,000
Purchase of equity shares in subsidiary company	(5,700)	(5)
Purchase of Investments	(58,372)	(84,189)
Purchase of Property, plant and equipment	(13,163)	(10,497)
Sale of Property, plant and equipment	23	-
Purchase of intangibles	(827)	(1,743)
Dividend Income	14,565	591
Net cash generated/(used) from investing activities (B)	(48,732)	2,985
C. Cash flow from financing activities		
Payment of lease liabilities	(1,817)	(1,194)
Interest paid on lease liabilities	(754)	(358)
Proceeds / (repayment) of borrowings & debt securities (short-term)	3,00,590	1,89,837
Repayment of debt securities	(1,580)	(33,380)
Proceeds from issue of equity shares	11	3
Premium on issue of equity shares	7,590	975
Proceeds from deposits received	4,017	17
Dividend paid	(25,233)	(14,823)
Buyback of shares (including buyback expense and tax)	-	(19,843)
(Increase)/decrease in unpaid dividend	(0)	0
Net cash generated/(used) from financing activities (C)	2,82,824	1,21,234
Net increase/(decrease) in cash and cash equivalents during the year (A +B +C)	1,84,841	(8,997)

Standalone Cash Flow Statement

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Cash and cash equivalents as at beginning of the year		
Cash in hand	23	32
Scheduled bank - In current account	39,991	65,700
Fixed deposit with banks (Maturity within 3 months)	54,944	38,223
Total	94,958	1,03,955
Cash and cash equivalents as at end of the year :		
Cash in hand	40	23
Scheduled bank - In current account	62,578	39,991
Fixed deposit with banks (Maturity within 3 months)	2,17,181	54,944
Total	2,79,799	94,958
Reconciliation of cash and cash equivalents as above with cash and bank balances		
Cash and cash equivalents as at end of the year as per above	62,618	40,014
Add:- Fixed deposit with banks (Maturity within 3 months)	2,17,181	54,944
Total Cash and bank balances equivalents as at end of the year	2,79,799	94,958

(A) Changes in liabilities arising from financing activities

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Opening balance of debt securities, borrowings (other than debt securities), lease liabilities and subordinated liabilities	3,77,942	2,19,461
Proceeds / (repayment) of borrowings & debt securities (short-term)	3,00,590	1,89,837
Changes in lease liabilities	5,942	2,024
Repayment of debt securities (long-term)	(1,580)	(33,380)
Closing balance of debt securities, borrowings (other than debt securities) and subordinated liabilities	6,82,894	3,77,942

(B) Cashflow from operating activities includes:

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Interest received	93,255	47,291
Interest paid	39,778	18,510

Notes :

- (i) The above Statement of Cash Flows has been prepared under indirect method as set out in Ind AS 7, 'Statement of Cash Flows', as specified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standard) Rules, 2015 (as amended).
- (iii) Net cash flow from operating activities excluding Increase/decrease in fixed deposit is ₹3,682 lakhs and ₹1,74,938 lakhs for the year ended 31 March 2024 and 31 March 2023 respectively.
- (iii) Figures in brackets indicate cash outflows.

As per our report of even date

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

Sd/-
Amit Hundia
Partner
Membership Number: 120761

For and on behalf of the Board of Directors
Motilal Oswal Financial Services Limited
CIN: L67190MH2005PLC153397

Sd/-
Motilal Oswal
Managing Director and
Chief Executive Officer
DIN : 00024503

Sd/-
Shalibhadra Shah
Chief Financial Officer
Place : Mumbai
Date : 26 April 2024

Sd/-
Raamdeo Agarawal
Non-Executive Chairman
DIN : 00024533

Sd/-
Kailash Purohit
Company Secretary

Place : Mumbai
Date : 26 April 2024

Standalone Statement of Changes in Equity

for the year ended 31 March 2024

(All amounts are in INR Lakhs, unless otherwise stated)

(A) Changes in liabilities arising from financing activities

Particulars	Equity share capital	
	Number of shares	Amount
As at 01 April 2022	14,90,62,919	1,491
Changes in Equity Share Capital due to prior year errors	-	-
Restated balance at the beginning of the previous reporting year	14,90,62,919	1,491
Changes during the year due to exercise of Employees Stock Option Scheme	3,38,752	3
Changes during the year due to buyback of shares	(14,54,545)	(15)
As at 31 March 2023	14,79,47,126	1,479
Changes in Equity Share Capital due to prior year errors	-	-
Restated balance at the beginning of the previous reporting year	14,79,47,126	1,479
Changes during the year due to exercise of Employees Stock Option Scheme	10,60,165	11
As at 31 March 2024	14,90,07,291	1,490

(b) Other Equity

Particulars	Reserves and Surplus						Other comprehensive income	Total
	Capital Redemption Reserve	Capital Reserve	Securities Premium	Share based payment Reserve	General Reserve	Retained Earnings	Equity instruments through other comprehensive income	
Balance as at 01 April 2022	90	14	58,816	6,250	17,862	3,07,292	32,396	4,22,720
Changes in accounting policy or prior year errors	-	-	-	-	-	-	-	-
Restated balance at the beginning of the previous reporting year	90	14	58,816	6,250	17,862	3,07,292	32,396	4,22,720
Exercise of options	-	-	74	-	-	-	-	74
Additions during the year	-	-	975	2,640	18,957	56,891	(3,514)	75,949
Actuarial gains/(losses) on post retirement benefit plans	-	-	-	-	-	48	-	48
Buyback of Shares	15	-	(16,000)	-	-	-	-	(15,985)
Buyback related cost	-	-	-	-	-	(3,842)	-	(3,842)
Transfer to general reserve*	-	-	-	-	-	-	(18,957)	(18,957)
Dividend	-	-	-	-	-	(14,823)	-	(14,823)
Transfer to securities premium	-	-	-	(74)	-	-	-	(74)
Business Combination Cost	-	-	-	-	-	(1,235)	-	(1,235)
Balance as at 31 March 2023 (Refer note 24)	105	14	43,865	8,816	36,819	3,44,331	9,925	4,43,875
Changes in accounting policy or prior year errors	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting year	105	14	43,865	8,816	36,819	3,44,331	9,925	4,43,875
Exercise of options	-	-	2,036	-	-	-	-	2,036

Standalone Statement of Changes in Equity

for the year ended 31 March 2024

(All amounts are in INR Lakhs, unless otherwise stated)

(b) Other Equity *Contd.*

Particulars	Reserves and Surplus						Other comprehensive income	Total
	Capital Redemption Reserve	Capital Reserve	Securities Premium	Share based payment Reserve	General Reserve	Retained Earnings	Equity instruments through other comprehensive income	
Additions during the year*	-	-	7,590	1,967	3,938	1,49,038	13,153	1,75,686
Actuarial gains/(losses) on post retirement benefit plans	-	-	-	-	-	(286)	-	(286)
Transfer to general reserve*	-	-	-	-	-	-	(3,938)	(3,938)
Dividend	-	-	-	-	-	(25,233)	-	(25,233)
Transfer to securities premium	-	-	-	(2,036)	-	-	-	(2,036)
Business Combination Cost	-	-	-	-	-	-	-	-
Balance as at 31 March 2024 (Refer note 24)	105	14	53,491	8,747	40,757	4,67,850	19,140	5,90,104

*Equity investments which are not held for trading, where an irrevocable election is made at the initial recognition to classify the instruments at FVOCI, all subsequent changes in fair value are recognised in Other Comprehensive Income. On disposal of investments the cumulative change in fair value is not recycled to profit or loss. However, at such time, it is transferred from OCI to General reserve.

The accompanying notes form an integral part of the financial statements

As per our report of even date

For Singhi & Co.

Chartered Accountants

Firm Registration No. 302049E

For and on behalf of the Board of Directors

Motilal Oswal Financial Services Limited

CIN: L67190MH2005PLC153397

Sd/-

Amit Hundia

Partner

Membership Number: 120761

Sd/-

Motilal Oswal

Managing Director and

Chief Executive Officer

DIN : 00024503

Sd/-

Raamdeo Agarawal

Non-Executive Chairman

DIN : 00024533

Sd/-

Shalibhadra Shah

Chief Financial Officer

Place : Mumbai

Date : 26 April 2024

Sd/-

Kailash Purohit

Company Secretary

Place : Mumbai

Date : 26 April 2024

Notes to Standalone Financial Statements

1. Corporate Information

Motilal Oswal Financial Services Limited (“MOFSL” or ‘the Company’) is a public limited company and incorporated under the provisions of Companies Act. The Company is domiciled in India and the addresses of its registered office and principal place of business is Motilal Oswal Tower (Mumbai).

The Company is registered with Securities and Exchange Board of India (‘SEBI’) under the Stock brokers and sub brokers Regulations, 1992 and is a member of Bombay Stock Exchange Limited, National Stock Exchange of India Limited, Multi Commodity Exchange of India Ltd. and National Commodity and Derivatives Exchange Limited. The Company acts as a stock broker and commodities broker to execute proprietary trades and also trades on behalf of its clients which include retail customers (including high net worth individuals), mutual funds, foreign institutional investors, financial institutions and corporate clients. It is registered with Central Depository Services (India) Limited and National Securities Depository Limited in the capacity of Depository Participant and also registered with SEBI in capacity of Research Analyst and Investment Advisor.

The Financial statements were approved for issuance by the Company’s Board of Director on 26 April 2024.

2. Material accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

2.1 Basis of preparation

(i) Compliance with Ind AS

The financial statements of the Company comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (“the Act”) read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act.

The financial statements have been prepared using the material accounting policies and measurement bases summarized as below. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to the existing accounting standard requires a change in the accounting policy hitherto in use.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- Certain Financial instruments are measured at fair value;
- Assets held for sale – measured at fair value less cost to sell;
- Defined benefit plans – plan assets measured at fair value; and
- Share based payments

(iii) Preparation of financial statements

The Company is covered in the definition of Non-Banking Financial Company as defined in Companies (Indian Accounting Standards) (Amendment) Rules, 2016. As per the format prescribed under Division III of Schedule III to the Companies Act, 2013 on 11 October 2018 (as amended), the Company presents the Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity in the order of liquidity. A maturity analysis of recovery or settlement of assets and liabilities within 12 months after the reporting date and more than 12 months after the reporting date is presented in note 57.

(iv) Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS which requires management to make estimates, judgments, and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities) and disclosures as of the date of financial statements and the reported amounts of revenue and expenses for the reporting period. Actual results could differ from these estimates. Accounting estimates and underlying assumptions are reviewed on an ongoing basis and could change from period to period. Appropriate changes in estimates are recognized in the period in which the Company becomes aware of the changes in circumstances surrounding the estimates. Any revisions to accounting estimates are recognized prospectively in the period in which the estimate is revised and future periods. The estimates and judgments that have significant impact on carrying amount of assets and liabilities at each balance sheet date are discussed at note 3.

Notes to Standalone Financial Statements

(v) Determining whether an arrangement contains a lease

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgment in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option.

2.2 Revenue Recognition

The Company recognizes revenue from contracts with customers based on a five step model as set out in Ind AS 115, Revenue from Contracts with Customers, to determine when to recognize revenue and at what amount. Revenue is measured based on the consideration specified in the contract with a customer. Revenue from contracts with customers is recognised when services are provided and it is highly probable that a significant reversal of revenue is not expected to occur.

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognised when (or as) the Company satisfies a performance obligation by transferring a promised service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

When (or as) a performance obligation is satisfied, the Company recognizes as revenue the amount of the transaction price (excluding estimates of variable consideration) that is allocated to that performance obligation.

The Company applies the five-step approach for recognition of revenue:

- Identification of contract(s) with customers;
- Identification of the separate performance obligations in the contract;
- Determination of transaction price;
- Allocation of transaction price to the separate performance obligations; and
- Recognition of revenue when (or as) each performance obligation is satisfied.

(i) Brokerage fee income

It is recognised on trade date basis in accordance with the terms of contract and is exclusive of goods and service tax and securities transaction tax (STT) wherever applicable.

(ii) Research and advisory income

Research and advisory income is accounted for on an accrual basis in accordance with the terms of the respective agreements entered into between the Company and the counter party.

(iii) Interest income

Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ('EIR'). The EIR is the rate that exactly discounts estimated future cash flows of the financial assets through the expected life of the financial asset or, where appropriate, a shorter period, to the net carrying amount of the financial instrument. The internal rate of return on financial assets after netting off the fees received and cost incurred approximates the effective interest rate method of return for the financial asset. The future cash flows are estimated taking into account all the contractual terms of the instrument.

(iv) Dividend income

Dividend income is recognized in the Statement of profit and loss on the date that the Company's right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be reliably measured. This is generally when the shareholders approve the dividend.

(v) Portfolio management commission income

Portfolio management commissions is recognised on an accrual basis in accordance with the terms of the agreement entered with asset management company.

Notes to Standalone Financial Statements

(vi) Rental income

Lease income from operating leases where the Company is a lessor is recognized in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

(vii) Profit and loss from partnership firm / LLP

Profit and loss from partnership firm / LLP are accounted on accrual basis and as per terms of respective Partnership / LLP agreement.

(viii) Depository services income

Revenue from depository services on account of annual maintenance charges have been accounted for over the period of the performance obligation.

Revenue from depository services on account of transaction charges is recognized point in time when the performance obligation is satisfied.

(ix) Delayed payment charges

Interest is earned on delayed payments from customers and is recognised on a time proportion basis taking into account the amount outstanding from customers and the rates applicable.

2.3 Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. Current and deferred tax is recognized in Statement of profit and loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Current Tax

Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Current tax assets and current tax liabilities are off set when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred Tax

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill. Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax liabilities are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries and associates where the Company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

2.4 Leases

Company as a Lessee

For any new contracts entered into on or after 1 April 2019, the Company considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'. The Company assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

Notes to Standalone Financial Statements

Measurement and recognition of leases as a lessee

The Company has adopted Ind AS 116 "Leases" using the cumulative catch-up approach. Company has recognized Right of Use assets as at 1 April 2019 for leases previously classified as operating leases and measured at an amount equal to lease liability (adjusted for related prepayments/ accruals). The Company has discounted lease payments using the incremental borrowing rate for measuring the lease liability.

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognized as an operating expense in Statement of profit and loss on a straight-line basis over the lease term.

When the Company revises its estimate of the term of any lease, it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted using a revised discount rate. The carrying value of lease liabilities is similarly revised when the variable element of future lease payments dependent on a rate or index is revised, except the discount rate remains unchanged. In both cases an equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term. If the carrying amount of the right-of-use asset is adjusted to zero, any further reduction is recognised in statement of profit and loss.

For contracts that both convey a right to the Company to use an identified asset and require services to be provided to the Company by the lessor, the Company has elected to account for the entire contract as a lease, i.e. it does allocate any amount of the contractual payments to, and account separately for, any services provided by the supplier as part of the contract

Company as a Lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the term of the lease transfers substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

2.5 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Outstanding bank overdrafts are not considered integral part of the Company's cash management.

2.6 Financial instruments

Initial recognition and measurement:

Financial assets and financial liabilities are recognized when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Company commits to purchase or sell the asset.

At initial recognition, the Company measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or

Notes to Standalone Financial Statements

financial liability, such as fees and commissions. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in Statement of profit and loss. Immediately after initial recognition, an expected credit loss allowance (ECL) is recognized for financial assets measured at amortized cost.

When the fair value of financial assets and liabilities differs from the transaction price on initial recognition, the entity recognizes the difference as follows:

- a) When the fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets, the difference is recognized as a gain or loss.
- b) In all other cases, the difference is deferred and the timing of recognition of deferred day one profit or loss is determined individually. It is either amortized over the life of the instrument, deferred until the instrument's fair value can be determined using market observable inputs, or realized through settlement.

When the Company revises the estimates of future cash flows, the carrying amount of the respective financial assets or financial liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognized in Statement of profit and loss.

Fair value of financial instruments:

Some of the Company's assets and liabilities are measured at fair value for financial reporting purpose. 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.

Fair value measurements under Ind AS are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurement are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- **Level 1:** quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at measurement date
- **Level 2:** inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and
- **Level 3:** inputs for the asset or liability that are not based on observable market data (unobservable inputs) that the Company can access at measurement date.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in note 54.

Financial assets

(i) Classification and subsequent measurement

The Company has applied Ind AS 109 and classifies its financial assets in the following measurement categories:

- Fair value through profit or loss (FVTPL);
- Fair value through other comprehensive income (FVOCI); or
- Amortised cost.

1. *Financial assets carried at amortised cost*

A financial asset is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in the Statement of Profit and Loss.

Notes to Standalone Financial Statements

2. *Equity instruments*

Equity instruments are instruments that meet the definition of equity from the issuer's perspective; that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets.

All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as revenue from operations in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognized in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'Revenue from operations' in the Statement of Profit and Loss.

3. *Investment in Subsidiaries*

Investments in subsidiaries, joint ventures and associates are recognised at cost as per Ind AS 27. Except where investments accounted for at cost shall be accounted for in accordance with Ind AS 105, Non-current Assets Held for Sale and Discontinued Operations, when they are classified as held for sale

4. *Investments in mutual funds*

Investments in mutual funds are measured at fair value through profit and loss (FVTPL).

(ii) **Impairment**

The Company recognizes impairment allowances using Expected Credit Losses ("ECL") method on all the financial assets that are not measured at Fair value through profit or loss (FVTPL):

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

- Financials assets that are not credit impaired – as the present value of all cash shortfalls that are possible within 12 months after the reporting date.
- Financials assets with significant increase in credit risk – as the present value of all cash shortfalls that result from all possible default events over the expected life of the financial assets.
- Financials assets that are credit impaired – as the difference between the gross carrying amount and the present value of estimated cash flows.

Financial assets are written off/fully provided for when there is no reasonable of recovering financial assets in its entirety or a portion thereof.

However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in the Statement of Profit and Loss.

(iii) **Derecognition**

A financial asset is derecognised only when:

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

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

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

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Financial liabilities

(i) Initial recognition and measurement

All financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs.

(ii) Subsequent measurement

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

(iii) Derecognition

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

2.7 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

2.8 Financial guarantee contracts and loan commitments

Financial guarantee contracts are contracts that require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due, in accordance with the terms of a debt instrument. Such financial guarantees are given to banks, financial institutions and others on behalf of customers to secure loans, overdrafts and other banking facilities.

Financial guarantee contracts are initially measured at fair value and subsequently measured at the higher of:

- The amount of the loss allowance; and
- The premium received on initial recognition less income recognized in accordance with the principles of Ind AS 115.

2.9 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation. Cost includes expenditure that is directly attributable to the acquisition and installation of the assets.

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

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-financial assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in progress'.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful life prescribed under Schedule II to the Companies Act, 2013. The Company provides pro-rata depreciation from the month in which the asset is first put to use, till date the assets are sold or disposed. Leasehold improvements are amortised over the term of underlying lease.

Assets	Useful life
Building	60 years
Furniture and Fixtures	10 years
Office Equipment's	5 years
Plant and Machinery	3 to 5 years
Vehicles	8 to 10 years
Leasehold Improvements	Over the primary lease period or useful life. Whichever is less.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Derecognition:

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized in the statement of profit and loss when the asset is derecognized.

2.10 Intangible assets

Measurement at recognition:

Intangible assets are recognized where it is probable that the future economic benefit attributable to the assets will flow to the Company and its cost can be reliably measured. Intangible assets are stated at cost of acquisition less accumulated amortization and impairment, if any.

Expenditure incurred on acquisition/development of intangible assets which are not put/ready to use at the reporting date is disclosed under intangible assets under development. The Company amortizes intangible assets on a straight-line basis over the five years commencing from the month in which the asset is first put to use. The Company provides pro-rata amortization from the day the asset is put to use.

Assets	Useful life
Computer Software	5 years
Customer rights	5 years

Derecognition:

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized in the statement of profit and loss when the asset is derecognized.

2.11 Investment Property

Property that is held for long-term rental yields or for capital appreciation or both, and that is not used by the group for business purposes, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized.

Depreciation on investment property is calculated using the straight-line method to write down the cost of property and equipment to their residual values over their estimated useful lives in the manner prescribed in Schedule II of the Act.

2.12 Impairment of non-financial assets

At each reporting date, the Company assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount of asset is the higher of its fair value or value in use. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects the current market assessment of time value of money and the risks specific to it. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. All assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An Impairment loss is reversed if there has been a change in estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the assets carrying amount would have been determined, net of depreciation or amortization, had no impairment loss been recognised.

2.13 Provisions and contingencies:

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

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

2.14 Employee benefits

(i) Short-term obligations

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related services are rendered. The Company recognises the costs of bonus payments when it has a present obligation to make such payments as a result of past events and a reliable estimate of the obligation can be made.

Compensated absences

The Company does not have a policy of encashment of unavailed leaves for its employees but are permitted to carry forward subject to a prescribed maximum day. Provision is made on actual basis for expected cost of accumulating compensated absences as a result of unused leave entitlement which has accumulated as at the balance sheet date.

(ii) Post-employment obligations

Defined contribution plan:

Contribution paid/payable to the recognised provident fund and Employee State Insurance Corporation, which is a defined contribution scheme, is charged to the Statement of Profit and Loss in the period in which they occur.

Defined benefits plan:

Gratuity is post-employment benefit and is in the nature of defined benefit plan. The liability recognised in the Balance Sheet in respect of gratuity is the present value of defined benefit obligation at the Balance Sheet date together with the adjustments for unrecognised actuarial gain or losses and the past service costs. The defined benefit obligation is calculated at or near the Balance Sheet date by an independent actuary using the projected unit credit method. Actuarial gains and losses comprise experience adjustment and the effects of changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

National Pension Scheme and Employee State Insurance Corporation:

Contribution paid/payable to the recognised NPS and ESIC, which is a defined contribution scheme, is charged to the Statement of Profit and Loss in the period in which they occur.

(iii) Other long-term employee benefits obligations

Heritage club benefit:

Heritage club benefits are recognised as liability at the present value of defined benefits obligation as at the Balance Sheet date. The defined obligation benefit is calculated at the Balance Sheet date by an independent actuary using the projected unit credit method.

2.15 Share-based payments

Employee Stock Option Scheme (ESOS)

The Employees Stock Options Scheme ("the Scheme") has been established by the Company. The Scheme provides that employees are granted an option to subscribe to equity share of the Company that vests on the satisfaction of vesting conditions. The fair value of options granted under ESOS is recognized as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

determined reference to the fair value of the options granted excluding the impact of any service conditions. Information about the valuation techniques and inputs used in determining the sale value of assets and liabilities disclosed in note 52.

The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the service conditions. It recognizes the impact of the revision to original estimates, if any, in Statement of profit and loss, with a corresponding adjustment to equity.

The stock options of the Subsidiary Company, granted to employees pursuant to the Company's Stock Options Schemes, are measured at the fair value of the options at the grant date as per Black and Scholes model. The fair value of the options is treated as discount and accounted as employee compensation cost, with a corresponding increase in other equity, over the vesting period on a straight line basis. The amount recognised as expense in each year is arrived at based on the number of grants expected to vest. If a grant lapses after the vesting period, the cumulative discount recognised as expense, with a corresponding increase in other equity, in respect of such grant is transferred to the General reserve within other equity.

2.16 Foreign currency translation

(i) Functional and presentation currency

Items included in financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is MOFSL's functional and presentation currency.

(ii) Translation and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognized in Statement of profit and loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non - monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognized in Statement of profit and loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognized in other comprehensive income.

2.17 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorized and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.18 Earnings per share

a) Basic earnings per share

Basic earnings per share is calculated by dividing the net profit for the period (excluding other comprehensive income) attributable to equity share holders of the Company by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus element in equity shares issued during the year.

b) Diluted earnings per share

Diluted earnings per share is computed by dividing the net profit for the period attributable to equity shareholders by the weighted average number of shares outstanding during the period as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

2.19 Borrowing Costs

Expenses related to borrowing cost are accounted using effective interest rate. Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)
they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred. The difference between the discounted amount mobilised and redemption value of commercial papers is recognised in the statement of profit and loss over the life of the instrument using the EIR.

2.20 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirements.

2.21 Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

3. Key accounting estimates and judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on ongoing basis. Any changes to accounting estimates are recognized prospectively.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect on the amounts recognised in the financial statements are included in the following notes:

(a) Business Model Assessment:

Classification and measurement of financial assets depends on the results of the SPPI (Solely Payments of Principal and Interest) 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. 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. Fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the standalone statement of profit and loss in the period in which they arise.

(b) Provision and contingent liability:

On an ongoing basis, Company reviews pending cases, claims by third parties and other contingencies. For contingent losses that are considered probable, an estimated loss is recorded as an accrual in financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the financial statements. Contingencies the likelihood of which is remote are not disclosed in the financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.

(c) 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 behavioral life of loans given / taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the financial instruments.

This estimation, by nature, requires an element of judgment regarding the expected behavior and life-cycle of the instruments, as well expected changes to India's base rate and other fee income/ expense that are integral parts of the instrument.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

(d) Allowance for impairment of financial asset:

The Company applies expected credit loss model (ECL) for measurement and recognition of impairment loss. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. At each reporting date, the Company assesses whether the loans have been impaired. The Company is exposed to credit risk when the customer defaults on his contractual obligations. For the computation of ECL, the loan receivables are classified into three stages based on the default and the aging outstanding. The Company recognises life time expected credit loss for trade receivables and has adopted simplified method of computation as per Ind AS 109. The Company considers outstanding overdue for more than 90 days for calculation of expected credit loss.

(e) Recognition of deferred tax assets:

Deferred tax assets are recognised for unused tax-loss carry forwards and unused tax credits to the extent that realisation of the related tax benefit is probable. The assessment of the probability with regard to the realisation of the tax benefit involves assumptions based on the history of the entity and budgeted data for the future.

(f) Defined benefit plans:

The cost of defined benefit plans and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method. 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 at each reporting date.

(g) Share based payment:

The Company account for share based payment by measuring and recognizing as compensation expense the fair value of all share-based payment awards made to employees based on estimated grant date fair values. The determination of fair value involves a number of significant estimates. The Company uses the Black Scholes option pricing model to estimate the value of employee stock options which requires a number of assumptions to determine the model inputs. These include the expected volatility of Company's stock and employee exercise behavior which are based on historical data as well as expectations of future developments over the term of the option. As stock-based compensation expense is based on awards ultimately expected to vest. Management's estimate of exercise is based on historical experience but actual exercise could differ materially as a result of voluntary employee actions and involuntary actions which would result in significant change in our share based compensation expense amounts in the future.

(h) Property, plant and equipment and Intangible Assets:

Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values as per schedule II of the Companies Act, 2013 or are based on the Company's historical experience with similar assets and taking into account anticipated technological changes, whichever is more appropriate.

(i) Leases:

The Company evaluates if an arrangement qualifies to be a lease as per IND AS 116.

- The Company determines lease term as a non-cancellable period of a lease, together with both the period covered by an option to extend the lease if the Company is reasonably certain to exercise lessee options.
- The determination of the incremental borrowing rate used to measure lease liabilities.

4. Recent Accounting developments

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 5: Cash and Cash Equivalents

Particulars	As at 31 March 2024	As at 31 March 2023
Cash on hand	40	23
Balance with banks		
- In current accounts	62,578	39,991
- Fixed deposit with banks (Maturity within 3 months) * (Including interest accrued on fixed deposit)	2,17,181	54,944
	2,79,799	94,958

Note 6: Bank Balance other than (5) above

Particulars	As at 31 March 2024	As at 31 March 2023
Earmarked accounts (unpaid dividend balance)	41	40
Fixed deposit with banks (with maturity more than 3 months)* (Including interest accrued on fixed deposit)	6,62,768	5,85,192
Fixed deposits (maturity more than 12 months)* (Including interest accrued on fixed deposit)	11,283	35,925
	6,74,092	6,21,157

*Fixed deposits under lien with stock exchanges amounted to ₹7,06,268 lakhs (March 31, 2023 : ₹4,66,672 lakhs) and kept as collateral security towards bank guarantees issued amounted to ₹1,40,864 lakhs (March 31, 2023 : ₹1,64,252 lakhs) and kept as collateral security against credit facility amounted to ₹17,265 lakhs (March 31, 2023 : ₹22,039 lakhs).

Note 7: Receivables

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables		
Considered good - secured*	1,23,042	44,373
Considered good - unsecured	25,254	23,957
Trade Receivables which have significant increase in credit risk	-	-
Trade Receivables - Credit impaired	2,250	1,057
Less: Allowances for impairment losses	(3,918)	(2,469)
	1,46,628	66,918
Other receivables		
Receivable from subsidiary companies	1,975	882
	1,975	882

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

*Secured against securities given as collateral by the customer.

Receivable ageing schedule

For the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment					Loss Allowance	Total
	Less than 6 months	6 months- 1 year	1 - 2 year	2 - 3 year	More than 3 years		
(i) Undisputed Trade receivables - considered good	1,38,490	1,647	8,159	-	-	(1,668)	1,46,628
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

For the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment					Loss Allowance	Total
	Less than 6 months	6 months-1 year	1 - 2 year	2 - 3 year	More than 3 years		
(iii) Undisputed Trade receivables - credit impaired	-	399	1,851	-	-	(2,250)	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	1,38,490	2,046	10,010	-	-	(3,918)	1,46,628

For the year ended 31 March 2023

Particulars	Outstanding for following periods from due date of payment					Loss Allowance	Total
	Less than 6 months	6 months-1 year	1 - 2 year	2 - 3 year	More than 3 years		
(i) Undisputed Trade receivables - considered good	63,026	1,400	4,786	-	-	(1,412)	67,800
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	309	748	-	-	(1,057)	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	63,026	1,709	5,534	-	-	(2,469)	67,800

Note 8: Loans

Particulars	As at 31 March 2024	As at 31 March 2023
Loans - At amortised cost		
(A) Others		
Loans repayable on demand	0	14
Loan to employees	691	392
Margin trading facility	3,49,385	1,32,926
Total (A) Gross	3,50,076	1,33,332
Less : Impairment loss allowance	(1,400)	(550)
Total (A) Net	3,48,676	1,32,782

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 8: Loans

Particulars	As at 31 March 2024	As at 31 March 2023
(B) Secured/Unsecured		
Secured by Shares/Securities	3,49,385	1,32,926
Unsecured	691	406
Total (B) Gross	3,50,076	1,33,332
Less : Impairment loss allowance	(1,400)	(550)
Total (B) Net	3,48,676	1,32,782
(C) Loans in India		
Public sector	-	-
Others [Refer (A) above]	3,50,076	1,33,332
Total (C) Gross	3,50,076	1,33,332
Less : Impairment loss allowance	(1,400)	(550)
Total (C) Net	3,48,676	1,32,782
Stage wise break up of loans		
(i) Low credit risk (Stage 1)	3,48,676	1,32,782
(ii) Significant increase in credit risk (Stage 2)	-	-
(iii) Credit impaired (Stage 3)	-	-
Total	3,48,676	1,32,782

Note-There is no outstanding loan to Promoters, Directors, KMPs and related parties that are :

- Repayable on demand
- Without specifying any terms or period of repayment

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
(I) Investment at cost						
Investment in Subsidiaries- Unquoted						
Motilal Oswal Finvest Limited	Subsidiary	7,61,94,142	7,61,94,142	10	90,535	90,535
Motilal Oswal Securities International Private Limited	Subsidiary	45,69,200	45,69,200	10	457	457
Motilal Oswal Wealth Limited	Subsidiary	8,13,200	8,13,200	1	1,521	1,521
Motilal Oswal Asset Management Company Limited	Subsidiary	67,73,87,883	67,73,87,883	1	16,667	16,667
Motilal Oswal Trustee Company Limited	Subsidiary	1,00,000	1,00,000	10	10	10
Motilal Oswal Capital Markets (Hong Kong) Private Limited	Subsidiary	60,00,000	60,00,000		412	412
Motilal Oswal Capital Markets (Singapore) Pte. Limited	Subsidiary	1,69,382	1,69,382		130	130
Motilal Oswal Home Finance Limited	Subsidiary	4,54,64,13,025	4,54,64,13,025	1	53,239	53,239
Motilal Oswal Commodities Broker Private Limited	Subsidiary	4,10,044	4,10,044	10	90	90
Motilal Oswal Investment Advisors Limited	Subsidiary	13,49,162	10,00,000	10	9,137	4,137
MO Alternate Investment Advisors Private Limited	Subsidiary	30,00,000	30,00,000	10	313	313

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
Less : Impairment allowance on investment					(182)	(182)
Motilal Oswal Broking And Distribution Limited (Formerly Glide Tech Investment Advisory Private Limited)	Subsidiary	1,40,00,000	70,00,000	10	1,400	700
TM Investment Technologies Private Limited	Subsidiary	57,44,705	57,44,705	10	574	574
MO Alternative IFSC Private Limited	Subsidiary	50,000	50,000	10	5	5
Motilal Oswal Finsec IFSC Limited	Subsidiary	1,20,00,000	1,20,00,000	10	1,200	1,200
Total (I)					1,75,508	1,69,808
II) Investment at amortized cost-Unquoted						
Investment in Government Securities-Unquoted						
7.18% NEW GOVT. STOCK 2037	Others	45,00,000	-	100	4,550	-
Total (II)					4,550	-
III) Investment at fair value through other comprehensive income at FVOCI:						
a) Investment in equity shares						
Quoted Equity Instruments-Fully paid-up						
AU Small Finance Bank Limited	Others	65,63,592	65,63,592	10	37,084	38,016
b) Investment through Portfolio Management Services (PMS)						
Quoted Equity Instruments-Fully paid-up						
i) Next Trillion Dollar Opportunity Strategy						
ICICI Bank Limited	Others	-	98,521	2	-	864
Bharat Electronics Limited	Others	2,56,103	-	1	516	-
Hero Motocorp Limited	Others	10,018	-	2	473	-
BSE Limited	Others	29,919	-	2	753	-
IndusInd Bank Limited	Others	37,059	-	10	576	-
State Bank of India	Others	75,392	99,674	1	567	522
IDFC First Bank Limited	Others	5,94,112	-	10	448	-
Mahindra & Mahindra Financial Services Limited	Others	1,17,332	-	2	327	-
Deepak Nitrite Limited	Others	21,733	-	2	462	-
Birlasoft Limited	Others	62,948	-	2	467	-
Tech Mahindra Limited	Others	29,839	-	5	372	-
JSW Energy Limited	Others	1,43,048	-	10	757	-
One 97 Communications Limited	Others	1,31,537	-	1	530	-
Honasa Consumer Limited	Others	58,108	-	10	234	-
Kalyan Jewellers India Limited	Others	1,03,374	-	10	442	-
Global Health Limited	Others	49,280	-	2	651	-
Bharat Heavy Electricals Limited	Others	2,92,031	-	2	722	-
INOX Wind Limited	Others	92,565	-	10	483	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
CG Power and Industrial Solutions Limited	Others	78,029	-	2	422	-
Suzlon Energy Limited	Others	6,66,359	-	2	270	-
Indian Hotels Company Limited	Others	82,048	-	1	485	-
Kotak Mahindra Bank Limited	Others	-	61,827	5	-	1,071
Housing Development Finance Corporation Limited	Others	-	8,006	2	-	210
Max Financial Service Limited	Others	-	62,453	2	-	397
Emami Limited	Others	-	51,147	1	-	183
Vedant Fashion Limited	Others	-	20,174	1	-	230
Page Industries Limited	Others	-	1,416	10	-	537
Voltas Limited	Others	-	34,867	1	-	285
Gland Pharma Limited	Others	-	22,593	1	-	287
Alkem Laboratories Limited	Others	-	5,274	2	-	179
IPCA Laboratories Limited	Others	-	39,170	1	-	317
Bharat Forge Limited	Others	-	31,470	2	-	242
Bosch Limited	Others	-	1,582	10	-	306
Eicher Motors Limited	Others	-	15,830	1	-	467
Maruti Suzuki India Limited	Others	-	1,544	5	-	128
L&T Technology Services Limited	Others	8,193	19,705	2	449	666
Angel One Limited	Others	14,788	-	10	450	-
Piramal Enterprises Limited	Others	66,213	-	2	562	-
Tech Mahindra Limited	Others	-	34,954	5	-	385
Tata Consultancy Services Limited	Others	-	5,833	1	-	187
LTIMindtree Limited	Others	-	4,511	1	-	215
Aegis Logistics Limited	Others	-	76,167	1	-	289
Container Corporation of India Limited	Others	-	38,560	5	-	224
Bayer CropScience Limited	Others	-	3,126	10	-	127
Birla Corporation Limited	Others	-	13,397	10	-	119
Cummins India Limited	Others	-	5,830	2	-	95
Larsen & Turbo Limited	Others	12,993	12,993	2	489	281
ITC Limited	Others	-	1,26,203	1	-	484
Clean Science and Technology Limited	Others	-	14,776	1	-	187
Religare Enterprise Limited	Others	1,21,287	41,796	10	254	61
APL Apollo Tubes Limited	Others	20,455	-	2	306	-
Prestige Estates Projects Limited	Others	38,978	-	10	456	-
Zomato Limited	Others	5,27,741	3,35,997	1	961	171
Cash & Cash Equivalent	Others				119	17
ii) India Growth Strategy						
Bharat Electronics Limited	Others	1,648	-	1	3	-
Hindustan Aeronautics Limited	Others	71	-	5	2	-
Hero Motocorp Limited	Others	74	-	2	3	-
Pricol Limited	Others	1,171	-	1	5	-
BSE Limited	Others	196	-	2	5	-
IDFC First Bank Limited	Others	6,088	-	10	5	-
IndusInd Bank Limited	Others	276	-	10	4	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
State Bank of India	Others	450	-	1	3	-
Coal India Limited	Others	822	-	10	4	-
PG Electroplast Limited	Others	222	-	10	4	-
Kirloskar Oil Engines Limited	Others	574	-	2	5	-
Voltas Limited	Others	255	-	1	3	-
Larsen & Toubro Limited	Others	112	-	2	4	-
Power Mech Projects Limited	Others	71	-	10	4	-
One 97 Communications Limited	Others	1,381	-	1	6	-
Kalyan Jewellers India Limited	Others	1,337	-	10	6	-
Yatharth Hospital Trauma Care Services Limited	Others	559	-	10	2	-
Bharat Heavy Electricals Limited	Others	2,175	-	2	5	-
Inox Wind Limited	Others	677	-	10	4	-
CG Power and Industrial Solutions Limited	Others	344	-	2	2	-
Suzlon Energy Limited	Others	4,526	-	2	2	-
Angel One Limited	Others	131	-	10	4	-
Religare Enterprises Limited	Others	1,140	-	10	2	-
Piramal Enterprises Limited	Others	316	-	2	3	-
Prestige Estates Projects Limited	Others	419	-	10	5	-
Religare Enterprises Limited	Others	2,615	-	10	5	-
Phoenix Mills Limited	Others	133	-	2	4	-
Welspun Corp Limited	Others	664	-	5	3	-
HI-Tech Pipes Limited	Others	2,446	-	1	3	-
Cash & Cash Equivalents	Others			-	9	-
iii) Motilal Oswal Founders Portfolio						
Tube Investment of India Limited	Others	19,054	-	1	712	-
IndusInd Bank Limited	Others	82,340	-	10	1,279	-
IDFC First Bank Limited	Others	11,20,536	-	10	845	-
IDFC Limited	Others	1,06,971	-	10	118	-
Arcean Chemical Industries	Others	1,89,361	-	2	1,267	-
Gujarat Fluorochemicals Limited	Others	25,338	-	1	785	-
Dixon Technologies (india) Limited	Others	7,860	-	2	588	-
Apar Industries Limited	Others	20,287	-	10	1,416	-
Amber Enterprises India Limited	Others	31,497	-	10	1,152	-
Kaynes Technology India Limited	Others	43,099	-	10	1,238	-
Jio Financial Services Limited	Others	2,77,437	-	10	981	-
Kalyan Jewellers India Limited	Others	4,29,141	-	10	1,836	-
Global Health Limited	Others	97,186	-	2	1,284	-
Suzlon Energy Limited	Others	40,34,894	-	2	1,633	-
Inox Wind Limited	Others	2,40,637	-	10	1,255	-
CG Power and Industrial Solutions Limited	Others	1,80,583	-	2	977	-
Angel One Limited	Others	46,733	-	10	1,423	-
Piramal Enterprises Limited	Others	94,972	-	2	807	-
Prestige Estates Projects Limited	Others	1,46,139	-	10	1,710	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
Zomato Limited	Others	12,38,259	-	1	2,255	-
Phoenix Mills Limited	Others	44,852	-	2	1,248	-
Trent Limited	Others	30,200	-	1	1,192	-
eMudhra Limited	Others	1,93,978	-	5	1,468	-
Welspun Corp Limited	Others	1,97,921	-	5	1,020	-
Cash & Cash Equivalents	Others				533	
iv) Hockey Stick Large Cap Strategy						
Interglobe Aviation Limited	Others	177	-	10	6	-
Tata Motors Limited	Others	594	-	2	6	-
Eicher Motors Limited	Others	143	-	1	6	-
Mahindra & Mahindra Limited	Others	295	-	5	6	-
Hero Motocorp Limited	Others	120	-	2	6	-
Union Bank of India	Others	3,796	-	10	6	-
Cholamandalam Investment and Finance Company Limited	Others	503	-	2	6	-
IndusInd Bank Limited	Others	362	-	10	6	-
Canara Bank	Others	965	-	2	6	-
Bank of Baroda	Others	2,050	-	2	5	-
REC Limited	Others	1,199	-	10	5	-
State Bank of India	Others	712	-	1	5	-
Power Finance Corporation Limited	Others	1,320	-	10	5	-
Coal india Limited	Others	1,257	-	10	5	-
Adani Power Limited	Others	1,007	-	10	5	-
Bharat Petroleum Corporation Limited	Others	860	-	10	5	-
Indian Oil Corporation Limited	Others	2,985	-	10	5	-
Hindustan Petroleum Corporation Limited	Others	1,001	-	10	5	-
Zydu Lifesciences Limited	Others	613	-	1	6	-
JSW Steel Limited	Others	663	-	1	6	-
Cash & Cash Equivalents	Others				1	-
v) Hockey Stick Mid Cap Strategy						
Ashok Leyland Limited	Others	2,071	-	1	4	-
Motherson Sumi Wiring India Limited	Others	5,060	-	1	3	-
Muthoot Finance Limited	Others	268	-	10	4	-
Sundaram Finance Limited	Others	86	-	10	4	-
Federal Bank Limited	Others	2,313	-	2	3	-
Indian Bank	Others	660	-	10	3	-
Housing & Urban Development Corporation Limited	Others	1,810	-	10	3	-
LIC Housing Finance Limited	Others	554	-	2	3	-
Bandhan Bank Limited	Others	1,772	-	10	3	-
Bank of Maharashtra	Others	5,872	-	10	4	-
Bank of India	Others	2,515	-	10	3	-
NLC India Limited	Others	1,434	-	10	3	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
General Insurance Corporation Limited	Others	845	-	5	3	-
Narayana Hrudayalaya Limited	Others	262	-	10	3	-
Oracle Financial Services Software Limited	Others	46	-	5	4	-
Mazagon Dock Shipbuilders Limited	Others	170	-	10	3	-
National Mineral Development Corporation Limited	Others	1,519	-	1	3	-
Angel One Limited	Others	116	-	10	4	-
Nippon Life India Asset Management Limited	Others	705	-	10	3	-
ICICI Securities Limited	Others	439	-	5	3	-
Indraprastha Gas Limited	Others	812	-	2	3	-
Mangalore Refinery & Petrochemicals Limited	Others	1,394	-	10	3	-
Bayer Cropscience Limited	Others	59	-	10	3	-
Ajanta Pharma Limited	Others	168	-	2	4	-
Jindal Steel & Power Limited	Others	461	-	1	4	-
Jindal Stainless Limited	Others	556	-	2	4	-
Lloyds Metals & Energy Limited	Others	618	-	1	4	-
Steel Authority of India Limited	Others	2,726	-	10	4	-
Indus Towers Limited	Others	1,621	-	10	5	-
Apollo Tyre Limited	Others	689	-	1	3	-
Cash & Cash Equivalents	Others			-	1	-
vi) Hockey Stick Multi Cap Strategy						
Garden Reach Shipbuilders & Engineers Limited	Others	240	-	10	2	-
Craftsman Automation Limited	Others	45	-	5	2	-
Union Bank of India	Others	1,406	-	10	2	-
Canara Bank	Others	348	-	2	2	-
Karur Vysya Bank Limited	Others	1,085	-	2	2	-
City Union Bank Limited	Others	1,453	-	1	2	-
Bank of Baroda	Others	727	-	2	2	-
Indian Bank	Others	367	-	10	2	-
Federal Bank Limited	Others	1,271	-	2	2	-
LIC Housing Finance Limited	Others	309	-	2	2	-
Canfin Homes Limited	Others	248	-	2	2	-
Manappuram General Finance & Leasing Limited	Others	1,078	-	2	1	-
Bandhan Bank Limited	Others	975	-	10	2	-
Equitas Small Finance Bank Limited	Others	1,871	-	10	2	-
JM Financial Limited	Others	1,957	-	1	1	-
IIFL Finance Limited	Others	330	-	2	1	-
Bank of India	Others	1,396	-	10	2	-
Amara Raja Batteries Limited	Others	232	-	1	1	-
Electrosteel Castings Limited	Others	1,086	-	1	2	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
Nuvoco Vistas Corporation Limited	Others	574	-	10	2	-
PNC Infratech Limited	Others	481	-	2	2	-
Zensar Technologies Limited	Others	376	-	2	2	-
Rattanindia Enterprises Limited	Others	2,368	-	2	1	-
NLC India Limited	Others	778	-	10	2	-
Jaiprakash Power Ventures Limited	Others	9,663	-	10	1	-
Praj Industries Limited	Others	387	-	2	2	-
Engineers India Limited	Others	876	-	5	2	-
Chambal Fertilisers & Chemicals Limited	Others	539	-	10	2	-
Gujarat Pipavav Port Limited	Others	960	-	10	2	-
Jai Balaji Industries Limited	Others	189	-	10	2	-
Tanla Platforms Limited	Others	198	-	1	2	-
Valor Estate Limited	Others	733	-	10	1	-
Aditya Birla Sun Life Amc Limited	Others	411	-	5	2	-
UTI Asset Management Co. Limited	Others	217	-	10	2	-
Chennai Petroleum Corporation Limited	Others	203	-	10	2	-
Mahanagar Gas Limited	Others	131	-	10	2	-
Natco Pharma Limited	Others	189	-	2	2	-
Neuland Laboratories Limited	Others	28	-	10	2	-
Caplin Point Laboratories Limited	Others	127	-	2	2	-
Brookfield (i) Real Estate Trust (REIT)	Others	779	-	275	2	-
Steel Authority of India Limited	Others	1,520	-	10	2	-
Usha Martin Limited	Others	631	-	1	2	-
Godawari Power & Ispat Limited	Others	252	-	5	2	-
Welspun Corp Limited	Others	365	-	5	2	-
Maharashtra Seamless Limited	Others	203	-	5	2	-
Jindal Saw Limited	Others	370	-	2	1	-
Route Mobile Limited	Others	122	-	10	2	-
Vardhman Textiles Limited	Others	447	-	2	2	-
Ceat Limited	Others	69	-	10	2	-
JK Tyre & Industries Limited	Others	386	-	2	1	-
Cash & Cash Equivalents	Others			-	1	-
vii) Hockey Stick Small Cap Strategy						
Garden Reach Shipbuilders & Engineers Limited	Others	252	-	10	2	-
Craftsman Automation Limited	Others	47	-	5	2	-
City Union Bank Limited	Others	1,523	-	1	2	-
Karur Vysya Bank Limited	Others	1,121	-	2	2	-
Manappuram General Finance & Leasing Limited	Others	1,137	-	2	2	-
Canfin Homes Limited	Others	259	-	2	2	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
Equitas Small Finance Bank Limited	Others	1,977	-	10	2	-
J M Financial Limited	Others	1,986	-	1	1	-
IIFL Finance Limited	Others	339	-	2	1	-
Amara Raja Batteries Limited	Others	241	-	1	2	-
Electrosteel Castings Limited	Others	1,157	-	1	2	-
Nuvoco Vistas Corporation Limited	Others	591	-	10	2	-
Jubilant Pharmova Limited	Others	348	-	1	2	-
Castrol India	Others	1,007	-	5	2	-
PCBL Limited	Others	669	-	1	2	-
PNC Infratech Limited	Others	494	-	2	2	-
Zensar Technologies Limited	Others	387	-	2	2	-
Akzo Nobel India Limited	Others	72	-	10	2	-
Rattanindia Enterprises Limited	Others	2,494	-	2	2	-
Jaiprakash Power Ventures Limited	Others	10,254	-	10	1	-
Elecon Engineering Company Limited	Others	203	-	2	2	-
Praj Industries Limited	Others	406	-	2	2	-
Engineers India Limited	Others	923	-	5	2	-
Chambal Fertilisers & Chemicals Limited	Others	555	-	10	2	-
Creditaccess Grameen Limited	Others	139	-	10	2	-
Gujarat Pipavav Port Limited	Others	1,023	-	10	2	-
Jai Balaji Industries Limited	Others	189	-	10	2	-
Tanla Platforms Limited	Others	205	-	1	1	-
Nexus Select Trust (REIT)	Others	1,598	-	100	2	-
PNB Housing Finance Limited	Others	279	-	10	2	-
D B Realty Limited	Others	771	-	10	1	-
Aditya Birla Sun Life AMC Limited	Others	413	-	5	2	-
UTI Asset Management Co. Limited	Others	219	-	10	2	-
Chennai Petroleum Corporation Limited	Others	217	-	10	2	-
Mahanagar Gas Limited	Others	135	-	10	2	-
Natco Pharma Limited	Others	198	-	2	2	-
Neuland Laboratories Limited	Others	28	-	10	2	-
Caplin Point Laboratories Limited	Others	132	-	2	2	-
Brookfield (I) Real Estate Trust (REIT)	Others	810	-	275	2	-
Usha Martin Limited	Others	664	-	1	2	-
Godawari Power & Ispat Limited	Others	264	-	5	2	-
Welspun Corp Limited	Others	384	-	5	2	-
Shyam Metalics & Energy Limited	Others	316	-	10	2	-
Maharashtra Seamless Limited	Others	210	-	5	2	-
Jindal Saw Limited	Others	391	-	2	1	-
Route Mobile Limited	Others	127	-	10	2	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
Vardhman Textiles Limited	Others	465	-	2	2	-
Welspun Living Limited	Others	1,321	-	1	2	-
CEAT Limited	Others	71	-	10	2	-
JK Tyre & Industries Limited	Others	401	-	2	2	-
Cash & Cash Equivalents	Others			-	1	-
Total (III)					80,631	47,749
IV) Investment at fair value through profit and loss at FVTPL						
(a) Investments in Real Estate Funds- Unquoted						
India Realty Excellence Fund II LLP	Associate				573	1,455
India Realty Excellence Fund III	Others	41,88,417	52,73,716	100	5,491	7,304
India Realty Excellence Fund IV	Others	81,96,144	5,00,070	100	11,095	519
India Realty Excellence Fund V	Others	5,00,000	5,00,000	100	379	383
India Realty Excellence Fund VI	Others	5,000	-	10,000	51	-
Total					17,589	9,661
(b) Investment in Equity Shares- Unquoted - Fully paid-up						
Shubham Housing Development Finance Company Limited	Others	10,23,090	1,02,309	1	3,987	3,652
Shriram New Horizons Limited	Others	7,50,000	7,50,000	10	-	-
Stockation Private Limited	Others	3,102	2,327	10	198	150
Total					4,185	3,802
(c) Investment in Equity Shares- Quoted - Fully paid-up						
Radiant Cash Management Services Limited	Others	20,00,000	20,00,000	1	1,523	1,932
Gufic Biosciences Limited	Others	33,33,000	-	1	9,416	-
Central Depository Services India Limited	Others	100	100	10	0	0
Total					10,939	1,932
(d) Investment in Preference Shares- Unquoted - Fully paid-up						
0.01 % Compulsory Convertible preference shares of Shubham Housing Development Finance Company Limited	Others	1,04,461	1,04,461	10	4,071	3,728
0.01% Swiggy Limited	Others	2,030	2,030	10,000	9,930	6,448
Total					14,001	10,176
(e) Investment in units of Mutual Funds (Equity)- Unquoted - Fully paid-up						
Motilal Oswal Most Focused 25 Fund	Others	3,97,77,781	3,97,77,781	10	18,812	14,258
Motilal Oswal Midcap 30 Fund - Growth	Others	7,41,14,633	7,41,14,633	10	66,360	40,926
Motilal Oswal Flexi Cap Fund - Growth	Others	9,69,84,291	9,69,84,291	10	51,194	32,881

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
Motilal Oswal Mutual Fund-Most Focused Long Term Fund	Others	1,90,816	1,90,816	10	89	57
Motilal Oswal Nifty Bank Index Fund - Direct Growth Option	Others	22,044	22,044	10	4	3
Motilal Oswal Nifty Smallcap 250 Index Fund - Direct Growth Option	Others	19,498	19,498	10	6	4
Motilal Oswal Nifty 50 Index Fund - Direct Growth Option	Others	2,00,704	2,00,704	10	38	29
Motilal Oswal Nifty Next 50 Index Fund - Direct Growth Option	Others	69,847	69,847	10	15	9
Motilal Oswal Large and Midcap Fund - Direct Growth	Others	6,12,76,397	6,12,76,397	10	16,829	10,959
Motilal Oswal Nifty Gsec May 2029 Index	Others	-	19,99,900	10	-	203
Motilal Oswal Large Cap Fund	Others	4,99,97,500	-	10	5,116	-
Total					1,58,463	99,329
(f) Investment in units of Mutual Funds (Equity)-Quoted-Fully paid-up						
Motilal Oswal NASDAQ 100 ETF	Others	1,83,300	1,83,300	1	272	191
Motilal Oswal NIFTY Midcap 50 ETF	Others	59,499	59,499	7	135	104
Motilal Oswal NIFTY Midcap 100 ETF	Others	5,07,650	5,07,650	10	260	162
Kotak Nifty India Consumption ETF	Others	61,564	61,564	10	23	16
Axis Consumption ETF	Others	41,776	41,776	10	43	30
Motilal Oswal S&P BSE Low Volatility ETF	Others	38,92,295	38,92,295	2	1,361	950
Motilal Oswal S&P BSE Healthcare ETF	Others	21,83,144	21,83,144	10	771	479
Motilal Oswal S&P BSE Quality ETF	Others	4,40,235	4,40,235	10	766	507
Motilal Oswal S&P BSE Enhanced Value ETF	Others	12,33,714	12,33,714	10	1,125	589
Motilal Oswal Nifty 200 Momentum 30 ETF	Others	17,840	-	2	11	-
Motilal Oswal S&P BSE Healthcare ETF	Others	16	-	10	0	-
Motilal Oswal Nifty Midcap 100 ETF	Others	22,160	-	10	11	-
Motilal Oswal S&P BSE Low Volatility ETF	Others	12,363	-	10	4	-
Motilal Oswal Nifty Realty ETF	Others	7,05,444	-	10	636	-
Motilal Oswal Nifty Smallcap 250 ETF	Others	39,05,964	-	10	561	-
Motilal Oswal Nifty 500 ETF	Others	64,57,905	-	10	1,312	-
Total					7,291	3,028
(g) Investment in alternative investment funds (Equity) - Unquoted - Fully paid-up						

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
Motilal Oswal Growth Opportunities Fund Series II	Others	96,77,616	96,77,616	10	1,502	1,150
Motilal Oswal Growth Opportunities Fund Series II (Class X)	Others	9,99,950	9,99,950	10	137	104
Motilal Oswal Business Advantage Fund Series-II	Others	73,04,775	73,04,775	10	1,590	952
Motilal Oswal Business Advantage Fund - Series-II (Class X)	Others	13,01,485	13,01,485	10	228	131
Motilal Oswal Multicap Equity Fund	Others	9,99,950	9,99,950	100	2,028	1,328
Motilal Oswal Select Opportunities Fund Series II	Others	-	86,26,104	10	0	1,234
Motilal Oswal Select Opportunities fund-Series II (Class X)	Others	-	14,04,659	10	0	143
Motilal Oswal Select Opportunities Fund - Series III	Others	85,82,269	85,82,269	10	1,247	936
Motilal Oswal Select Opportunities Fund - Series III (Class X)	Others	9,99,950	9,99,950	10	131	98
Motilal Oswal India Excellence Fund	Others	1,15,15,281	1,15,15,281	10	1,522	908
Motilal Oswal India Excellence Fund (Class CX)	Others	9,99,950	9,99,950	10	136	78
Motilal Oswal Equity Opportunities Fund Series II	Others	70,59,413	70,59,413	10	1,585	939
Motilal Oswal Equity Opportunities Fund-series II (Class X)	Others	13,16,273	13,16,273	10	461	135
Motilal Oswal Equity Opportunities Fund Series III	Others	1,05,94,627	1,05,94,627	10	1,577	957
Motilal Oswal Equity Opportunities Fund Series III (Class X)	Others	9,99,950	9,99,950	10	159	96
Motilal Oswal Hedged Equity Multi Factor Strategy	Others	1,08,72,688	1,08,72,688	10	1,639	1,001
Motilal Oswal Next Trillion Dollar Opportunity Fund	Others	99,99,500	99,99,500	10	1,309	932
Motilal Oswal Equity Opportunities Fund (Class X)	Others	14,97,185	14,97,185	10	619	252
Motilal Oswal Equity Opportunities Fund	Others	92,34,936	92,34,936	10	1,949	1,490
Motilal Oswal India Excellence Fund - Mid to Mega- Series II	Others	99,87,640	99,87,640	10	1,628	1,003
Motilal Oswal India Excellence Fund - Mid to Mega- Series II (Class X)	Others	9,99,950	9,99,950	10	160	98
Motilal Oswal Vision 2030 Fund	Others	1,03,88,747	1,03,88,747	10	1,496	981
Motilal Oswal Vision 2030 Fund (Class X)	Others	9,99,950	9,99,950	10	148	95

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9: Investments

Particulars	Subsidiary/ Associate/ Others	Shares / Units		Face Value In Rupees	Amount as at	
		As at 31 March 2024	As at 31 March 2023		As at 31 March 2024	As at 31 March 2023
		Number	Number			
Motilal Oswal Growth Anchors Fund	Others	81,99,953	29,99,850	10	1,375	284
Motilal Oswal India Growth Fund	Others	82,24,132	29,99,850	10	1,313	289
Motilal Oswal Growth Anchors Fund Series II	Others	93,88,730	-	10	1,278	-
Motilal Oswal Growth Anchors Fund Series II (Class x)	Others	9,99,950	-	10	121	-
Motilal Oswal Growth Anchors Fund (Class X)	Others	9,99,950	-	10	125	-
Motilal Oswal India Growth Fund (Class X)	Others	9,99,950	-	10	111	-
Motilal Oswal Growth Anchors Fund Series III_Class(CX)	Others	9,99,950	-	10	104	-
Motilal Oswal Select Opportunities Fund Series IV	Others	24,99,875	-	10	250	-
Motilal Oswal Select Opportunities Fund Series IV_Class(X)	Others	9,99,950	-	10	100	-
Motilal Oswal Growth Anchors Fund Series III	Others	29,99,850	-	10	314	-
Total					26,342	15,614
(h) Investment in Private Equity - Unquoted						
India Business Excellence Fund I	Others	475	475	10,00,000	1,210	1,180
India Business Excellence Fund II	Others	8,44,022	8,19,022	1,000	13,623	16,836
India Business Excellence Fund III	Others	11,78,321	12,68,496	1,000	29,651	25,965
India Business Excellence Fund IV	Others	4,00,666	50,000	1,000	3,154	233
Contrarian Vriddhi Fund I LLP	Others	400	400	10,000	513	291
Total					48,151	44,505
Total (IV)					2,86,961	1,88,047
Total (I+II+III+IV)					5,47,650	4,05,604
Investment in India					5,47,108	4,05,062
Investment Outside India					542	542
Total					5,47,650	4,05,604

Note 10: Other Financial Assets

Particulars	As at 31 March 2024	As at 31 March 2023
Electricity and other deposits	2,199	2,022
Deposits with exchange	22,104	15,288
Receivable from exchanges	452	539
Total	24,755	17,849

Note 11: Investment Property

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	7,643	7,699
Addition during the year	-	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 11: Investment Property

Particulars	As at 31 March 2024	As at 31 March 2023
Disposal during the year	-	-
Depreciation for the year	(57)	(56)
	7,586	7,643

Fair value of Investment Property

Particulars	As at 31 March 2024	As at 31 March 2023
Building	28,568	28,105

Estimation of fair value

The fair value of investment property have been determined by an independent registered valuer, who has professional experience as well as adequate expertise in the location and category of the investment property. The value is determined based on the rate prescribed by government authorities for commercial property. The resultant fair value estimates for investment property is included in level 2.

Amounts Recognised In The Statement Of Profit And Loss In Relation To Investment

Particulars	As at 31 March 2024	As at 31 March 2023
Rental Income from investment property (Refer note 27)	1,969	1,900
Direct operating expenses arising from investment property that generated rental income during the year	-	-
Direct operating expenses arising from investment property that did not generate rental income during the year	-	-

Note 12 : Property Plant and Equipment

Current year

Particulars	Gross block				Accumulated depreciation/amortization				Net block	
	Balance as at 01 April 2023	Additions	Disposals/ Deletions	Balance as at 31 March 2024	Balance as at 01 April 2023	Additions	Disposals/ Deletions	Balance as at 31 March 2024	Balance as at 31 March 2023	Balance as at 31 March 2024
Property, plant and equipment										
Land	4,874	4,011	-	8,885	-	-	-	-	4,874	8,885
Buildings	26,974	3,669	1	30,642	9,376	1,315	0	10,691	17,598	19,951
Plant and machinery	13,663	4,726	1,754	16,635	9,137	1,920	1,666	9,391	4,526	7,244
Furniture and fixtures	2,754	69	30	2,793	2,079	100	28	2,151	675	642
Vehicles	1,460	313	19	1,754	840	140	14	966	620	788
Office equipments	4,764	375	392	4,747	4,235	279	372	4,142	529	605
Right of use	8,065	8,191	865	15,391	4,074	2,289	-	6,363	3,991	9,028
Total (A)	62,554	21,354	3,061	80,847	29,741	6,043	2,080	33,704	32,813	47,143
Intangible assets										
Goodwill	90	-	-	90	90	-	-	90	-	-
Computer software	8,894	827	-	9,721	6,070	1,023	-	7,093	2,824	2,628
BSE/MCX Cards	648	-	-	648	648	-	-	648	-	-
Customer rights	1,108	-	-	1,108	933	81	-	1,014	175	94
Total (B)	10,740	827	-	11,567	7,741	1,104	-	8,845	2,999	2,722
Total (A)+(B)	73,294	22,181	3,061	92,414	37,482	7,147	2,080	42,549	35,812	49,865

Notes to Standalone Financial Statements

Note 12 : Property Plant and Equipment *Contd.* (All amounts are in INR Lakhs, unless otherwise stated)

Previous year

Particulars	Gross block				Accumulated depreciation/amortization				Net block	
	Balance as at 01 April 2022	Additions	Disposals/ Deletions	Balance as at 31 March 2023	Balance as at 01 April 2022	Additions	Disposals/ Deletions	Balance as at 31 March 2023	Balance as at 31 March 2022	Balance as at 31 March 2023
Property, plant and equipment										
Land	2,667	2,206	-	4,873	-	-	-	-	2,667	4,874
Buildings	21,941	5,033	-	26,974	8,346	1,030	-	9,376	13,595	17,598
Plant and machinery	11,119	2,544	-	13,663	7,788	1,349	-	9,137	3,331	4,526
Furniture and fixtures	2,694	60	-	2,754	1,982	97	-	2,079	713	675
Vehicles	1,242	218	-	1,460	730	110	-	840	512	620
Office equipments	4,443	320	-	4,763	3,964	271	-	4,235	479	529
Right of use	4,846	3,218	-	8,064	3,001	1,073	-	4,074	1,846	3,991
Total (A)	48,952	13,599	-	62,554	25,811	3,930	-	29,741	23,143	32,813
Intangible assets										
Goodwill	90	-	-	90	90	-	-	90	-	-
Computer software	7,034	1,859	-	8,893	5,130	940	-	6,070	1,904	2,824
BSE/MCX Cards	648	-	-	648	648	-	-	648	-	-
Customer rights	1,108	-	-	1,108	852	81	-	933	256	175
Total (B)	8,880	1,859	-	10,740	6,721	1,021	-	7,741	2,160	2,999
Total (A)+(B)	57,832	15,458	-	73,294	32,532	4,951	-	37,482	25,303	35,812

Note:

- There have been no acquisitions through business combinations and no revaluation of Property, plant and equipment and other intangible assets during the year ended 31 March 2024 and 31 March 2023.
- The company does not hold any immovable property whose title deeds are not held in the name of the company. All the lease agreements are duly executed in favour of the Company for properties where the Company is the lessee.

Note 13: Other Non - Financial Assets

Particulars	As at 31 March 2024	As at 31 March 2023
Capital advances	1,961	2,179
For supply of services	2,335	1,892
Prepaid expenses	1,629	1,507
Other Advances	46	92
	5,971	5,670

Note 14: Payables

Particulars	As at 31 March 2024	As at 31 March 2023
Trade payables*		
(i) total outstanding dues of micro enterprise and small enterprise (Refer note no. 45)	1,755	1,708
(ii) total outstanding dues of other than micro enterprise and small enterprise	5,16,796	3,14,916
	5,18,551	3,16,624
Other payables		
(i) total outstanding dues of micro enterprise and small enterprise	-	-
(ii) total outstanding dues of other than micro enterprise and small enterprise	-	-
	-	-

*Trade payables also includes balances due to parties other than clients which are insignificant in terms of value

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 14: Payables *Contd.*

For the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 year	2 - 3 year	More than 3 years	
(i) MSME	1,755	-	-	-	1,755
(ii) Others	5,16,796	-	-	-	5,16,796
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

For the year ended 31 March 2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 year	2 - 3 year	More than 3 years	
(i) MSME	1,708	-	-	-	1,708
(ii) Others	3,14,916	-	-	-	3,14,916
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Trade payable to MSME comprise of amount not due to the vendor being provisional expenses where actual invoice is not received / not approved by the company and also consist portion of Goods and Service Tax (GST) on invoices which is not reflecting on the GST portal.

Note 15: Debt Securities

Particulars	As at 31 March 2024	As at 31 March 2023
At Amortised cost		
Commercial paper (Unsecured)		
(i) from other parties#	4,48,201	2,69,743
Others (Secured)		
Market Linked Debenture**	2,840	4,420
Total (A)	4,51,041	2,74,163
Debt securities in India	4,51,041	2,74,163
Debt securities outside India	-	-
Total (B)	4,51,041	2,74,163

#Commercial Paper

Rate of interest is ranging from 7.99% to 9.24% for commercial paper outstanding.

Terms of repayment:

The aforesaid commercial papers are repayable on maturity and the tenure is 85 days to 365 days.

**Market Linked Debenture (MLD)

Series M-1/ F.Y.22/ F.Y.24 - 1,580 Lakhs, Redemption date - 14th March 2024, XIRR - 7.25% PA

(Above MLD were redeemed during the Current Year.)

Series M-1/ F.Y.23/ F.Y.25 - 2,840 Lakhs, Redemption date - 07th February 2025, XIRR - 7.50% PA

Coupon rate is linked to performance of underlying/reference index (NIFTY 50 Index)

Assets Cover available in case of Market Linked Debenture :

The Debentures will be secured by first pari - passu charge on all present and future Margin trading facility receivables of the Company with a minimum cover of 1.00 times of the MLD outstanding and Interest/ coupon due on the MLDs

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 16: Borrowings (Other than debt securities)

Particulars	As at 31 March 2024	As at 31 March 2023
At Amortised cost		
Term loans		
(i) from banks (Secured)	-	-
(ii) from other parties (Secured)*	2,500	-
Demand loans		
(i) from banks (Secured)*	2,17,919	99,387
(ii) from related parties (Unsecured)#	1,100	-
	2,21,519	99,387
Borrowings in India	2,21,519	99,387
Borrowings outside India	-	-
	2,21,519	99,387

* Term loans from financial institutions are secured against loans (Margin trading facility) of the Company, repayable on maturity dated 05 April 2025. Demand loans from banks are secured against the property, plant and equipment, investments, fixed deposits, loans (Margin trading facility) and trade receivables of the Company. Rate of interest is ranging from 8.30 % to 9.90%

Rate of interest is ranging from 11.00 % to 13.00 %.

Note:

- During the year, the Company had made quarterly submissions to banks or financial institutions or debenture trustees; however, there were no material discrepancies noted between the quarterly statements / revised returns filed and the financial statements of the respective quarter. (Refer Note 60)
- During the year under audit, the company has not defaulted in repayment of principal and interest.

Note 17: Deposits

Particulars	As at 31 March 2024	As at 31 March 2023
Security deposit	4,132	115
	4,132	115

Note 18: Other Financial Liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Margin money	2,35,073	2,17,303
Interest accrued but not due on borrowings	1,220	442
Unpaid dividend	41	40
Accrued salaries and benefits	22,199	10,158
Other provisions (includes provision for expenses)	6,426	4,995
Lease liability (Refer note 43)	9,351	4,392
	2,74,310	2,37,330

Note 19: Current tax liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for income taxes (net of advance tax of ₹81,160 lakhs (Previous year: ₹75,063 lakhs))	95	1,242
	95	1,242

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 20: Provisions

Particulars	As at 31 March 2024	As at 31 March 2023
Provision for employee benefits		
Compensated absences (Refer note 42)	857	809
Gratuity and heritage obligation (Refer note 42)	3,289	2,644
Service charges	21	21
	4,167	3,474

Note 21: Deferred tax liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred tax liabilities (net) (Refer note 53)	14,579	8,483
	14,579	8,483

Note 22: Other Non - financial Liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Advance received from customers	4,309	1,166
Statutory liabilities	1,776	1,002
Prepaid brokerage	924	935
	7,009	3,103

Note 23: Share Capital

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number of shares	Amount	Number of shares	Amount
Authorised				
Equity shares of ₹1 each (Previous year ₹1 each)	1,12,00,00,000	11,200	1,12,00,00,000	11,200
Preference shares of ₹100 each (Previous year ₹100 each)	62,00,000	6,200	62,00,000	6,200
	1,12,62,00,000	17,400	1,12,62,00,000	17,400
Issued, subscribed and paid up				
Equity shares of ₹1 each fully paid up (Previous year ₹1 each)	14,90,07,291	1,490	14,79,47,126	1,479
	14,90,07,291	1,490	14,79,47,126	1,479

Issued capital is net off of buyback of shares, shares acquired and cancelled in the scheme of arrangement and re-issuance of shares.

23.1 Terms/rights attached to shares

Equity shares :

The Company has one class of equity shares having a par value of Re. 1 each (previous year: having a par value of Re. 1 each). Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of the equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all the preferential amounts. However, no such preferential amounts exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2024, dividend recognized as distribution to equity shareholders was ₹17.00 per share consisting of final dividend of ₹3.00 per share for previous year ended 31 March 2023 and interim dividend of ₹14 per share for year ended 31 March 2024. The total dividend appropriated amounts to ₹25,233 lakhs (Previous Year: ₹14,823 lakhs).

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

23.2 Reconciliation of number of shares outstanding

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number of shares	Amount	Number of shares	Amount
At beginning of the year	14,79,47,126	1,479	14,90,62,919	1,491
Stock options exercised under the ESOS	10,60,165	11	3,38,752	3
Buyback	-	-	(14,54,545)	(15)
At the end of the year	14,90,07,291	1,490	14,79,47,126	1,479

23.3 Shares holder having more than 5% equity holding in the Company

Name of shareholder	As at 31 March 2024		As at 31 March 2023	
	No. of shares held	% of holding	No. of shares held	% of holding
Motilal Oswal Family Trust	3,85,34,320	25.86%	4,29,72,734	29.05%
Mr. Raamdeo Agarawal	4,00,82,015	26.90%	4,00,82,015	27.09%
Mr. Motilal Oswal *	-	-	79,01,093	5.34%
Parag Parikh Flexi Cap Fund	78,48,858	5.27%	78,48,858	5.31%
Mr. Navin Agrawal	76,35,072	5.12%	76,35,072	5.16%

* Holding as on 31 March 2024 is less than 5%

23.4 Shareholding of promoters in the Company

Name of shareholder	As at 31 March 2024		As at 31 March 2023		% change
	No. of shares held	% of holding	No. of shares held	% of holding	
Motilal Oswal Family Trust	3,85,34,320	25.86%	4,29,72,734	29.05%	-10.33%
Mr. Raamdeo Agarawal	4,00,82,015	26.90%	4,00,82,015	27.09%	-
Mr. Motilal Oswal	34,58,679	2.32%	79,01,093	5.34%	-56.23%
Raamdeo Agarawal HUF	44,93,264	3.02%	44,93,264	3.04%	-
Ms. Suneeta Agrawal	63,71,877	4.28%	63,71,877	4.31%	-
Mr. Vaibhav Agrawal	2,54,479	0.17%	2,54,479	0.17%	-
Mr. Dhairya Agrawal	1,25,000	0.08%	1,25,000	0.08%	-
Ms. Vimla Oswal	1,24,566	0.08%	1,24,566	0.08%	-
Mr. Karoon Ramgopal Agarawal	75,000	0.05%	1,00,000	0.07%	-25.00%
Ms. Suman Agrawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Vedika Karnani	1,00,000	0.07%	1,00,000	0.07%	-
Mr. Vinay R. Agrawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Anita Anandmurthy Agrawal	80,000	0.05%	80,000	0.05%	-
Mr. Sukhdeo Ramgopal Agarawal	77,812	0.05%	77,812	0.05%	-
Mr. Satish Agrawal	72,020	0.05%	78,020	0.05%	-7.69%
Mr. Govinddeo R Agarawal	55,770	0.04%	55,770	0.04%	-
Mr. Rajendra Gopilal Oswal	54,996	0.04%	54,996	0.04%	-
Mr. Pratik Mehta	22,35,207	1.50%	12,000	0.01%	18526.73%
Ms. Vimladevi Salecha	1,430	0.00%	1,430	0.00%	-
Motilal Oswal HUF	867	0.00%	867	0.00%	-
OSAG Enterprises LLP	2,000	0.00%	2,000	0.00%	-
Ms. Natasha Aniruddha Malpani	22,19,207	1.49%	-	0.00%	100.00%
Mr. Pratik Motilal Oswal	22,19,207	1.49%	-	0.00%	100.00%

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

23.4 Shareholding of promoters in the Company

Name of shareholder	As at 31 March 2024		As at 31 March 2023		% change
	No. of shares held	% of holding	No. of shares held	% of holding	
Ms. Pratiksha Pratik Mehta	22,19,207	1.49%	-	0.00%	100.00%

Name of shareholder	As at 31 March 2023		As at 31 March 2022		% change
	No. of shares held	% of holding	No. of shares held	% of holding	
Motilal Oswal Family Trust	4,29,72,734	29.05%	4,33,41,158	29.08%	-0.85%
Mr. Raamdeo Agarawal	4,00,82,015	27.09%	4,03,69,047	27.08%	-0.71%
Mr. Motilal Oswal	79,01,093	5.34%	77,87,622	5.22%	1.46%
Raamdeo Agarawal HUF	44,93,264	3.04%	45,35,574	3.04%	-0.93%
Ms. Suneeta Agrawal	63,71,877	4.31%	64,27,605	4.31%	-0.87%
Mr. Vaibhav Agrawal	2,54,479	0.17%	2,54,479	0.17%	-
Mr. Dhairya Agrawal	1,25,000	0.08%	-	0.00%	100.00%
Ms. Vimla Oswal	1,24,566	0.08%	1,25,987	0.08%	-1.13%
Mr. Karoon Ramgopal Agarawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Suman Agrawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Vedika Karnani	1,00,000	0.07%	1,00,000	0.07%	-
Mr. Vinay R. Agrawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Anita Anandmurthy Agrawal	80,000	0.05%	80,000	0.05%	-
Mr. Sukhdeo Ramgopal Agarawal	77,812	0.05%	78,500	0.05%	-0.88%
Mr. Satish Agrawal	78,020	0.05%	78,020	0.05%	-
Mr. Govinddeo R Agarawal	55,770	0.04%	55,770	0.04%	-
Mr. Rajendra Gopilal Oswal	54,996	0.04%	54,996	0.04%	-
Mr. Pratik Mehta	12,000	0.01%	12,000	0.01%	-
Ms. Vimladevi Salecha	1,430	0.00%	1,430	0.00%	-
Motilal Oswal HUF	867	0.00%	867	0.00%	-
OSAG Enterprises LLP	2,000	0.00%	2,000	0.00%	-

23.5 i) In the financial year 2022-23 the Company has bought back 14,54,545 fully paid-up shares by capitalisation of securities premium.

ii) In the financial year 2020-21 the Company has bought back 19,09,144 fully paid-up shares by capitalisation of securities premium. Further, 18,68,445 shares were allotted for consideration other than cash and also 8,63,74,063 shares were reissued pursuant to the Scheme of Arrangement.

Note 24: Other Equity

Particulars	As at 31 March 2024	As at 31 March 2023
Capital redemption reserve		
Balance at the beginning of the reporting year	105	90
Add: Buyback of Shares	-	15
Balance at the end of the reporting year	105	105
Capital reserve		
Balance at the beginning of the reporting year	14	14
Balance at the end of the reporting year	14	14
Securities premium		

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 24: Other Equity *Contd.*

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	43,865	58,816
Add: On account of share issue	7,590	975
Add: Transfer from share based payment reserve	2,036	74
Less: Buyback of shares	-	(16,000)
Balance as at end of the reporting year	53,491	43,865
Share based payment reserve		
Balance at the beginning of the reporting year	8,816	6,250
Transfer to securities premium	(2,036)	(74)
Option granted during the year (Refer note 52)	1,967	2,640
Balance at the end of the reporting year	8,747	8,816
General reserve		
Balance at the beginning of the reporting year	36,819	17,862
Transfer from Other comprehensive income	3,938	18,957
Balance at the end of the reporting year	40,757	36,819
Retained earnings		
Balance at the beginning of the reporting year	3,44,331	3,07,292
Transfer from Statement of Profit and Loss	1,49,038	56,891
Actuarial gains/(losses) on post retirement benefit plans	(286)	48
Interim dividend	(20,794)	(10,351)
Final dividend	(4,439)	(4,472)
Impact due to scheme of arrangement	-	(1,235)
Buyback Transaction cost	-	(3,842)
Balance at the end of the reporting year	4,67,850	3,44,331
Other comprehensive income		
Balance at the beginning of the reporting year	9,925	32,396
Add : Other comprehensive income for the year	13,153	(3,514)
Less : Transfer to general reserve	(3,938)	(18,957)
Balance at the end of the reporting year	19,140	9,925
	5,90,104	4,43,875

Capital Redemption reserve

The capital redemption reserve is created to be utilised towards redemption of preference shares and it also includes addition arising on account of buyback of shares. The reserve will be utilised in accordance with provision of the Companies Act, 2013.

Capital reserve

Capital reserve is created by capital profits of the company which is not kept for distribution to the shareholders in the form of dividend. It has been created during the Business Combinations in earlier periods.

Securities Premium

Security premium account is used to record the premium received on issue of shares and it also includes transfer from ESOS reserve when the options are exercised. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

Share based payment reserve

Share based payment expense pertains to outstanding portion of the option not yet exercised.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

General reserve

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss. General reserve is used to transfer to debenture redemption reserve.

Retained earnings

Retained earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders.

Other comprehensive income

Other comprehensive income consist of gain /(loss) of equity instruments carried through FVTOCI.

Note 25: Interest Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
On financial assets measured at amortised cost		
Interest on loans	474	-
Interest on deposits with banks	45,777	21,560
Margin funding	28,653	14,556
Delayed payment by customers	18,229	11,175
Interest on Bonds	48	-
Interest on Deposits	74	-
Total	93,255	47,291

Note 26: Dividend Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Dividend income		
From investments	288	177
From subsidiary companies	14,277	414
Total	14,565	591

Note 27: Rental Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Rental income from operating leases	1,969	1,900
Total	1,969	1,900

Note 28: Fees and Commission Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Brokerage and fees income		
Brokerage income	2,25,630	1,67,485
Research and advisory fees	763	1,065
Depository income	8,459	7,099
Total	2,34,852	1,75,649
Other commission income		
Portfolio management fees and commission	23,751	18,449
Total	23,751	18,449

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 29: Net Gain on Fair Value Changes

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Net gain / (loss) on financial instruments at fair value through profit or loss		
Realised	10,063	33,891
Unrealised gain/ (loss)	69,804	(16,345)
Total	79,867	17,546

Note 30: Other Operating Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Partnership gain from private equity fund	223	470
Others (Product subscription fees, Registration/account opening fees, etc.)	5,559	4,730
Total	5,782	5,200

Note 31: Other Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Interest on staff loans	14	5
Profit/(loss) on sale of fixed assets	(94)	-
Business support and other miscellaneous income (Refer note 46)	5,709	2,640
Total	5,629	2,645

Note 32: Finance Cost

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
On instruments measured at amortized cost		
Interest on borrowings	8,940	2,611
Interest on debt securities	30,838	15,899
Other borrowing cost	3,620	2,865
Interest on lease liabilities (Refer note 43)	754	358
Total	44,152	21,733

Note 33 : Fees and Commission Expense

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Brokerage sharing with intermediaries	1,04,552	75,790
Depository charges	1,559	1,279
Advisory and other fees	890	817
Total	1,07,001	77,886

Note 34: Impairment on Financial Instruments

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
On instruments measured at amortized cost		
ECL on trade receivables	1,449	126
ECL on loans	865	311
Bad debts	1,477	1,111
Total	3,791	1,548

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 35 : Employee Benefits Expense

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Salary, bonus and allowances	73,363	54,057
Share based payments (Refer note 52)	551	1,119
Contribution to provident and other funds (Refer note 50)	2,305	2,114
Gratuity and other long term benefits (Refer note 50)	646	735
Staff welfare expenses	4,671	3,070
Total	81,536	61,095

Note 36: Depreciation and Amortization Expenses

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Depreciation on Property, plant & equipment	3,754	2,857
Amortisation on other intangible assets	1,103	1,020
Depreciation on investment property	57	56
Amortisation on lease (Refer note 43)	2,289	1,073
Total	7,203	5,006

Note 37 : Other Expenses

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Rent	686	1,285
Business Support	1,276	1,276
Rates and taxes	390	232
Insurance	841	784
Legal and professional fees	4,660	2,795
Remuneration to auditors (Refer note 40)	37	43
Advertisement expenses	1,319	2,026
Marketing and brand promotion	13,061	8,714
Printing and Stationary	495	367
Communication and data charges	2,236	2,593
Travelling, lodging and boarding expenses	2,011	1,583
Repairs - building	279	203
Repairs and maintenance - others	582	499
Computer maintenance and software charges	2,890	2,408
Power and fuel	931	943
Foreign exchange (gain)/loss	(29)	(5)
Service charges	619	711
Expenditure on Corporate Social Responsibility (Refer note 6i)	1,270	904
Donations	5	-
Miscellaneous expenses	3,202	2,112
Total	36,761	29,473

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 38: Contingent Liability and Commitment (to the extent not provided for)

Particulars	As at 31 March 2024	As at 31 March 2023
Contingent liabilities:		
(i) Guarantees / securities given (Refer note a)	2,80,003	3,23,380
(ii) Demand in respect of income tax matters for which appeal is pending (Refer note b)	1,919	1,920
(iii) Claim against the company (Refer note c)	646	992
Capital & other commitments:		
(i) Estimated amount of contracts remaining to be executed on capital account (Net of advances)	5,147	4,406
(ii) Uncalled liability on shares and other investments partly paid:		
1) India Realty Excellence Fund VI	450	-
2) India Business Excellence Fund IV	1,362	270
3) India Realty Excellence Fund V	130	130

(a) Guarantees and securities given

The Company has provided bank guarantees aggregating to Rs 2,80,003 lakhs (Previous year :Rs 3,23,380 lakhs) as on 31 March 2024 for the following purposes to:

- i) National Stock exchange - ₹2,24,143 lakhs (Previous year : Rs.2,87,375 lakhs) for meeting margin requirements.
- ii) NCDEX - ₹2,500 lakhs (Previous year: Rs.4,500 lakhs) for meeting margin requirements.
- iii) MCX - ₹51,800 lakhs (Previous year: ₹30,000 lakhs) for meeting margin requirements.
- iv) Hindalco Industries Limited - Rs.1,500 lakhs (Previous year: ₹1,500 lakhs) for margin deposit.
- v) Municipal Corporation of Greater Mumbai - ₹5 lakhs (Previous year: Rs.5 lakhs) for security deposit.
- vi) Bombay High Court - Rs.55 lakhs (Previous year: Nil) for security deposit.

- (b) Demand in respect of income tax matters for which appeal is pending is Rs.1,919 lakhs (Previous year: Rs.1,920 lakhs). This is disputed by the Company and hence not provided for in the books of accounts. The Company has paid demand by way of deposit (It doesn't include Income Tax refund adjusted against demand raised) of Rs.192 lakhs (Previous year ₹451 lakhs) till date. Above liability does not include interest u/s 234B and 234C as the same depends on the outcome of the demand.

The Company is contesting the demands and the management believes that its position will likely be upheld in the appellant process. No tax expenses has been accrued in the financial statement for the tax demand raised. The management believes that ultimate outcome of this proceeding will not have a material adverse effect on the Company's financial position and results of operations.

(c) Claims against the Company:

Pending Against Forum	Number of cases as on 31 March 2024	As at 31 March 2024	Number of cases as on 31 March 2023	As at 31 March 2023
Civil cases	17	646	14	992
Total	17	646	14	992

Note :

The proceedings/ Appeals held at Supreme court/ High court/District court are considered as "Civil cases".

Note 39: Segment Reporting

Notes to Standalone Financial Statements

As per IND AS 108 para 4, Segment has been disclosed in Consolidated financial statement, hence no separate disclosure has been given in standalone financial statements of the Company. (All amounts are in INR Lakhs, unless otherwise stated)

Note 40: Remuneration to Auditors (exclusive of taxes)

Particulars	As at 31 March 2024	As at 31 March 2023
As Auditors:		
Statutory audit	30	30
In other capacity:		
Out of pocket expenses	2	2
Certification	5	11
Total	37	43

Note 41: Earnings per equity share:

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Net profit attributable to equity shareholders for calculation of Basic EPS [A] (Rs in lakhs)	1,49,038	56,891
Weighted average number of equity shares issued [B] (Face value of Re. 1 each) (In numbers)	14,82,72,290	14,81,35,120
Basic earnings per share [A/B] (Rs.)	100.52	38.40
Net profit attributable to equity shareholders for calculation of diluted EPS [C] (Rs in lakhs)	1,49,038	56,891
Weighted average number of equity shares issued (Face value of Re. 1 each) (In numbers) [D]	14,82,72,290	14,81,35,120
Weighted average number of additional equity shares outstanding for diluted EPS (In numbers) [E]	15,70,004	5,44,997
Weighted average number of equity shares outstanding for diluted EPS (In numbers) [F=D+E]	14,98,42,294	14,86,80,117
Diluted earnings per share [C/F] (₹)	99.46	38.26

Note 42: Provisions:

Particulars	Opening balance as at 01 April 2023	Provided during the year	Provision reversed /paid during the year	Closing balance as at 31 March 2024
Provision for gratuity	2,370	993	382	2,981
Heritage benefits	274	34	-	308
Compensated absences	809	48	-	857
Total	3,453	1,075	382	4,146

Particulars	Opening balance as at 01 April 2022	Provided during the year	Provision reversed /paid during the year	Closing balance as at 31 March 2023
Provision for gratuity	2,099	514	243	2,370
Heritage benefits	117	157	-	274
Compensated absences	758	809	758	809
Total	2,974	1,480	1,001	3,453

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 43: Lease

The Company has taken various office premises on operating lease for the period which ranges from 12 months to 108 months with an option to renew the lease by mutual consent on mutually agreeable terms.

Information about leases for which the company is a lessee are presented below:

(A) Right of use assets

Particulars	As at 31 March 2024	As at 31 March 2023
Balance as at 1 April	3,991	1,846
Additions during the year	7,759	3,218
Adjustments/Deletions during the year	(865)	-
Amortisation on Right-Of-Use (ROU) assets	(2,204)	(1,073)
Balance as at 31 March	8,681	3,991

The changes in the carrying value of right of use assets for the year ended 31 March 2024 and 31 March 2023 has been disclosed in Note 12.

(B) Lease liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Balance as at 1 April	4,392	2,368
Additions during the year	7,759	3,218
Adjustments/Deletions during the year	(983)	-
Add: Interest cost accrued during the period	754	358
Less: Payment of lease liabilities	(2,571)	(1,552)
Balance as at 31 March	9,351	4,392

(C) Maturity analysis - Undiscounted Cashflows of Contractual maturities of lease liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
up to one year	2,772	1,406
one to 5 years	7,095	3,610
more than 5 years	1,729	327
Total	11,596	5,343

(D) Maturity analysis of lease liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Within 12 months	2,067	1,087
After 12 months	7,284	3,305
Total	9,351	4,392

(E) Amount recognised in statement of profit & loss

Particulars	As at 31 March 2024	As at 31 March 2023
Interest cost on lease liabilities	754	358
Amortization on right of use assets	-2,204	1,073
Rental Expenses recorded for short-term lease payments and payments for leases of low-value assets not included in the measurement of the lease liability	686	1,285

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

(F) Amount recognised in statement of cash flows

Particulars	As at 31 March 2024	As at 31 March 2023
Cash payments for the principal & interest portion of the lease liability within financing activities	2,571	1,552
Short-term lease payments, payments for leases of low-value assets and variable lease payments not included in the measurement of the lease liability within operating activities.	686	1,285

Note 44: Ratings assigned by credit rating agencies

Particulars	Instrument Type	As at 31 March 2024	As at 31 March 2023
India Ratings & Research Private Limited	Principal protected market linked debentures	IND PP-MLD AA/Stable	IND PP-MLD AA/Stable
	Unallocated Bank Lines	IND AA/Stable	IND AA/Stable
	Non- Convertible Debenture	IND AA/Stable	IND AA/Stable
	Commercial Paper	IND A1+	IND A1+
CRISIL Limited	Non- Convertible Debenture	CRISIL AA Stable	CRISIL AA Stable
	Commercial Paper	CRISIL A1+	CRISIL A1+
ICRA Limited	Commercial Paper	[ICRA]A1+	[ICRA]A1+
	Non- Convertible Debenture	-	[ICRA]AA (Stable)
	Unallocated Bank Lines	[ICRA]AA (Stable)	[ICRA]AA (Stable)
	Principal protected market linked debentures	PP-MLD[ICRA]AA (Stable)	PP-MLD[ICRA]AA (Stable)

Note 45: Due to Micro and Small Enterprises

The Company has sent letters to vendors to confirm whether they are covered under Micro, Small and Medium Enterprise Development Act 2006 as well as they have filed required memorandum with prescribed authority. Based on and to the extent of the information received by the Company from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and relied upon by the auditors, the relevant particulars as at the year end are furnished below:

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
The Principal amount remaining unpaid at the year end	-	-
The Interest amount remaining unpaid at the year end	-	-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the year (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
The amount of interest accrued and remaining unpaid at the year end	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23	-	-
The balance of MSMED parties as at the year end	-	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 46: Business Support:

The company provides business support to its subsidiaries for activities like finance, accounting, human resources, information technology, back office operations, corporate planning, administrative services and various other services for which it recovers business support charges.

Note 47: Foreign Currency Transactions:

(i) Expenditure in foreign currency (On accrual basis)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Travelling, lodging and boarding expenses	124	59
Marketing & Advertisement commission/ Expense	139	137
Membership fees	9	45
Computer maintenance and software charges	391	243
Training charges	31	-
Advisory and other fees	417	382
Total	1,111	866

(ii) Income in foreign currency (On accrual basis)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Research and advisory fees	728	981
	728	981

Note 48: Unhedged foreign currency exposure:

a) Receivables

Particulars	Currency	As at 31 March 2024	As at 31 March 2023
Foreign currency exposure outstanding	USD (USA Dollar)	0.81	0.37
	INR (Indian Rupees)	66.79	30.09
	GBP (Pound Sterling)	0.09	-
	INR (Indian Rupees)	8.97	-
	SGD (Singapore Dollar)	-	1.84
	INR (Indian Rupees)	-	113.46
Foreign currency receivable in next 5 years including interest	USD (USA Dollar)	0.81	0.37
	INR (Indian Rupees)	66.79	30.09
	GBP (Pound Sterling)	0.09	-
	INR (Indian Rupees)	8.97	-
	SGD (Singapore Dollar)	-	1.84
	INR (Indian Rupees)	-	113.46
Unhedged foreign currency exposure	USD (USA Dollar)	0.81	0.37
	INR (Indian Rupees)	66.79	30.09
	GBP (Pound Sterling)	0.09	-
	INR (Indian Rupees)	8.97	-
	SGD (Singapore Dollar)	-	1.84
	INR (Indian Rupees)	-	113.46

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

b) Payables

Particulars	Currency	As at 31 March 2024	As at 31 March 2023
Foreign currency exposure outstanding	USD (USA Dollar)	0.58	0.26
	INR (Indian Rupees)	48.40	21.26
	HKD (Hongkong Dollar)	0.45	2.54
	INR (Indian Rupees)	4.84	26.54
	SGD (Singapore Dollar)	4.43	4.45
	INR (Indian Rupees)	273.82	275.20
Foreign currency receivable in next 5 years including interest	USD (USA Dollar)	0.58	0.26
	INR (Indian Rupees)	48.40	21.26
	HKD (Hongkong Dollar)	0.45	2.54
	INR (Indian Rupees)	4.84	26.54
	SGD (Singapore Dollar)	4.43	4.45
	INR (Indian Rupees)	273.82	275.20
Unhedged foreign currency exposure	USD (USA Dollar)	0.58	0.26
	INR (Indian Rupees)	48.40	21.26
	HKD (Hongkong Dollar)	0.45	2.54
	INR (Indian Rupees)	4.84	26.54
	SGD (Singapore Dollar)	4.43	4.45
	INR (Indian Rupees)	273.82	275.20

c) Investments

Particulars	Currency	As at 31 March 2024	As at 31 March 2023
Foreign currency exposure outstanding	HKD (Hongkong Dollar)	60.00	60.00
	INR (Indian Rupees)	412.02	412.02
	SGD (Singapore Dollar)	2.80	2.80
	INR (Indian Rupees)	129.53	129.53
Foreign currency receivable in next 5 years including interest	HKD (Hongkong Dollar)	60.00	60.00
	INR (Indian Rupees)	412.02	412.02
	SGD (Singapore Dollar)	2.80	2.80
	INR (Indian Rupees)	129.53	129.53
Unhedged foreign currency exposure	HKD (Hongkong Dollar)	60.00	60.00
	INR (Indian Rupees)	412.02	412.02
	SGD (Singapore Dollar)	2.80	2.80
	INR (Indian Rupees)	129.53	129.53

Source for conversion rate as on 31 March : Oanda.com

Note 49: Subsequent events:

There were no significant events after the end of the reporting period which require any adjustment or disclosure in the financial statements other than as stated below:

The Board of Directors at its meeting held on 26 April 2024 have recommended Issuance of 3 Bonus Shares on 1 fully paid-up Equity Share having face value of ₹1/- each, subject to approval of the Shareholders of the Company.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 50 : Employee benefits

Disclosure pursuant to Ind AS -19 "Employee benefits" is given as below:

Defined contribution plan:

Contribution to defined contribution plans, recognised as expense for the year is as under :

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Contribution to provident fund	2,044	1,857
Contribution to ESIC	131	162
Contribution to NPS	126	91
Contribution to MLWF	4	4
Total	2,305	2,114

Defined benefit plan:

The Company provides for gratuity benefit which is a defined benefit plan covering all its eligible employees. This plan is unfunded. The gratuity benefits are subject to a maximum limit of up to ₹20,00,000.

The following table set out the status of the gratuity plan as specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules 2014 (as amended) under Ind AS 19 "Employee benefits" and the reconciliation of opening and closing balances of the present value of the defined benefit obligation.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Gratuity (unfunded)		Other long term benefits	
	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Actuarial assumptions				
Mortality	IALM (2012-014) Ultimate	IALM (2012-014) Ultimate	IALM (2012-014) Ultimate	IALM (2012-014) Ultimate
Discount Rate (per annum)	6.97%	6.79%	6.88%	6.79%
Rate of escalation in salary (per annum)	7.28%	6.49%	-	-
Expected rate of return on plan assets (per annum)		-	-	-
Employee Attrition Rate (Past Service)	-	PS: 0 to 37 : 70%	PS: 0 to 40 : 54.43%	PS: 0 to 37 : 54.43%
Employee Attrition Rate (Past Service)-Grade wise				
D1 to D5	PS: 0 to 40 : 0%	-	-	-
E1 to E3	PS: 0 to 40 : 40.40%	-	-	-
M1 to M3 & MT	PS: 0 to 40 : 26.30%	-	-	-
V1 to V6	PS: 0 to 40 : 14.10%	-	-	-
Expected average remaining service	2.21	0.43	2.21	0.43
I) Changes in present value of obligations (PVO)				
Present value of obligation at beginning of period	2,370	2,099	274	117
Interest cost	101	77	-	-
Current service cost	510	501	34	157
Past service cost - (non vested benefits)	-	-	-	-
Past service cost - (vested benefits)	-	-	-	-
Transfer In-Liability	3	-	-	-
Transfer Out-Liability	(76)	-	-	-
Benefits paid	(309)	(243)	-	-
Contributions by plan participants	-	-	-	-
Business Combinations	-	-	-	-
Curtailments	-	-	-	-
Settlements	-	-	-	-
Actuarial (Gain)/Loss on obligation	382	(64)	-	-
Present value of obligation at end of period	2,981	2,370	308	274
II) Interest expense				
Interest cost	101	77	-	-
III) Fair value of plan assets				
Fair Value of Plan Assets at the beginning	-	-	-	-
Interest income	-	-	-	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Gratuity (unfunded)		Other long term benefits	
	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
IV) Net Liability				
Present value of obligation at beginning of period	2,370	2,099	-	-
Fair Value of the Assets at beginning report	-	-	-	-
Net Liability	2,370	2,099	-	-
V) Net Interest				
Interest Expenses	101	77	-	-
Interest Income	-	-	-	-
Net Interest	101	77	-	-
VI) Actual return on plan assets				
Less Interest income included above	-	-	-	-
Return on plan assets excluding interest income	-	-	-	-
VII) Actuarial (Gain)/ loss on obligation				
Due to Demographic Assumption	307	(140)	-	-
Due to Financial Assumption	50	(48)	-	-
Due to Experience	25	123	-	-
Total Actuarial (Gain)/ Loss	382	(64)	-	-
VIII) Fair Value of Plan Assets				
Opening Fair Value of Plan Asset	-	-	-	-
Adjustment to Opening Fair Value of Plan Asset	-	-	-	-
Return on Plan Assets excl. interest income	-	-	-	-
Interest Income	-	-	-	-
Contributions by Employer	309	243	-	-
Contributions by Employee	-	-	-	-
Benefits Paid	(309)	(243)	-	-
Fair Value of Plan Assets at end	-	-	-	-
IX) Past Service Cost Recognised				
Past Service Cost- (non vested benefits)	-	-	-	-
Past Service Cost -(vested benefits)	-	-	-	-
Average remaining future service till vesting of the benefit	-	-	-	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Gratuity (unfunded)		Other long term benefits	
	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Recognised Past service Cost- non vested benefits	-	-	-	-
Recognised Past service Cost- vested benefits	-	-	-	-
Unrecognised Past Service Cost- non vested benefits	-	-	-	-
X) Amounts to be recognized in the balance sheet and statement of profit & loss account				
Present value of obligation at end of period	2,981	2,370	308	274
Fair Value of Plan Assets at end of period	-	-	-	-
Funded Status	(2,981)	(2,370)	(308)	(274)
Net Asset/(Liability) recognized in the balance sheet	(2,981)	(2,370)	(308)	(274)
XI) Expense recognised in the statement of profit and loss				
Current service cost	510	501	34	157
Net Interest	101	77	-	-
Past service cost - (non vested benefits)	-	-	-	-
Past service cost - (vested benefits)	-	-	-	-
Curtailment Effect	-	-	-	-
Settlement Effect	-	-	-	-
Unrecognised past service cost - non vested benefits	-	-	-	-
Actuarial (Gain)/Loss recognized for the period	-	-	-	-
Expense recognized in the statement of profit and loss	611	578	34	157
XII) Other Comprehensive Income (OCI)				
Actuarial (Gain)/Loss recognized for the period	382	(64)	-	-
Asset limit effect	-	-	-	-
Return on Plan Assets excluding net interest	-	-	-	-
Unrecognized Actuarial (Gain)/Loss from previous period	-	-	-	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Gratuity (unfunded)		Other long term benefits	
	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Total Actuarial (Gain)/ Loss recognized in (OCI)	382	(64)	-	-
XIII) Movement in liability recognized in balance sheet				
Opening net liability	2,370	2,099	274	117
Adjustment to opening balance	-	-	-	-
Transfer In-Liability	3	-	-	-
Transfer Out-Liability	(76)	-	-	-
Expenses as above	611	578	34	157
Contribution paid	(309)	(243)	-	-
Other Comprehensive Income(OCI)	382	(64)	-	-
Closing net liability	2,981	2,370	308	274
XIV)Projected Service Cost 31 Mar 2025	839	510	-	-
XV) Asset Information				
Cash and Cash Equivalents	-	-	-	-
Gratuity Fund	-	-	-	-
Debt Security - Government Bond	-	-	-	-
Equity Securities - Corporate debt securities	-	-	-	-
Other Insurance contracts	-	-	-	-
Property	-	-	-	-
Total Itemized Assets	-	-	-	-
XVI) Sensitivity Analysis				
	DR: Discount Rate		ER : Salary escalation rate:	
	PVO DR +1%	PVO DR +1%	PVO ER +1%	PVO ER +1%
Present value of obligation	2,855	2,349	3,075	2,378

XVII) Expected Pay-out

Year	Expected					
	Outgo First year	Outgo Second year	Outgo Third year	Outgo Fourth year	Outgo Fifth year	Outgo Six to Ten year
Pay-outs	538	460	416	393	390	1,154
XVIII) Asset Liability Comparisons						
Year	31-03-2020	31-03-2021	31-03-2022	31-03-2023	31-03-2024	
Present value of obligation at end of period	1,612	1,786	2,099	2,370	2,981	
Plan Assets	-	-	-	-	-	
Surplus / (Deficit)	(1,612)	(1,786)	(2,099)	(2,370)	(2,981)	
Experience adjustments on plan assets	-	-	-	-	-	

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 51 : Related Party Disclosure :

Names of Related Parties :-

As per Ind AS 24 - Related Party Disclosures, specified under section 133 of the Companies Act, 2013, read with The Companies (Indian Accounting Standards) Rules, 2015, the name of related party where control exists / able to exercise significant influence along with the transactions and year end balances with them as identified and certified by the management are as follows:

I. List of related parties and their relationship

a) Subsidiary / Step-down subsidiaries companies

- Motilal Oswal Investment Advisors Limited
- Motilal Oswal Commodities Broker Private Limited
- Motilal Oswal Finvest Limited
- Motilal Oswal Wealth Limited
- MO Alternate Investment Advisors Private Limited
- Motilal Oswal Asset Management Company Limited
- Motilal Oswal Asset Management (Mauritius) Private Limited
- Motilal Oswal Trustee Company Limited
- Motilal Oswal Capital Market (Hong Kong) Private Limited
- Motilal Oswal Capital Markets (Singapore) Pte. Limited
- Motilal Oswal Securities International Private Limited
- Motilal Oswal Home Finance Limited
- India Business Excellence Management Company
- Motilal Oswal Capital Limited
- Motilal Oswal Finsec IFSC Limited
- Motilal Oswal Broking And Distribution Limited (Formerly Glide Tech Investment Advisory Private Limited)
- TM Investment Technologies Private Limited
- MO Alternative IFSC Private Limited

b) Associate

- India Realty Excellence Fund II LLP

c) Key management personnel

Mr. Motilal Oswal	Managing Director and Chief executive officer
Mr. Raamdeo Agarawal	Non-Executive Chairman
Mr. Navin Agarwal	Non-Executive Director
Mr. Ajay Menon	Whole-time Director
Mr. Rajat Rajgarhia	Whole-time Director
Mr. Shalibhadra Shah	Chief Financial Officer
Mr. Kailash Purohit	Company Secretary & Compliance Officer
Mr. Chitradurga Narasimha Murthy	Independent Director
Mr. Pankaj Bhansali	Independent Director
Mrs. Divya Sameer Momaya	Independent Director
Mr. Chandrashekhar Anant Karnik	Independent Director
Mrs. Swanubhuti Jain	Independent Director

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

e) Relatives of Key management persone

Ms. Vimla Oswal	Spouse of Mr. Motilal Oswal
Mr. Pratik Oswal	Son of Mr. Motilal Oswal
Ms. Vimladevi Salecha	Sister of Mr. Motilal Oswal
Mr. Rajendra Gopilal Oswal	Brother of Mr. Motilal Oswal
Ms. Natasha Oswal	Daughter-in-law of Mr. Motilal Oswal
Mr. Pratik Mehta	Son-in-law of Mr. Motilal Oswal
Ms. Suneeta Agarawal	Spouse of Mr. Raamdeo Agarawal
Mr. Vaibhav Agarawal	Son of Mr. Raamdeo Agarawal
Mr. Dhairya Agarawal	Grandson of Mr. Raamdeo Agarawal
Ms. Vedika Karnani	Daughter-in-law of Mr. Raamdeo Agarawal
Dr. Karoon Ramgopal Agarawal	Brother of Mr. Raamdeo Agarawal
Mr. Vinay R. Agarawal	Brother of Mr. Raamdeo Agarawal
Mr. Sukhdeo Ramgopal Agarawal	Brother of Mr. Raamdeo Agarawal
Mr. Govinddeo R. Agarawal	Brother of Mr. Raamdeo Agarawal
Mr. Satish Agrawal	Brother of Mr. Raamdeo Agarawal
Ms. Suman Agrawal	Sister of Mr. Raamdeo Agarawal
Ms. Anita Anandmurthy Agrawal	Sister of Mr. Raamdeo Agarawal
Ms. Chanda Agarwal	Mother of Mr. Navin Agarawal
Ms. Asha Menon	Sister of Mr. Ajay Menon
Ms. Kamalam Menon	Mother of Mr. Ajay Menon
Ms. Priti Shah	Spouse of Mr. Shalibhadra Shah
Ms. Lalita Rajgarhia	Mother of Mr. Rajat Rajgarhia

f) Enterprises in which Key Managerial Personnel have control

- OSAG Enterprises LLP

g) Enterprises in which Key Managerial Personnel and their relatives exercise significant influence

- Raamdeo Agarawal HUF
- Textile Exports Private Limited
- Motilal Oswal Foundation
- Motilal Oswal HUF
- Motilal Oswal Family Trust
- Boundless Media Private Limited
- Shalibhadra N Shah HUF
- Like Minded Wealth Creation Trust
- Agarawal Portfolios
- Navshital Consultants LLP
- Gracious Advisors LLP
- Opuleny Advisors and Consultants LLP
- Maniramka Advisors and Consultants LLP

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

II. Transactions with related parties

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel/ relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Interest (Income)/ Expense	Motilal Oswal Home Finance Limited	-	-	-	-	-	-
	Motilal Oswal Wealth Limited	1,142	1,781	-	-	1,142	1,781
	Motilal Oswal Wealth Limited	(333)	-	-	-	(333)	-
	Motilal Oswal Asset Management Company Limited	510	261	-	-	510	261
	Motilal Oswal Asset Management Company Limited	(0)	-	-	-	(0)	-
	Motilal Oswal Home Finance Limited	1,681	1,174	-	-	1,681	1,174
	Motilal Oswal Investment Advisors Limited	374	49	-	-	374	49
	MO Alternate investment Advisors Private Limited	4	33	-	-	4	33
	MO Alternate investment Advisors Private Limited	(141)	-	-	-	(141)	-
Total interest received		(474)	-	-	-	(474)	-
Total interest paid		3,711	3,298	-	-	3,711	3,298
Managerial remuneration paid**	Mr. Motilal Oswal	-	-	240	241	240	241
	Mr. Ajay Menon	-	-	1,648	1,033	1,648	1,033
	Mr. Rajat Rajgarhia	-	-	910	449	910	449
	Mr. Shalibhadra Shah	-	-	295	180	295	180
	Mr. Kailash Purohit	-	-	51	36	51	36
Total managerial remuneration paid		-	-	3,144	1,939	3,144	1,939
Subscription of equity shares (under ESOP scheme) including premium	Mr. Ajay Menon	-	-	400	-	400	-
	Mr. Rajat Rajgarhia	-	-	140	-	140	-
	Mr. Shalibhadra Shah	-	-	157	-	157	-
	Mr. Kailash Purohit	-	-	21	-	21	-
Total		-	-	718	-	718	-
Lapse of equity shares (under ESOP scheme)	Mr. Ajay Menon	-	-	-	43	-	43
Total		-	-	-	43	-	43
Director sitting fees	Mr. Chitradurga Narasimha Murthy	-	-	4	2	4	2
	Mr. Pankaj Bhansali	-	-	4	2	4	2
	Mrs. Divya Sameer Momaya	-	-	3	2	3	2
	Mr. Chandrashekhar Anant Karnik	-	-	4	2	4	2
	Mrs. Swanubhuti Jain	-	-	2	1	2	1
Total director sitting fees paid		-	-	17	9	17	9

Notes to the Standalone Financial Statements

(All amounts are in INR lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel/ relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Director Commission	Mr. Raamdeo Agarawal	-	-	12	12	12	12
	Mr. Chitradurga Narasimha Murthy	-	-	6	3	6	3
	Mr. Pankaj Bhansali	-	-	5	3	5	3
	Mrs. Divya Sameer Momaya	-	-	5	3	5	3
	Mr. Chandrashekhar Anant Karnik	-	-	7	7	7	7
	Mrs. Swanubhuti Jain	-	-	5	3	5	3
Total director commission paid		-	-	40	31	40	31
Referral fees/ advisory fees (received)	Motilal Oswal Capital Markets (Hongkong) Pte Limited	(22)	(9)	-	-	(22)	(9)
Referral fees/ advisory fees paid	Motilal Oswal Securities International Private Limited	266	268	-	-	266	268
	TM Investment Technologies Private Limited	341	289	-	-	341	289
	Motilal Oswal Wealth Limited	(1)	-	-	-	(1)	-
	Motilal Oswal Capital Market (Singapore) Pte Limited	291	266	-	-	291	266
Total referral fees/advisory fees (received)		(23)	(9)	-	-	(23)	(9)
Total referral fees/advisory fees paid		898	823	-	-	898	823
Placement /Trail / Set up Fee	MO Alternate investment Advisors Private Limited	(1,265)	(1,221)	-	-	(1,265)	(1,221)
Total placement/ Trail/Set up fees (received)		(1,265)	(1,221)	-	-	(1,265)	(1,221)
Business support service (received)/ paid	Motilal Oswal Securities International Private Limited	(10)	(6)	-	-	(10)	(6)
	Motilal Oswal Wealth Limited	(533)	(521)	-	-	(533)	(521)
	Motilal Oswal Home Finance Limited	(219)	(219)	-	-	(219)	(219)
	Motilal Oswal Asset Management Company Limited	(1,429)	(943)	-	-	(1,429)	(943)
	Motilal Oswal Investment Advisors Limited	(19)	(18)	-	-	(19)	(18)
	MO Alternate investment Advisors Private Limited	(340)	(323)	-	-	(340)	(323)

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel/ relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Business support service (received)/ paid	Motilal Oswal Finvest Limited	(28)	(27)	-	-	(28)	(27)
	Motilal Oswal Broking And Distribution Ltd	(9)	(8)	-	-	(9)	(8)
	Boundless Media Private Limited	-	-	(1)	(1)	(1)	(1)
	TM Investment Technologies Private Ltd	(2)	(2)	-	-	(2)	(2)
	Motilal Oswal Finsec IFSC Limited	(41)	-	-	-	(41)	-
	Motilal Oswal Finvest Limited	1,276	1,276	-	-	1,276	1,276
Total Business support service (received)		(2,630)	(2,067)	(1)	(1)	(2,631)	(2,068)
Total Business support service paid		1,276	1,276	-	-	1,276	1,276
Training fees	Motilal Oswal Broking And Distribution Limited	62	70	-	-	62	70
Total Training fees (paid)		62	70	-	-	62	70
Brokerage/Other sharing	Motilal Oswal Wealth Limited	6,577	3,501	-	-	6,577	3,501
	Mr. Sukhdeo Ramgopal Agarawal	-	-	4	4	4	4
	Dr. Karoon Ramgopal Agarawal	-	-	1	0	1	0
	Ms. Kamalam Menon	-	-	-	0	-	0
	Ms. Asha Menon	-	-	1	0	1	0
	Mr. Satish Agrawal	-	-	0	-	0	-
Total Brokerage sharing		6,577	3,501	6	4	6,583	3,505
Fees and Commission (Received) / Paid	Motilal Oswal Asset Management Company Limited	(5,486)	(5,108)	-	-	(5,486)	(5,108)
	Motilal Oswal Asset Management Company Limited	197	-	-	-	197	-
	Motilal Oswal Investment Advisors Limited	(442)	-	-	-	(442)	-
Fees and Commission (Received)		(5,928)	(5,108)	-	-	(5,928)	(5,108)
Fees and Commission Paid		197	-	-	-	197	-
Rent (received)/ paid	Motilal Oswal Investment Advisors Limited	(210)	(210)	-	-	(210)	(210)
	Motilal Oswal Asset Management Company Limited	(585)	(585)	-	-	(585)	(585)
	MO Alternate investment Advisors Private Limited	(292)	(292)	-	-	(292)	(292)

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel/ relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Rent (received)/ paid	Motilal Oswal Wealth Management Limited	110	110	-	-	110	110
	Motilal Oswal Home Finance Limited	(212)	(169)	-	-	(212)	(169)
	Motilal Oswal Wealth Management Limited	(575)	(575)	-	-	(575)	(575)
	Motilal Oswal Broking And Distribution Limited	(8)	(8)	-	-	(8)	(8)
	Textile Exports Private Limited	-	-	15	16	15	16
	Motilal Oswal Securities International Private Limited	(7)	(7)	-	-	(7)	(7)
	Motilal Oswal Home Finance Limited	16	23	-	-	16	23
	Boundless Media Private Limited	-	-	(1)	(1)	(1)	(1)
	TM Investment Technologies Pvt Ltd	(2)	(2)	-	-	(2)	(2)
	Motilal Oswal Finvest Limited	(26)	(26)	-	-	(26)	(26)
Total rent (received)		(1,917)	(1,874)	(1)	(1)	(1,918)	(1,875)
Total rent paid		126	133	15	16	140	149
Brokerage and depository income	Mr. Motilal Oswal	-	-	-	3	-	3
	Mr. Raamdeo Agarawal	-	-	1	4	1	4
	Mr. Navin Agarwal	-	-	0	1	0	1
	Mr. Ajay Menon	-	-	2	1	2	1
	Mr. Rajat Rajgarhia	-	-	1	2	1	2
	Mr. Shalibhadra Shah	-	-	0	1	0	1
	Mr. Kailash Purohit	-	-	0	0	0	0
	Ms. Vimla Oswal	-	-	-	3	-	3
	Ms. Natasha Oswal	-	-	-	0	-	0
	Mr. Pratik Mehta	-	-	0	0	0	0
	Ms. Vimladevi Salecha	-	-	-	0	-	0
	Mr. Rajendra Oswal	-	-	0	0	0	0
	Motilal Oswal Family Trust	-	-	-	10	-	10
	India Reality Excellence Fund II LLP	-	-	0	0	0	0
	OSAG Enterprises LLP	-	-	-	0	-	0
	Ms. Vedika Karnani	-	-	-	0	-	0
	Dr. Karoon Ramgopal Agarawal	-	-	1	0	1	0
	Mr. Vinay R. Agarawal	-	-	0	0	0	0
	Mr. Sukhdeo Ramgopal Agarawal	-	-	6	3	6	3

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel/ relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Brokerage and depository income	Mr. Govinddeo R. Agarawal	-	-	-	0	-	0
	Mr. Satish Agarawal	-	-	1	0	1	0
	Ms. Anita Anandmurthy Agrawal	-	-	0	0	0	0
	Raamdeo Agarawal HUF	-	-	-	3	-	3
	Navshital Consultants LLP	-	-	-	0	-	0
	Gracious Advisors LLP	-	-	-	0	-	0
	Opulency Advisors and Consultants LLP	-	-	-	0	-	0
	Ms. Kamalam Menon	-	-	4	0	4	0
	Ms. Asha Menon	-	-	2	1	2	1
	Ms. Lalita Rajgarhia	-	-	-	0	-	0
	Ms. Suneeta Agarawal	-	-	-	1	-	1
	Mrs. Divya Sameer Momaya	-	-	0	0	0	0
	Ms. Priti Shah	-	-	0	0	0	0
	Motilal Oswal Finvest Limited	-	289	-	-	-	289
	Like Minded Wealth Creation Trust	-	-	0	-	0	-
	Maniramka Advisors and Consultants LLP	-	-	0	-	0	-
Shalibhadra N Shah HUF	-	-	0	0	0	0	
Total Brokerage and depository income		-	289	18	33	18	322
Reimbursement of expenses	Motilal Oswal Wealth Limited	(89)	(84)	-	-	(89)	(84)
	Motilal Oswal Investment Advisors Limited	(32)	(31)	-	-	(32)	(31)
	MO Alternate investment Advisors Private Limited	(45)	(43)	-	-	(45)	(43)
	Motilal Oswal Asset Management Company Limited	(90)	(86)	-	-	(90)	(86)
	Motilal Oswal Home Finance Limited	(26)	(25)	-	-	(26)	(25)
	Motilal Oswal Broking And Distribution Ltd. (Formerly Glide Tech Investment Advisory Private Ltd.)	(1)	(1)	-	-	(1)	(1)
	Motilal Oswal Finvest Limited	(4)	(4)	-	-	(4)	(4)
	Total reimbursement of expenses (received)	(287)	(274)	-	-	(287)	(274)

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel/ relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Total reimbursement of expenses paid		-	-	-	-	-	-
Partnership gain accrued	India Realty Excellence Fund II LLP	-	-	(212)	(423)	(212)	(423)
Total partnership gain accrued		-	-	(212)	(423)	(212)	(423)
Share of profit of associates	India Realty Excellence Fund II LLP	-	-	(232)	(303)	(232)	(303)
Total share of profit of associates		-	-	(232)	(303)	(232)	(303)
Donation	Motilal Oswal Foundation (Trust)	-	-	552	881	552	881
Total donation paid		-	-	552	881	552	881
Commission for Pledge/Bank Guarantee paid	Motilal Oswal Asset Management Company Limited	523	207	-	-	523	207
	Motilal Oswal Finvest Limited	28	113	-	-	28	113
	Motilal Oswal Wealth Management Limited	19	-	-	-	19	-
Total Commission for Pledge/Bank Guarantee paid		570	320	-	-	570	320
Dividend (received)/paid	Mr. Motilal Oswal	-	-	1,343	774	1,343	774
	Mr. Raamdeo Agarawal	-	-	6,814	4,004	6,814	4,004
	Motilal Oswal HUF	-	-	0	0	0	0
	Raamdeo Agarawal HUF	-	-	764	451	764	451
	Ms. Suneeta Agarawal	-	-	1,083	639	1,083	639
	Ms. Vimla Oswal	-	-	21	12	21	12
	Mr. Rajendra Gopilal Oswal	-	-	9	5	9	5
	Dr. Karoon Ramgopal Agarawal	-	-	13	10	13	10
	Mr. Vinay R. Agarawal	-	-	17	10	17	10
	Mr. Sukhdeo Ramgopal Agarawal	-	-	13	8	13	8
	Mr. Govinddeo R. Agarawal	-	-	9	6	9	6
	Mr. Dhairya Agrawal	-	-	21	9	21	9
	Mr. Pratik Mehta	-	-	3	1	3	1
	Ms. Suman Agrawal	-	-	17	10	17	10
	Mr. Satish Agrawal	-	-	13	8	13	8
	Ms. Anita Anandmurthy Agrawal	-	-	14	8	14	8
	Ms. Vimladevi Salecha	-	-	0	0	0	0
	Ms. Vedika Karnani	-	-	17	10	17	10

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel/ relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Dividend (received)/paid	Mr. Vaibhav Raamdeo Agarawal	-	-	43	25	43	25
	Mr. Pratik Motilal Oswal	-	-	377	-	377	-
	Motilal Oswal Family Trust	-	-	6,928	4,308	6,928	4,308
	Mr. Navin Agarwal	-	-	1,298	766	1,298	766
	Mr. Ajay Menon	-	-	67	37	67	37
	Mr. Rajat Rajgarhia	-	-	297	173	297	173
	Mr. Shalibhadra Shah	-	-	9	4	9	4
	Mr. kailash Purohit	-	-	0	-	0	-
	OSAG Enterprises LLP	-	-	0	0	0	0
	Motilal Oswal Investment Advisors Limited	(2,900)	-	-	-	(2,900)	-
	Motilal Oswal Asset Management Company Limited	(10,800)	-	-	-	(10,800)	-
	Motilal Oswal Finvest Limited	(527)	(414)	-	-	(527)	(414)
	MO Alternate investment Advisors Private Limited	(18)	-	-	-	(18)	-
	Motilal Oswal Wealth Limited	(28)	-	-	-	(28)	-
Total dividend (received)		(14,273)	(414)	-	-	(14,273)	(414)
Total dividend paid		-	-	19,190	11,278	19,190	11,278

*** The above numbers are in the nature of Short term employee benefits as per IND AS 24.

Managerial remuneration does not include provision for gratuity and Insurance premiums for medical and life. Post employment benefits and other long term benefits are determined for all the employees on actuarial valuation basis. Hence, it is not possible to identify and segregate such compensation pertaining to KMP's for other long term employee benefits and post retirement employee benefits.

Note: Income/Liability figures are shown in brackets.

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel/ relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Subscription/ purchase of equity shares	MO Alternative IFSC Private Limited	-	5	-	-	-	5
	Motilal Oswal Investment Advisors Limited	5,000	-	-	-	5,000	-
	Motilal Oswal Broking And Distribution Limited	700	-	-	-	700	-
Total		5,700	5	-	-	5,700	5

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel / relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Purchase/(Sale) of Investments	Motilal Oswal Wealth Limited	-	(12,000)	-	-	-	(12,000)
	Motilal Oswal Finvest Limited	-	(19,901)	-	-	-	(19,901)
	Motilal Oswal Finvest Limited	-	20,125	-	-	-	20,125
Total Sale		-	(31,901)	-	-	-	(31,901)
Total purchase		-	20,125	-	-	-	20,125
Loans given / (received)	Motilal Oswal Asset Management Company Limited	(45,250)	(48,570)	-	-	(45,250)	(48,570)
	Motilal Oswal Asset Management Company Limited	900	-	-	-	900	-
	MO Alternate investment Advisors Private Limited	(4,200)	(5,628)	-	-	(4,200)	(5,628)
	MO Alternate investment Advisors Private Limited	4,000	-	-	-	4,000	-
	Motilal Oswal Investment Advisors Limited	(26,600)	(3,300)	-	-	(26,600)	(3,300)
	Motilal Oswal Wealth Limited	(1,79,750)	(12,63,650)	-	-	(1,79,750)	(12,63,650)
	Motilal Oswal Wealth Limited	85,500	-	-	-	85,500	-
	Motilal Oswal Home Finance Limited	(2,09,500)	(4,28,045)	-	-	(2,09,500)	(4,28,045)
	Mr. Shalibhadra Shah	-	-	20	-	20	-
	Mr. Kailash Purohit	-	-	3	-	3	-
Total Loans (received)		(4,65,300)	(17,49,193)	-	-	(4,65,300)	(17,49,193)
Total Loans given		90,400	-	23	-	90,423	-
Loans repayment given / (received)	Motilal Oswal Asset Management Company Limited	44,850	50,865	-	-	44,850	50,865
	Motilal Oswal Asset Management Company Limited	(900)	-	-	-	(900)	-
	MO Alternate investment Advisors Private Limited	4,200	5,628	-	-	4,200	5,628
	MO Alternate investment Advisors Private Limited	(4,000)	-	-	-	(4,000)	-
	Motilal Oswal Wealth Limited	1,79,050	12,71,750	-	-	1,79,050	12,71,750
	Motilal Oswal Wealth Limited	(85,500)	-	-	-	(85,500)	-
	Motilal Oswal Investment Advisors Limited	26,600	3,300	-	-	26,600	3,300
	Motilal Oswal Home Finance Limited	2,09,500	4,28,045	-	-	2,09,500	4,28,045
	Mr. Shalibhadra Shah	-	-	(7)	-	(7)	-
	Mr. Kailash Purohit	-	-	(0)	-	(0)	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel / relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Total loans repayment (received)		(90,400)	-	(7)	-	(90,407)	-
Total loans repayment given		4,64,200	17,59,588	-	-	4,64,200	17,59,588
Outstanding balances:							
Loans (including Interest) / Advances	Motilal Oswal Asset Management Company Limited	(473)	(12)	-	-	(473)	(12)
	Motilal Oswal Investment Advisors Limited	(17)	(44)	-	-	(17)	(44)
	Motilal Oswal Home Finance Limited	(173)	-	-	-	(173)	-
	Motilal Oswal Wealth Limited	(1,242)	-	-	-	(1,242)	-
	Mr. Shalibhadra Shah	-	-	13	-	13	-
	Mr. Kailash Purohit	-	-	3	-	3	-
Total loans and advances (payable)		(1,905)	(56)	-	-	(1,905)	(56)
Total loans and advances receivable		-	-	16	-	16	-
Other receivables / (payable)	Motilal Oswal Investment Advisors Limited	316	10	-	-	316	10
	Motilal Oswal Wealth Limited	(256)	(762)	-	-	(256)	(762)
	Motilal Oswal Commodities Broker Private Limited	34	34	-	-	34	34
	Motilal Oswal Asset Management Company Limited	1,463	498	-	-	1,463	498
	Motilal Oswal Finvest Limited	(30)	(38)	-	-	(30)	(38)
	Motilal Oswal Capital Markets (Singapore) Pte. Limited	-	113	-	-	-	113
	Motilal Oswal Capital Markets (Singapore) Pte. Limited	(77)	(266)	-	-	(77)	(266)
	Motilal Oswal Capital Markets (Hong kong) Private Limited	(5)	(27)	-	-	(5)	(27)
	MO Alternate investment Advisors Private Limited	107	63	-	-	107	63
	MO Alternative IFSC Private Limited	-	13	-	-	-	13
	Motilal Oswal Finsec IFSC Limited	37	-	-	-	37	-
	Motilal Oswal Broking And Distribution Limited	0	(8)	-	-	0	(8)

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel/ relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Other receivables / (payable)	Motilal Oswal Securities International Private Limited	(24)	(51)	-	-	(24)	(51)
	OSAG Enterprises LLP	-	-	1	2	1	2
	Boundless Media Private Limited	-	-	1	0	1	0
	TM Investment Technologies Pvt Ltd	(85)	(128)	-	-	(85)	(128)
	Motilal Oswal Home Finance Limited	2	(134)	-	-	2	(134)
Total others (payables)		(477)	(1,414)	-	-	(477)	(1,414)
Total others receivables		1,959	731	2	2	1,961	733
Rent deposits (liabilities) / assets	Motilal Oswal Wealth Management Limited	55	55	-	-	55	55
Total rent deposits assets		55	55	-	-	55	55
Outstanding balance in respect of investments in related parties							
Investments	Motilal Oswal Commodities Broker Private Limited	90	90	-	-	90	90
	Motilal Oswal Investment Advisors Limited	9,137	4,137	-	-	9,137	4,137
	MO Alternate investment Advisors Private Limited	131	131	-	-	131	131
	Motilal Oswal Home Finance Limited	53,239	53,239	-	-	53,239	53,239
	Motilal Oswal Finvest Limited	90,535	90,535	-	-	90,535	90,535
	Motilal Oswal Securities International Private Limited	457	457	-	-	457	457
	Motilal Oswal Wealth Limited	1,521	1,521	-	-	1,521	1,521
	Motilal Oswal Asset Management Company Limited	16,667	16,667	-	-	16,667	16,667
	Motilal Oswal Trustee Company Limited	10	10	-	-	10	10
	Motilal Oswal Capital Markets (Hong kong) Private Limited	412	412	-	-	412	412
	Motilal Oswal Broking And Distribution Limited	1,400	700	-	-	1,400	700
	MO Alternative IFSC Private Limited	5	5	-	-	5	5

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Nature of transaction	Name of the related party	Subsidiaries / step-down		Key managerial personnel / relative of key managerial personnel / associates		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Investments	Motilal Oswal Finsec IFSC Limited	1,200	1,200	-	-	1,200	1,200
	Motilal Oswal Capital Markets (Singapore) Pte Limited	130	130	-	-	130	130
	TM Investment Technologies Pvt Ltd	574	574	-	-	574	574
	India Realty Excellence Fund II LLP	-	-	573	1,455	573	1,455
Outstanding balance in respect of pledge of security by related parties							
Pledge of Security	Motilal Oswal Asset Management Company Limited	1,23,232	46,465	-	-	1,23,232	46,465
	Motilal Oswal Wealth Limited	4,474	-	-	-	4,474	-
	Motilal Oswal Finvest Limited	-	15,000	-	-	-	15,000

Note 52 : Disclosure relating to Employee Stock Option Purchase Plan

Details of stock options : The Company has five employees stock option schemes

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -V (ESOS-V)

The Scheme was approved by Board of Directors on 18 October 2007 and by the shareholders on 4 December 2007 by postal ballot and is for issue of 2,500,000 options representing 2,500,000 Equity shares of Re. 1 each

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -VI (ESOS-VI)

The Scheme was approved by Board of Directors on 21 April 2008 and by the shareholders in AGM dated 08 July 2008 and is for issue of 5,000,000 options representing 5,000,000 Equity shares of Re. 1 each

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -VII (ESOS-VII)

The Scheme was approved by Board of Directors on 19 July 2014 and by the shareholders in AGM dated 22 August 2014 and is for issue of 2,500,000 options representing 2,500,000 Equity shares of Re. 1 each

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -VIII (ESOS-VIII)

The Scheme was approved by Board of Directors on 27 April 2017 and by the shareholders in AGM dated 27 July 2017 and is for issue of 30,00,000 options representing 30,00,000 Equity shares of Re. 1 each

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -IX (ESOS-IX)

The Scheme was approved by Board of Directors on 29 April 2021 and by the shareholders in AGM dated 09 August 2021 and is for issue of 30,00,000 options representing 30,00,000 Equity shares of Re. 1 each

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

The activity in the (ESOS-V), (ESOS-VI), ESOS (VII), ESOS (VIII) and ESOS (IX) during the year ended 31 March 2024 and 31 March 2023 is set below:

Particulars	For the year ended 31 March 2024		For the year ended 31 March 2023	
	In Numbers	Weighted Average Exercise Price (In Rs.)	In Numbers	Weighted Average Exercise Price (In Rs.)
ESOP-V : (Face value of Re. 1 each)				
Option outstanding as at beginning of the year	30,000	794.10	20,000	430.10
Add: Granted	-	-	20,000	905.00
Less: Exercised	12,000	627.75	10,000	287.90
Less: Forfeited	-	-	-	-
Less: Lapsed	-	-	-	-
Option outstanding as at end of the year	18,000	905.00	30,000	794.10
Exercisable at the end of the year	-	-	10,000	572.30
ESOP-VI : (Face value of Re. 1 each)				
Option outstanding as at beginning of the year	69,595	685.96	59,595	649.20
Add: Granted	-	-	30,000	905.00
Less: Exercised	1,000	905.00	-	-
Less: Forfeited	-	-	-	-
Less: Lapsed	-	-	20,000	905.00
Option outstanding as at end of the year	68,595	682.76	69,595	685.96
Exercisable at the end of the year	33,345	606.14	28,095	588.60
ESOP-VII : (Face value of Re. 1 each)				
Option outstanding as at beginning of the year	3,31,050	679.64	3,92,550	635.06
Add: Granted	1,04,776	1,223.00	50,000	905.00
Less: Exercised	91,150	610.44	29,200	596.72
Less: Forfeited	-	-	-	-
Less: Lapsed	85,150	666.90	82,300	633.32
Option outstanding as at end of the year	2,59,526	927.49	3,31,050	679.64
Exercisable at the end of the year	57,250	607.32	1,46,050	581.45
The (ESOP-VIII) : (Face value of Re. 1/- each)				
Option outstanding as at beginning of the year	25,85,585	737.87	24,44,050	740.74
Add: Granted	1,80,248	905.55	6,58,535	741.35
Less: Exercised	7,10,075	753.63	3,750	700.00
Less: Forfeited	-	-	-	-
Less: Lapsed	2,30,450	723.80	5,13,250	756.28
Option outstanding as at end of the year	18,25,308	750.08	25,85,585	737.87
Exercisable at the end of the year	3,61,650	775.03	7,89,800	789.51
The (ESOP-IX) : (Face value of Re. 1/- each)				
Option outstanding as at beginning of the year	23,23,004	735.60	26,59,172	691.70
Add: Granted	5,07,931	563.30	1,74,634	735.76
Less: Exercised	2,45,940	653.96	2,95,802	253.24
Less: Forfeited	-	-	-	-
Less: Lapsed	3,23,754	578.51	2,15,000	856.37
Option outstanding as at end of the year	22,61,241	728.27	23,23,004	735.60
Exercisable at the end of the year	1,69,592	778.61	2,85,870	451.03

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Employees' Stock Options Scheme (ESOS) :

Particulars	Scheme V	Scheme VI	Scheme VII	Scheme VIII	Scheme IX
Date of grant	Various Dates	Various Dates	Various Dates	Various Dates	Various Dates
Date of board approval	Various Dates	Various Dates	Various Dates	Various Dates	Various Dates
Date of Shareholder's approval	4 December 2007	8 July 2008	22 August 2014	27 July 2017	9-Aug-2021
Method of settlement	Equity shares	Equity shares	Equity shares	Equity shares	Equity Shares
Vesting period	1 year to 5 years	1 year to 5 years	1 year to 7 years	1 year to 4 years	1 Years to 6 Years
Weighted average remaining contractual life (Vesting period)					
Granted but not vested	6.87 years (Previous year 3.59 years)	6.45 years (Previous year 4.62 years)	5.33 years (Previous year 4.58 years)	4.22 years (Previous year 4.27 years)	6.81 years (Previous year 2.25 years)
Vested but not exercised	0 years (Previous year 0.75 years)	2.59 years (Previous year 1 years)	0.31 years (Previous year 0.41 years)	0.72 years (Previous year 0.79 years)	0.34 years (Previous year 0.02 years)
Weighted average share price at the date of exercise for stock options exercised during the year	₹967.99 (Previous year ₹777.40)	₹1838.55 (Previous year NA)	₹1166.28 (Previous year ₹746.87)	₹1429.34 (Previous year ₹742.04)	₹1320.39 (Previous year. ₹662.04)
Exercise period	Within 5 years of vesting of options				
Vesting conditions	Vesting of options would be subject to continued employment with the Company and/or its subsidiary and thus the options would vest on passage of time. In addition to this, the Remuneration/ Compensation Committee may also specify certain performance parameters subject to which the options would vest. In case of performance based vesting, the options would vest on achievement of performance parameters irrespective of the time horizon.				
Weighted Average Fair Value of options (granted but not vested) as on grant date	₹365 (Previous year ₹351.13)	₹253.72 (Previous year ₹240.45)	₹603.72 (Previous year ₹244.72)	₹307.20 (Previous year ₹257.82)	₹376.88 (Previous year ₹382.12)

Fair Value Methodology:

The fair value of options have been estimated on the date of grant using Black-Scholes model as under:

The key assumptions used in Black-Scholes model for calculating fair value are as under:

Particulars	Scheme V	Scheme VI	Scheme VII	Scheme VIII	Scheme IX
Range of Risk free interest rate	7.10%	5.63% - 7.1%	5.63% - 7.25%	5.63% - 7.38%	5.63% - 7.38%
Dividend yield	1%	1% - 1.38%	1% - 1.38%	0.5% - 1.38%	1.09% - 1.38%
Expected volatility	40%	40%	40%	40%	40%

Exercise Pricing Formula

Scheme V

Exercise price shall be the closing price of the Company's equity shares quoted on the BSE immediately preceding the date of Grant of the Stock Options, which for this purpose shall be the date on which the Committee grant the Stock Options, discounted by such percentage as may be determined by the Committee in the best interest of the various stakeholders in the prevailing market conditions

Scheme VI

Exercise price shall be the closing price of the Company's Equity Shares, prior to the date of grant of the Options, on the Stock Exchanges where the highest trading volume is recorded, discounted/increased by such percentage as may be determined by the Committee.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Scheme VII

Exercise price shall be the closing price of the Company's Equity Shares, prior to the date of grant of the Options, on the Stock Exchanges where the highest trading volume is recorded, discounted/increased by such percentage as may be determined by the Committee.

Scheme VIII

Exercise price shall be the closing price of the Company's Equity Shares, prior to the date of grant of the Options, on the Stock Exchanges where the highest trading volume is recorded, discounted/increased by such percentage as may be determined by the Committee.

Scheme IX

Exercise price shall be the closing price of the Company's Equity Shares, prior to the date of grant of the Options, on the Stock Exchanges where the highest trading volume is recorded, discounted/increased by such percentage as may be determined by the Committee.

Other Information regarding employee share based payment plan is as below :

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Expense arising from employee share based payment plans	551	1,119
Total carrying amount at the end of the period of Share based payment reserve	8,747	8,816

The Company provides a sensitivity analysis to show the impact to the Company's profit before taxation in the event that forfeiture and performance condition assumptions exceed or are below the Company's estimations by the stated percentages.

Impact on the income statement on account of change in the assumption on estimate of exercising of options.

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
(+)5%	(137)	(171)
(-)5%	137	171

Note 53: Tax Expense

The Company pays taxes according to the rates applicable in India. Most taxes are recorded in the income statement and relate to taxes payable for the reporting period (current tax), but there is also a charge or credit relating to tax payable for future periods due to income or expenses being recognised in a different period for tax and accounting purposes (deferred tax). Tax is charged to equity when the tax benefit exceeds the cumulative income statement expense on share plans. The Company provides for current tax according to the tax laws of India using tax rates that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns in respect of situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities. Deferred tax is provided, using the liability method, on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax is recognised in respect of all temporary differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. A deferred tax asset is recognised when it is considered recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as probable that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying temporary differences can be deducted. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the temporary differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

(A) Tax expense recognized in profit and loss:

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Current tax expense		
Current tax for the year	23,271	15,829
Tax adjustment in respect of earlier years	(280)	(225)
Total current tax expense	22,991	15,604
Deferred taxes		
Change in deferred tax liabilities	7,197	35
Net deferred tax expense	7,197	35
	30,188	15,639

(B) Tax recognised through other comprehensive income:

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Remeasurement of defined benefit plan	(96)	16
Equity instruments through other comprehensive income	(496)	(462)
Total	(592)	(446)

(C) Tax reconciliation (for profit and loss)

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Profit/(loss) before income tax expense	1,79,226	72,530
Tax at the rate of 25.168%	45,107	18,254
Tax effect of amounts which are not deductible / not taxable in calculating taxable income		
Exempt Income	(3,666)	(149)
Additional allowance for tax purpose	-	(146)
Tax at different rate	(11,294)	(2,345)
Tax adjustment of previous years	(280)	(225)
Expenses disallowed under income tax	321	250
Income tax expense	30,188	15,639

Applicable tax rate

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Tax rate	25.168%	25.168%

(D) Net Deferred Tax

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Deferred tax liability on account of :		
Timing difference on Property, plant and equipment as per books and Income Tax Act, 1961	1,846	1,670
Deferred tax on IND AS adjustments	14,968	8,925
Total deferred tax liabilities (A)	16,814	10,595
Deferred tax assets on account of:		
Expenses allowable u/s. 43B on payment basis	747	594
Allowance on impairment	1,338	764
Sec 35 DD Amalgamation Expense	150	754
Total deferred tax assets (B)	2,235	2,112
Net deferred tax Liability/ (Assets) (A-B)	14,579	8,483

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Deferred tax related to the following:

Particulars	As at 31 March 2024	Recognised through profit and loss	Recognised through Other Comprehensive Income	As at 31 March 2023	Recognised through profit and loss	Recognised through Other Comprehensive Income	As at 01 April 2022
Deferred tax liabilities on account of:							
Timing difference on Property, plant and equipment as per books and Income Tax Act, 1961	1,846	176	-	1,670	116	-	1,554
Loss on private equity investment	-	-	-	-	(5)	-	5
Deferred tax on IND AS adjustments	14,968	7,048	(1,005)	8,925	(162)	(462)	9,549
Total deferred tax liabilities	16,814	7,224	(1,005)	10,595	(51)	(462)	11,108
Deferred tax assets on account of:							
Expenses allowable u/s. 43B on payment basis	747	57	96	594	78	(16)	532
Amalgamation Expense Sec 35DD	150	(604)	-	754	-	-	754
Allowance on impairment	1,338	574	-	764	114	-	650
Provision for impairment of non-current investments	-	-	-	-	(278)	-	278
Total deferred tax assets	2,235	27	96	2,112	(86)	(16)	2,214
Total deferred tax (Assets)/liability (net)	14,579	7,197	(1,101)	8,483	35	(446)	8,894

Note 54: Fair value measurement

I. Accounting classification and fair values

The following table shows the carrying amount and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

31 March 2024

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	2,79,799	2,79,799	-	-	-	-
Bank balance other than cash and cash equivalents above	-	-	6,74,092	6,74,092	-	-	-	-
Receivables								
(i) Trade receivables	-	-	1,46,628	1,46,628	-	-	-	-
(ii) Other receivables	-	-	1,975	1,975	-	-	-	-
Loans	-	-	3,48,676	3,48,676	-	-	-	-
Investments (Excluding subsidiaries)	2,86,961	80,631	4,550	3,72,142	2,57,324	26,342	83,926	3,67,592
Other financial assets	-	-	24,755	24,755	-	-	-	-
Total financial assets	2,86,961	80,631	14,80,475	18,48,067	2,57,324	26,342	83,926	3,67,592

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial liabilities								
Payables								
(i) Trade payables								
(i) total outstanding dues of micro enterprises and small enterprises	-	-	1,755	1,755	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	5,16,796	5,16,796	-	-	-	-
Debt securities	-	-	4,51,041	4,51,041	-	-	-	-
Borrowings (Other than debt securities)	-	-	2,21,519	2,21,519	-	-	-	-
Deposits	-	-	4,132	4,132	-	-	-	-
Other financial liabilities	-	-	2,74,310	2,74,310	-	-	-	-
Total financial liabilities	-	-	14,69,553	14,69,553	-	-	-	-

31 March 2023

Particulars	Carrying amount				Fair value			
	FVTPL	FVOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Cash and cash equivalents	-	-	94,958	94,958	-	-	-	-
Bank balance other than cash and cash equivalents above	-	-	6,21,157	6,21,157	-	-	-	-
Receivables								
(i) Trade receivables	-	-	66,918	66,918	-	-	-	-
(ii) Other receivables	-	-	882	882	-	-	-	-
Loans	-	-	1,32,782	1,32,782	-	-	-	-
Investments (Excluding subsidiaries)	1,88,047	47,749	-	2,35,796	1,52,038	15,614	68,144	2,35,796
Other financial assets	-	-	17,849	17,849	-	-	-	-
Total financial assets	1,88,047	47,749	9,34,546	11,70,342	1,52,038	15,614	68,144	2,35,796
Financial liabilities								
Payables								
(i) Trade payables								
(i) total outstanding dues of micro enterprises and small enterprises	-	-	1,708	1,708	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	3,14,916	3,14,916	-	-	-	-
Debt securities	-	-	2,74,163	2,74,163	-	-	-	-
Borrowings (Other than debt securities)	-	-	99,387	99,387	-	-	-	-
Deposits	-	-	115	115	-	-	-	-
Other financial liabilities	-	-	2,37,330	2,37,330	-	-	-	-
Total financial liabilities	-	-	9,27,619	9,27,619	-	-	-	-

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the group is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities and investment in private equity funds, real estate funds.

II. Valuation techniques used to determine fair value

Specific valuation techniques used to value financial instruments include :

- Quoted equity investments - Quoted closing price on stock exchange
- Mutual fund - net asset value of the scheme
- Alternative investment funds - net asset value of the scheme
- Unquoted equity investments - price multiples of comparable companies.
- Private equity investment fund - Net Asset Value of the audited financials of the funds.
- Real estate fund - Net Asset Value, based on the independent valuation report or financial statements of the company.

III. Financial instruments not measured at fair value

Financial assets not measured at fair value includes cash and cash equivalents, trade receivables, loans and other financial assets. These are financial assets whose carrying amounts approximate fair value, due to their short-term nature.

Additionally, financial liabilities such as trade payables and other financial liabilities are not measured at FVTPL, whose carrying amounts approximate fair value, because of their short-term nature.

Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the year ended 31 March 2024 and 31 March 2023:

Particulars	PE - Business Excellence Funds	PE - Real Estate Funds	Unquoted Shares	Total
As at March 31, 2022	43,090	11,101	16,794	70,985
Additions	561	393	150	1,104
Disposals	(786)	(1,965)	(295)	(3,046)
Gains/(losses) recognised in statement of profit and loss	1,640	132	(2,671)	(899)
As at March 31, 2023	44,505	9,661	13,978	68,144
Additions	2,981	10,316	50	13,347
Disposals	(2,321)	(1,456)	-	(3,777)
Gains/(losses) recognised in statement of profit and loss	2,986	(932)	4,158	6,212
As at March 31, 2024	48,151	17,589	18,186	83,926

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Valuation inputs and relationships to fair value

The quantitative information about the significant unobservable inputs used in level 3 fair value measurements is summarised below.

Particulars	As at 31 March 2024	As at 31 March 2023
Fair value of PE funds	65,740	54,166
Significant unobservable inputs		
NAV of the fund at Fair value		
- increase by 100 bps	657	542
- decrease by 100 bps	(657)	(542)
Fair value of Unquoted shares	18,186	13,978
Significant unobservable inputs		
Price Multiple		
- increase by 10 %	1,819	1,398
- decrease by 10 %	(1,819)	(1,398)

Note 55: Financial Risk Management

Company has operations in India. Whilst risk is inherent in the Company's activities, it is managed through an integrated risk management framework, including on-going identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to credit risk, liquidity risk and market risk. It is also subject to various operating and business risks.

A. Credit risk

Credit risk is the risk that the Company will incur a loss because its customers or counterparties fail to discharge their contractual obligation. The Company manages and controls credit risk by setting limits on the amount of risk it is willing to accept for individual counterparties, and by monitoring exposures in relations to such limits. The maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented in the financial statements. The Company's major classes of financial assets are cash and cash equivalents, loans, investment in mutual fund units, term deposits, trade receivables and security deposits.

Deposits with banks are considered to have negligible risk or nil risk, as they are maintained with high rated banks/financial institutions as approved by the Board of directors.

Investments primarily include investment in liquid mutual fund units that are marketable securities of eligible financial institutions for a specified time period with high credit rating given by domestic credit rating agencies. The management has established accounts receivable policy under which customer accounts are regularly monitored. The Company has a dedicated risk management team, which monitors the positions, exposures and margins on a continuous basis.

Following provides exposure to credit risk for trade receivables and Loans.

Particulars	As at 31 March 2024	As at 31 March 2023
Trade Receivables (Net of impairment)	1,46,628	66,918
Loans (Net of impairment)	3,48,676	1,32,782

The financial instruments covered within the scope of ECL include financial assets measured at amortised cost such as trade receivables and loans.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Trade Receivables :

The loss allowance has been measured using lifetime ECL except for financial assets on which there has been no significant increase in credit risk since initial recognition. At each reporting date, the Company assesses whether financial assets carried at amortised cost is credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred since initial recognition.

A simplified approach has been considered for measuring expected credit losses (ECLs) of trade receivables at an amount equal to lifetime ECLs. The ECLs on trade receivables are calculated based on actual historic credit loss experience over the preceding three to five years on the total balance of trade receivables. For the purpose of computation of ECL, the term default implies an event where amount due towards margin requirement and / or mark to market losses for which the client was unable to provide funds / collaterals to bridge the shortfall, the same is termed as margin call triggered.

Based on the Industry practices and business environment in which the entity operates, Management considers unsecured receivables as default if the payment is overdue for more than 90 days for direct customer. For franchisee customers, Aggregate of unsecured receivables as reduced by Franchisee deposit/ future brokerages are considered as default. Management would also consider balance in client's family accounts and collaterals in form other than the securities while considering the secured position of the client. Management would also consider impairment on client balance which are unsecured and overdue for less than 90 days on case to case basis, based on their scope of recoverability. For litigation cases, management could provide enhanced provision if the probability of outflow of economic resource is higher. If there are specific cases which are overdue for more than 90 days and the management is very confident of its recovery in near future, impairment loss would not be provided for such cases based on the approval of business head for each reporting period. Probability of default (PD) on these receivables is considered at 100% and treated as credit impaired.

Loans :

Loans includes Margin Trading Facility(MTF), Loans to staff and loans to subsidiaries for which staged approach is taken into consideration for determination of ECL.

Stage 1.

All positions in the MTF loan book are considered as stage 1 asset for computation of expected credit loss. For exposures where there has not been a significant increase in credit risk since initial recognition and that is not credit impaired upon origination. Margin trading facility, Loans to subsidiaries and loans to staff are considered in stage 1 for determination of ECL. Exposure to credit risk in stage 1 is computed considering historical probability of default, market movements and macro-economic environment.

Stage 2.

Exposures under stage 2 include overdues up to 90 days pertaining to principal amount, interest and any other charges on the MTF loan book which are unsecured. While arriving at the secured position of the client, management would also consider balance in client's family accounts, securities in other segment and collaterals in form other than the securities while considering the secured position of the client. At each reporting date, the Company assesses whether there has been a significant increase in credit risk for financial assets since initial recognition. In determining whether credit risk has increased significantly since initial recognition, the Company uses days past due information and other qualitative factors to assess deterioration in credit quality of a financial asset. For credit exposures where there has been a significant increase in credit risk since initial recognition but that are not credit impaired, a lifetime ECL is recognised.

Stage 3.

Exposures under stage 3 include overdues past 90 days pertaining to principal amount, interest and any other charges on MTF loan book which are unsecured.

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

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Following table provide information about exposure to credit risk and ECL on Margin Trading Facility loans.

Stage	As at 31 March 2024		As at 31 March 2023	
	Carrying value	ECL	Carrying value	ECL
Stage 1	3,48,676	1,400	1,32,782	550
Stage 2	-	-	-	-
Stage 3	-	-	-	-

The movement in the allowance for impairment in respect of trade receivables is as follows

Particulars	Carrying amount	
	As at 31 March 2024	As at 31 March 2023
Opening balance	2,469	2,343
Impairment loss recognised	1,449	126
Closing balance	3,918	2,469

B. Liquidity risk

Liquidity risk is the risk that the entity will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The entity's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the entity's reputation.

Prudent liquidity risk management requires sufficient cash and marketable securities and availability of funds through adequate committed credit facilities to meet obligations when due and to close out market positions.

The Company has a view of maintaining liquidity with minimal risks while making investments. The Company invests its surplus funds in short term liquid assets in bank deposits and liquid mutual funds. The Company monitors its cash and bank balances periodically in view of its short term obligations associated with its financial liabilities.

Refer Note 57 For analysis of maturities of financial assets and financial liabilities.

C. Market Risk

Market risk is the risk that the fair value or future Cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.

Foreign currency risk management

In respect of the foreign currency transactions, the company does not hedge the exposures since the management believes that the same is insignificant in nature and will not have a material impact on the Company.

The company's exposure to foreign currency risk at the end of reporting period is shown in note 48

(ii) Interest rate risk

The Company is exposed to Interest risk if the fair value or future cash flows of its financial instruments will fluctuate as a result of changes in market interest rates. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

The Company's interest rate risk arises from interest bearing deposits with bank and loans given to customers. Such instruments exposes the Company to fair value interest rate risk. Management believe that the interest rate risk attached to this financial assets are not significant due to the nature of this financial assets.

Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

Particulars	As at 31 March 2024	As at 31 March 2023
Loans:		
Loans	3,48,676	1,32,782
Total Loans	3,48,676	1,32,782
Borrowings:		
Variable rate borrowing	2,21,519	99,387
Fixed rate borrowing	4,51,041	2,74,163
Total Borrowing	6,72,560	3,73,550

Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates (all other variables being constant) of the Company's statement of profit and loss and equity.

Particulars	Impact on profit after tax	
	As at 31 March 2024	As at 31 March 2023
Loans:		
Interest rates – increase by 1%	3,487	1,329
Interest rates – decrease by 1%	(3,487)	(1,329)
Borrowings:		
Interest rates – increase by 1%	(1,658)	(744)
Interest rates – decrease by 1%	1,658	744

(iii) Market price risks

The Company is exposed to market price risk, which arises from FVTPL and FVOCI investments. The management monitors the proportion of these investments in its investment portfolio based on market indices. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the appropriate authority.

Particulars	As at 31 March 2024	As at 31 March 2023
Exposure to price risk	3,67,592	2,35,796

Sensitivity to price risk

The following table summarises the impact of sensitivity of NAVs / price with all other variables held constant. The below impact on the Company's profit before tax is based on changes in the NAVs / price of the investments held at FVTPL/FVOCI at balance sheet date:

Particulars	As at 31 March 2024	As at 31 March 2023
Impact on profit before tax for 10% increase in NAV/price	36,759	23,580
Impact on profit before tax for 10% decrease in NAV/price	(36,759)	(23,580)

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 56: Capital Management

Risk management

The company's objectives when managing capital are to:

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital.

The capital composition is as follows:

Particulars	As at 31 March 2024	As at 31 March 2023
Gross debt*	6,72,560	3,73,550
Less: Cash and cash equivalents	2,79,799	94,958
Net debt (A)	3,92,761	2,78,592
Total equity (B)	5,91,594	4,45,354
Gearing ratio (A / B)	66.39%	62.56%

*Debt includes debt securities as well as borrowings (Other than debt securities)

Note 57: 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.

Particulars	As at 31 March 2024			As at 31 March 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Assets						
Financial assets						
Cash and cash equivalents	2,79,799	-	2,79,799	94,958	-	94,958
Bank balance other than cash and cash equivalent above	6,62,809	11,283	6,74,092	5,85,232	35,925	6,21,157
Trade receivables	1,40,137	6,491	1,46,628	63,544	3,374	66,918
Other receivables	1,975	-	1,975	882	-	882
Loans	3,48,676	-	3,48,676	1,32,782	-	1,32,782
Investments	-	5,47,650	5,47,650	-	4,05,604	4,05,604
Other financial assets	22,556	2,199	24,755	15,827	2,022	17,849
	14,55,952	5,67,623	20,23,575	8,93,225	4,46,925	13,40,150
Non-Financial assets						
Investment Property	-	7,586	7,586	-	7,643	7,643
Property, plant and equipment	2,413	44,730	47,143	1,152	31,661	32,813
Other Intangible assets	-	2,722	2,722	-	2,999	2,999
Other non-financial assets	4,010	1,961	5,971	3,491	2,179	5,670
	6,423	56,999	63,422	4,643	44,482	49,125
Total Assets	14,62,375	6,24,622	20,86,997	8,97,868	4,91,407	13,89,275
Liabilities						
Financial Liabilities						
Trade payables	5,18,551	-	5,18,551	3,16,624	-	3,16,624
Debts	4,51,041	-	4,51,041	2,71,323	2,840	2,74,163
Borrowings	2,21,519	-	2,21,519	99,387	-	99,387
Deposits	-	4,132	4,132	-	115	115
Other financial liabilities	2,67,026	7,284	2,74,310	2,34,025	3,305	2,37,330

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024			As at 31 March 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
	14,58,137	11,416	14,69,553	9,21,359	6,260	9,27,619
Non Financial Liabilities						
Current tax liabilities (net)	95	-	95	1,242	-	1,242
Provisions	3,409	758	4,167	2,720	754	3,474
Deferred tax liabilities	-	14,579	14,579	-	8,483	8,483
Other non financial liabilities	7,009	-	7,009	3,103	-	3,103
	10,513	15,337	25,850	7,065	9,237	16,302
Total Liabilities	14,68,650	26,753	14,95,403	9,28,424	15,497	9,43,921

Note 58: Revenue from Contract with Customers

The Company derives revenue primarily from the share broking business. Its other major revenue sources are the Portfolio management fees and commission income and Interest income.

Disaggregate revenue information

The table below presents disaggregate revenues from contracts with customers for the year ended 31 March 2024 and 31 March 2023. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by market and other economic factors.

1. Nature of Services

- Broking Income - Income from services rendered as a broker is recognised upon rendering of the services, in accordance with the terms of contract.
- Portfolio management fees and commission income - Fees for subscription based services are received periodically but are recognised as earned on a pro-rata basis over the term of the contract.
Commissions from distribution of financial products are recognised upon allotment of the securities to the applicant or as the case may be. Commissions and fees recognised as aforesaid are exclusive of goods and service tax, securities transaction tax, stamp duties and other levies by SEBI and stock exchanges.
- Interest Income - Interest is earned on delayed payments from clients and amounts funded to them as well as term deposits with banks. Interest income is recognised on a time proportion basis taking into account the amount outstanding from customers or on the financial instrument and the rate applicable.
- Depository Income - Income from services rendered on behalf of depository is recognised upon rendering of the services, in accordance with the terms of contract.

2. Disaggregate revenue information

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Operating segment :		
Brokerage income	2,25,630	1,67,485
Portfolio management fees and commission income	23,751	18,449
Interest income	93,255	47,291
Depository income	8,459	7,099

Nature, timing of satisfaction of the performance obligation and significant payment term:

- Income from services rendered as a broker is recognised upon rendering of the services.
- Fees for subscription based services are received periodically but are recognised as earned on a pro-rata basis over the term of the contract.
- Commissions from distribution of financial products are recognised upon allotment of the securities to the applicant or as the case may be, on issue of the insurance policy to the applicant.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

- (iv) Interest is earned on delayed payments from clients and amounts funded to them as well as term deposits with banks.
- (v) Interest income is recognised on a time proportion basis taking into account the amount outstanding from customers or on the financial instrument and the rate applicable.
- (vi) Income from services rendered on behalf of depository is recognised upon rendering of the services, in accordance with the terms of contract.

The above services are point in time in nature, and no performance obligation remains once the transaction is executed.

Fees for subscription based services are received periodically but are recognised as earned on a pro-rata basis over the term of the contract, and are over the period in nature.

Note 59 : Assets Pledged as Security

The amounts of assets pledged as security for borrowings are:

Particulars	As at 31 March 2024	As at 31 March 2023
Financial assets		
First charge		
Cash and cash equivalents		
Fixed deposit	16,250	-
Receivables		
Trade receivables	45,750	32,250
Loans		
Margin trading facility	1,67,750	1,05,000
Investments	-	72,740
Non-financial assets		
First charge		
Property, plant and equipment	64,995	39,864
Total assets pledged as security	2,94,745	2,49,854

Note 60 : Disclosure pertaining to quarterly statement filed with Banks or Financial Institutions

The Company has availed of the facility (Secured Borrowings) from the lenders interalia on the condition that, the company shall provide or create or arrange to provide or have created, security interest by way of a first pari passu charge of the receivables and loans.

Details reported in the quarterly statement / revised quarterly returns and as per the books of accounts in the financial year 2023 - 2024

Quarter ended	As per Books of Accounts	As per Statement filed with Bank	Difference
Jun-23	2,34,196	2,34,297	(101)
Sep-23	2,87,328	2,86,996	332
Dec-23	3,78,763	3,77,789	974
Mar-24	4,87,754	4,87,913	(159)

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Details reported in the quarterly statement / revised quarterly returns and as per the books of accounts in the financial year 2022 - 2023

Quarter ended	As per Books of Accounts	As per Statement filed with Bank	Difference
Jun-23	1,43,803	1,43,622	181
Sep-23	1,98,204	1,98,817	(613)
Dec-23	2,00,888	2,01,508	(620)
Mar-24	1,90,847	1,91,329	(482)

During the year, the Company had made quarterly submissions to banks or financial institutions or debenture trustees; however, there were no material discrepancies noted between the quarterly statements / revised returns filed and the financial statements of the respective quarter.

Note 61 : Corporate Social Responsibility

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
(a) Total amount required to be spent during the year	1,270	904
(b) Total amount of expenditure incurred during the year	1,270	904
(c) Shortfall at the end of the year	-	-
(d) Total amount of previous years shortfall	-	-
(e) Reason for shortfall	NA	NA
(f) Nature of CSR activities	Refer Note 1	
(g) Details of related party transactions	Refer Note 1	
(h) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately	NA	NA

Notes:

- The Company undertakes the following activities in the nature of Corporate social responsibility (CSR):
 - Promoting education, including special education and employment enhancing vocational skills, especially among children, women, and elderly, contribution to COVID relief program, PM cares fund;
 - Promotion of health care, including preventive health care and sanitation;
 - Measures for the benefit of armed forces veterans, war widows, and their dependents;
 - Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources.
- Contribution of Rs.552 lakhs (Previous year ₹881 lakhs) to Motilal Oswal Foundation which is classified as related party under Ind AS 24- " Related Party Disclosures"
- As represented by Motilal Oswal foundation, Amount of ₹311 lakhs (Previous Year : ₹853 lakhs) has been spent by the Company for the construction/ acquisition of a new asset.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 62.

No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder, as at 31 March 2024 and 31 March 2023.

Note 63.

The Company has not been declared wilful defaulter by any bank or financial Institution or other lender, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India, during the year ended 31 March 2024 and 31 March 2023.

Note 64:

The Company does not have any transactions with the companies struck on under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 during the year ended 31 March 2024 and 31 March 2023.

Note 65:

Additional regulatory information required under (WB) (xvi) of Division III of Schedule III amendment, disclosure of ratios, is not applicable to the Company as it is in broking business and not an NBFC registered under Section 45-IA of Reserve Bank of India Act, 1934.

Note 66:

The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or other kind of funds) to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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;

The Company has not received any funds (which are material either individually or in the aggregate) from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 67:

The Company has no satisfaction of charges which are pending to be filed with ROC.

Note 68:

The Company has filed Prospectus dated 09 April 2024 for Public Issuance of Secured, Rated, Listed, Redeemable Non-Convertible Debentures of face value of ₹ 1,000 each ("NCDs") for an amount aggregating up to ₹ 500 Crore ("Base Issue Size") with an option to retain oversubscription up to ₹ 500 Crore ("Green Shoe Option") aggregating up to 1,00,00,000 NCDs for an amount up to ₹ 1,000 Crore ("Issue Size" or "Issue Limit") (hereinafter referred to as the "Issue"). The Issue is open for subscription on 23 April 2024 ("Issue Opening date") and is scheduled to close on 07 May 2024 ("Issue Closing date").

Note 69:

The Board of Directors of the Company at their Meeting held on July 27, 2023 has, inter-alia, subject to approval of Shareholders of the Company and other applicable statutory & regulatory approvals including the approval of the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench, approved the Scheme of Arrangement between Motilal Oswal Financial Services Limited ("the Transferor Company" or "the Resulting Company" or "MOFSL") and Motilal Oswal Broking and Distribution Limited (formerly Glide Tech Investment Advisory Private Limited & converted into Public Limited Company) ("the Transferee Company" or "MOBDL") and Motilal Oswal Wealth Limited ("the Demerged Company" or "MOWL") and their respective Shareholders ("the Scheme"), under Sections 230-232 of the Companies Act, 2013. The appointed date subject to approval of the NCLT is April 01, 2023.

Notes to Standalone Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Further, pursuant to the provisions of Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has filed the Scheme along with necessary documents with Stock Exchange(s). Post receipt of shareholder's approval, this event will be considered as highly probable for the purposes of disclosure requirement under IND AS 105 "Non-Current Assets held for sale in discontinued operations.

Note 70:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Note 71:

The amounts reflected as "0" in the financial information are values with less than rupees fifty thousands.

Note 72:

Previous year figures have been regrouped/reclassified wherever necessary.

For Singhi & Co.

Chartered Accountants
Firm Registration No. 302049E

For and on behalf of the Board of Directors

Motilal Oswal Financial Services Limited
CIN: L67190MH2005PLC153397

Sd/-

Amit Hundia

Partner

Membership Number: 120761

Sd/-

Motilal Oswal

Managing Director and
Chief Executive Officer

DIN: 00024503

Sd/-

Raamdeo Agarawal

Non-Executive Chairman
DIN: 00024533

Sd/-

Shalibhadra Shah

Chief Financial Officer

Place : Mumbai

Date : 26 April 2024

Sd/-

Kailash Purohit

Company Secretary

Place : Mumbai

Date : 26 April 2024

Consolidated Financial Statements





Independent Auditor's Report

To
The Members of
Motilal Oswal Financial Services Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of Motilal Oswal Financial Services Limited (the "Holding Company") and its subsidiaries (Holding company and its subsidiaries together referred to as the "Group") and its associate for the year ended March 31, 2024 attached herewith, which comprise the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows and for the year ended on that date and notes to the financial statements, including, a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of the other auditors on separate audited financial statements and on the other financial information of the subsidiaries and associate, 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 ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate as at March 31, 2024, and their consolidated profit (including other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SA's) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the

Consolidated Financial Statements section of our report. We are Independent of the Group and its associate in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (the "ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules 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 evidences obtained by us and by other auditors in terms of their reports referred to in the paragraph 19 of other matter section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

4. Emphasis of Matter

Attention is invited to:

Note 71 of the audited consolidated financial statements of the Company, regarding the Scheme of Arrangement to restructure the business of the Group w.e.f. April 01, 2023, for which subsequent to the approval of the relevant Boards of such Companies, the Holding Company has initiated the process of obtaining necessary statutory and regulatory approvals and approvals of its shareholders. The effect of the said Scheme will be given in the respective books of accounts, post receipt of the required approvals and on completion of the related procedural aspects towards the scheme.

Our opinion is not modified in respect of this matter.

Key Audit Matters

5. Key audit matters are those matters that, in our professional judgment and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries and associate, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

6. We have determined the matters described below to be the key audit matters to be communicated in the auditor's report issued by us for the Holding Company and one of its Subsidiary (Motilal Oswal Home Finance Ltd.- MOHFL):

Sr. No.	Key Audit Matter	How our audit addressed the key audit matter
1.	<p>Expected Credit Loss (ECL) on Loans and Advances (MOHFL)</p> <p>Ind AS 109 requires the Company to provide for impairment of its loan receivables (designated at amortised cost) using the expected credit loss (ECL) approach.</p> <p>As at March 31, 2024, the carrying value of loan assets measured at amortised cost, aggregated ₹4,03,116 lakhs (net of allowance of ECL ₹6,500 lakhs).</p> <p>The estimation of ECL on financial instruments involves significant judgement and estimates. As part of our risk assessment, we determined that the allowance for ECL on loan assets has a high degree of estimation uncertainty, with a potential range of reasonable outcomes for the financial statements.</p> <p>The elements of estimating ECL which involved increased level of audit focus are the following:</p> <p>a) Data inputs - The application of ECL model requires several data inputs.</p> <p>b) Model estimations - Inherently judgmental models are used to estimate ECL which involves determining Probabilities of Default ("PD"), Loss Given Default ("LGD"), and Exposures at Default ("EAD"). The PD and the LGD are the key drivers of estimation complexity in the ECL and as a result are considered the most significant judgmental aspect of the Company's modelling approach.</p> <p>c) Qualitative and quantitative factors used in staging the loan assets measured at amortised cost.</p> <p>d) Economic scenarios - Ind AS 109 requires the Company to measure ECLs on an unbiased forward-looking basis reflecting a range of future economic conditions. Significant management judgement is applied in determining the economic scenarios used and the probability weights applied to them.</p> <p>e) Adjustments to model driven ECL results to address emerging trends.</p> <p>Refer Note 30 of the standalone financial statements of MOHFL.</p>	<p>Our Audit Approach:</p> <p>Our audit approach was a combination of test of internal controls and substantive procedures which included the following:</p> <p>a) Testing the design and effectiveness of internal controls over the following:</p> <ul style="list-style-type: none"> ➤ key controls over the completeness and accuracy of the key inputs, data and assumptions into the Ind AS 109 impairment models. ➤ key controls over the application of the staging criteria consistent with the definitions applied in accordance with the policy approved by the Board of Directors including the appropriateness of the qualitative factors. ➤ management's controls over authorisation and calculation of post model adjustments and management overlays to the output of the ECL model. <p>b) Also, for a sample of ECL allowance on loan assets tested:</p> <ul style="list-style-type: none"> ➤ Sample testing over key inputs, data and assumptions impacting ECL calculations to assess the completeness, accuracy and relevance of data, reasonableness of economic forecasts, weights, and model assumptions applied. ➤ we evaluated reasonableness of LGD estimates by comparing actual recoveries post the loan asset becoming credit impaired with estimates of LGD; and ➤ we tested the mathematical accuracy and computation of the allowances by using the same input data used by the Company. <p>c) We also evaluated the adequacy of the adjustment after stressing the inputs used in determining the output as per the ECL Model and ensured that the adjustment was in conformity with the amount approved by the Audit Committee.</p>

Sr. No.	Key Audit Matter	How our audit addressed the key audit matter
		<p>d) Testing management’s controls on compliance with disclosures to confirm the compliance with the provisions of relevant provisions of Ind AS 109 and the RBI.</p> <p>e) Evaluating the appropriateness of the Company’s Ind AS 109 impairment methodologies and reasonableness of assumptions used, including management overlays.</p> <p>f) For models which were changed or updated during the year, evaluating whether the changes were appropriate by assessing the updated model methodology.</p> <p>g) Read and assessed the disclosures included in the Ind AS standalone financial statements of MOHFL in respect of expected credit losses with the requirements of Ind AS 107 and Ind AS 109.</p>
2.	<p>Information Technology (IT) Systems and Controls – MOFSL and MOHFL (Enterprises)</p> <p>The Enterprise’s key financial accounting and reporting processes are highly dependent on the automated controls over the Enterprises information systems.</p> <p>MOHFL has separate software applications for management of its loan portfolio from origination to servicing and closure and for the routine accounting. Transfer of data from/to this software are critical for accurate compilation of financial information.</p> <p>Due to extensive volumes, variety and complexity of transactions the operating system is functioning, consistently and accurately, specifically with respect to following:</p> <ul style="list-style-type: none"> ➤ Interest, Fee income and other charges collected on Loans ➤ Bifurcation of the Loan Portfolio based on maturity pattern and Assets Classification based on ageing of default <p>So, there exists a risk that gaps in the IT general control environment which could result in a misstatement of the financial accounting and reporting records of the Enterprises. Accordingly, we have considered user access management, segregation of duties and controls over system change over key financial accounting and reporting systems, as a key audit matter for the Enterprises.</p>	<p>Our Audit Approach:</p> <p>With the help of our IT specialists, we obtained an understanding of the Enterprises IT applications, databases and operating systems relevant to financial reporting and the control environment. Our audit approach was a combination of test of internal controls and substantive procedures which included the following:</p> <p>General IT controls design, observation and operation:</p> <ul style="list-style-type: none"> ➤ Tested key controls operating over the information technology in relation to financial accounting and reporting systems, including system access and system change management, program development and computer operations. <p>User access controls operation:</p> <ul style="list-style-type: none"> ➤ Obtained management’s evaluation of the access rights granted to applications relevant to financial accounting and reporting systems and tested resolution of a sample of expectations. ➤ Further, we assessed the operating effectiveness of controls over granting and removal of access rights. <p>Application controls:</p> <ul style="list-style-type: none"> ➤ We have tested the design and operating effectiveness of automated controls that are critical to the financial accounting and reporting. ➤ For any identified deficiencies, we have tested the design and operating effectiveness of compensating controls and, where necessary, extended the scope of our substantive testing.

7. The auditors Aneel Lasod and Associates, Chartered Accountants, of Motilal Oswal Commodities Broker Private Limited (MOCBPL) vide their audit report dated April 23, 2024, have expressed an unmodified opinion on the financial statements. Based on consideration of their report and information submitted by them, we have reproduced the matter described below to be the key audit matter to be communicated in our report

Key Audit Matter	Audit Procedures performed
<p>Legal & Regulatory Risk:</p> <p>Refer Note 7 point 2 of the Consolidated financial statements</p> <p>Following default at National Spot Exchange Limited ('NSEL') in 2012 and initial investigations by Economic Offences Wing (EOW) and complaints received from investors against the broker of the now defunct spot exchange, NSEL and EOW in March and April 2015 had requested SEBI to take appropriate actions. However, In EOW report there was no allegation against Motilal Oswal Commodities Broker Private Limited (MOCBPL).</p> <p>In this matter, SEBI has issued Show Cause Notice to MOCBPL in financial year i.e. 2017-18 relating to NSEL Scam, for which management has replied accordingly.</p> <p>SEBI vide its order dated 22nd February 2019, rejected MOCBPL's registration application on the grounds that it is not fit and proper person to hold, directly or indirectly, the certificate of registration as commodity derivatives broker.</p>	<p>Following are the areas where risks are assessed & procedures were followed.</p> <ul style="list-style-type: none"> ➤ Recording of Receivables & Dues - NSEL: After scrutinising the books of accounts and discussion with the management it has been found that the amounts receivable from NSEL (Exchange) and due to the clients have direct nexus and MOCBPL has the role of a broker only. Hence, the amount receivable from Exchange has not been provided for Doubtful debts as they are directly payable to the Clients. ➤ Impact of SEBI order on the MOCBPL business: <p>The Company has already ceased its Commodity Broking business from April 2018. Also, the order of SEBI signifies that MOCBPL's registration application as Commodities Broker may be rejected; however, the management doesn't plan to continue its Commodities Broking business under the company (MOCBPL). The company has also filed an appeal against the order of SEBI before the Securities Appellate Tribunal (SAT) & the same is currently pending.</p> ➤ MOCBPL may have to refund the brokerage charged from the clients against which the management has already made provision in the books of accounts. <p>Our procedures with respect to approaching the KAM:</p> <ul style="list-style-type: none"> - Enquiring with Accounts and Finance Team: We have discussed with Finance team, Management and have scrutinised books of account. - Assessing management's conclusions and ensuring that updates regarding the matter are informed to us on timely basis. <p>Our results: Based on the above procedures, whilst noting the inherent uncertainty with such legal matters, we concluded treatment of the matter as satisfactory.</p>

8. The auditors Shah & Savla LLP Chartered Accountants, of Motilal Oswal Finvest Limited vide their audit report dated April 22, 2024, have expressed an unmodified opinion on the financial statements. Based on consideration of their report and information submitted by them, we have reproduced the matter described below to be the key audit matter to be communicated in our report.

Key Audit Matter	Principal audit procedures performed
<p>1. Information Technology system for the financial reporting process</p> <p>The Company is highly dependent on its information technology (IT) systems for carrying on its operations which require large volume of transactions to be processed on a daily basis. Further, the Company's accounting and financial reporting processes are dependent on the automated controls enabled by IT systems which impacts key financial accounting and reporting items such as Interest income, Loan Balance, Non Performing Assets amongst others. The controls implemented by the Company in its IT environment determine the integrity, accuracy, completeness and validity of data that is processed by the applications and is ultimately used for financial reporting.</p>	<p>Our key audit procedures were relying on the work carried out by the IT specialists audit team, but were not limited to, the following:</p> <ul style="list-style-type: none"> ➤ Obtained an understanding of the Company's IT environment and conducted risk assessment and identified IT applications, databases and operating systems that are relevant to our audit. Also, obtained an understanding of key automated controls operating over such identified IT applications;
<p>2. Impairment of loans</p> <p>Ind AS 109, Financial Instruments requires the Company to provide for impairment of its financial assets using the expected credit loss ('ECL') approach which involves estimates for probability of loss on the financial assets over their life, unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12- month ECL, considering reasonable and supportable information about past events, current conditions and forecasts of future economic conditions which could impact the credit quality of the Company's financial assets. In this process, substantial judgement has been applied by the management in assessing the 'significant increase in credit risk' in respect of following matters:</p> <ul style="list-style-type: none"> a) The Company has grouped its loan portfolio based on days past due and other qualitative criteria as mentioned in the Credit-risk section. Loans grouped under a particular category are assumed to represent a homogenous pool thereby expected to demonstrate similar credit characteristics. b) Staging of loans and estimation of behavioural life. c) Estimation of expected loss from historical observations. d) Estimation of losses in respect of those groups of loans which had no/ minimal defaults in the past. 	<p>Principal audit procedures performed</p> <ul style="list-style-type: none"> a) Assessed and tested the design and operating effectiveness of key internal financial controls over the loan impairment process used to calculate the impairment. b) Assessed the critical assumptions used by the management for expected credit losses as at March 31, 2024. c) Assessed the assumptions used by the Company for grouping and staging of loan portfolio into various categories and default buckets based on their past-due status and other qualitative factors identified by the management which indicate significant increase in credit risk. For a sample of exposures, we tested the appropriateness of such staging. d) Understood and checked the key data sources and assumptions for data used in the ECL model as considered by the Company to determine impairment provisions. e) On sample basis tested the completeness and accuracy of the input data used and confirmed the said data with the underlying books of accounts and records. f. Tested the arithmetical accuracy of computation of ECL provision performed by the Company. <p>We examined Board Policy that address policies, procedures and controls for assessing and measuring credit risk on all lending exposures, commensurate with the size, complexity and risk profile specific to the borrowers.</p>

Key Audit Matter	Principal audit procedures performed
<p>Considering the significance of above model for impairment to the overall financial statements and the degree of management's estimates and judgments involved including the regulatory announcement of moratorium facility and restructuring facility for eligible customers, this area required significant auditor attention to test such complex accounting estimates. Therefore, we have determined this to be a key audit matter for the current year audit.</p>	<p>We evaluated the design and operating effectiveness of controls across the processes relevant to ECL, including the judgements and estimates.</p>
<p>3. Management estimates impairment provision using Expected Credit loss model for the loan exposure as per the Board approved policy which is in line with Ind AS and the Regulations. Measurement of loan impairment involves application of significant judgement by the management. The most significant judgements are:</p> <ul style="list-style-type: none"> a) Timely identification and classification of the impaired loans, including classification of assets to stage 1, 2, or 3 using criteria in accordance with Ind AS 109 which also include considering the impact of RBI's regulatory circulars, b) The segmentation of financial assets when their ECL is assessed on a collective basis c) Determination of probability of defaults (PD) and loss given defaults (LGD) based on the default history of loans, subsequent recoveries made and other relevant factors and assessment of qualitative factors having an impact on the credit risk. 	<p>We tested the completeness of loans and advances included in the Expected Credit Loss calculations as of March 31, 2024 by reconciling it with the balances as per loan balance register as on that date.</p> <p>We tested assets in stage 1, 2 and 3 on sample basis to verify that they were allocated to the appropriate stage.</p>

Information other than the Consolidated Financial Statements and Auditor's Report thereon

9. The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Report on Corporate Governance (but does not include the Consolidated Financial Statements and our auditor's report thereon) which we obtained prior to the date of this auditor's report and Board's Report, Management Discussion and Analysis and Business Responsibility and Sustainability Report, which is expected to be made available to us after that date.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information 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 during the course of our audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, 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.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

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

10. 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 changes in equity and consolidated cash flows of the Group including its associate in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. The respective Board of Directors / management 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated 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.
11. In preparing of these consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the Group'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 Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
12. Those respective Board of Directors of the Companies included in the Group and of its associate are responsible for overseeing the financial reporting process of their respective Companies.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

13. 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 SA's 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.
14. As part of an audit in accordance with SA's, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - i. 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.
 - ii. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls system with reference to financial statements in place and the operating effectiveness of such controls.
 - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - iv. Conclude on the appropriateness of management and board of director'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 and its associate 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 and its associate to cease to continue as a going concern.

- v. 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.
 - vi. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group of which we are the independent auditors and to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph 19 of the section titled "Other Matters" in this audit report.
15. Materiality is the magnitude of the misstatement 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 statement may be influenced. We consider quantitative materiality and qualitative factors in; (i) planning the scope of our audit work and evaluating the results of our work; and (ii) to evaluate the effects of any identified misstatements in the consolidated financial statements.
 16. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we the independent auditor's 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.

17. 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.
18. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of consolidated financial statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

19. We did not audit the financial statements of eight subsidiaries included in the consolidated financial statements, whose financial statements before consolidation adjustments reflects total assets of ₹6,76,705 lakhs as at March 31, 2024, total revenue of ₹1,22,824 lakhs, total net profit after tax of ₹43,641 lakhs, net cash inflow of ₹67,286 lakhs and total comprehensive income of ₹49,322 lakhs for the year ended March 31, 2024 respectively, as considered in the consolidated financial Statements. These financial statements have been audited by other auditors whose audit report have been furnished to us by the management, and our opinion in so far as it relates to the amount and disclosures included in respect of those subsidiaries is based solely on the audit report of such other auditors.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matters with respect to our reliance on the work done by and the reports of the other auditors.

20. The consolidated financial statements include the financial statements of four subsidiaries which have not been audited either by us or by other auditor's, whose annual financial statements reflect total assets of ₹4,677 lakhs as at March 31, 2024, total revenue of Rs.1,091 lakhs, total net profit after tax of ₹(118) lakhs, net cash inflow of ₹327 lakhs and total comprehensive income of ₹(118) lakhs

for the year ended March 31, 2024 respectively. The consolidated financial Statements also includes the Group's share of the net profit after tax of ₹(1) lakh for the year ended March 31, 2024, in respect of one associate, whose financial statements have not been audited by either by us or by another auditor. These unaudited financial statements have been furnished to us by the Holding Company's management. Our opinion is so far as it relates to the amounts and disclosures included in respect of aforesaid subsidiaries and an associate is based solely on such unaudited financial statements. In our opinion, and according to the information and explanation given to us by the management, these unaudited financial statements of the aforesaid subsidiaries and an associate are not material to the Group.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matter with respect to our reliance on the financial statements certified by one of the Directors of the Holding Company.

Report on Other Legal and Regulatory Requirements

21. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of the subsidiaries incorporated in India as noted in the 'Other Matter' paragraph we give in the "Annexure A" a statement on the matters specified in paragraph 3(xxi) of the Order.
22. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries and associate as noted in the 'Other Matter' paragraph 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 purpose of our audit of the aforesaid consolidated financial statements;
 - b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in the paragraph h (vi) below on reporting under Rule 11 (g) of Companies (Audit and Auditors) Rules, 2014.
 - c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive income, Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - e. On the basis of written representations received from the directors of the Holding Company as on March 31, 2024, taken on record by the Board of Directors of the Holding Company and reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India, is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls with reference to the consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.
 - g. In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, the managerial remuneration for the year ended March 31, 2024 has been paid/ provided by the Group to their Directors is in accordance with the provisions of Section 197 read with Schedule V to the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements of the subsidiaries and associate, as noted in the "Other Matters" paragraph:
 - i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group and its associate – refer note 40 to the consolidated financial statements;

- ii. The Group and its associate did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2024;
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company or its Subsidiary Companies incorporated in India during the year ended March 31, 2024;
- iv. (a) The respective managements of the Holding Company and its Subsidiary Companies which are Companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in Note 69 to the Consolidated Financial Statements, 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 any of such subsidiaries to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The respective managements of the Holding Company and its Subsidiary Companies which are Companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in Note 69 to the Consolidated Financial Statements, no funds (which are material either individually or in the aggregate) have been received by the respective Holding Company or any of such subsidiaries from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the other auditors of Subsidiary Companies incorporated in India whose financial statements have been audited under the Act; 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) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The dividend declared or paid during the year and subsequent to the year- end by the Holding Company and its subsidiary companies incorporated in India is in compliance with Section 123 of the Act.
- vi. Based on our examination which included test checks and that performed by the respective auditors of the subsidiary companies incorporated in India whose financial statements have been audited under the Act, except for the instances mentioned below, the Holding Company and its subsidiary companies incorporated in India have used accounting software's for maintaining their respective books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software's. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with.
- In case of Holding Company, the audit trail (edit log) facility has operated throughout the year for all relevant transactions recorded in the respective software(s), except that in respect of one accounting software the audit trail was enabled only for some part of the year.

In case of one of the subsidiaries, the feature of recording audit trail has operated throughout the year for all relevant transactions recorded in the software(s), except in case of one accounting software in which the audit log feature was enabled from February 19, 2024 and hence was not operational throughout the year.

Four subsidiaries are incorporated outside India and an associate is not a body corporate. Hence, provisions of rule 11(g) of

the Companies (Audit and Auditors) Rules, 2014 are not applicable to these entities.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

Place: Mumbai
Date: April 26, 2024

Sd/-
Amit Hundia
Partner
Membership No. 120761
UDIN: 24120761BKCMQL4325

Independent Auditors' Report of even date on the Consolidated Financial Statements of Motilal Oswal Financial Services Limited for the year ended March 31, 2024

Annexure A referred to in paragraph 21 under Report on Other Legal and Regulatory Requirements of our report of even date

According to information and explanations given to us, out of the companies incorporated in India, following companies included in consolidated financial statements, have certain remarks included in their reports under Companies (Auditors Report) Order, 2020 ("CARO") which have been reproduced as per the requirement of the Guidance Note on CARO:

Sr. No.	Name of the Company	CIN	Holding Company/ Subsidiary Company	Clause number of the CARO report
1	Motilal Oswal Financial Services Limited	L67190MH2005PLC153397	Holding	3 (vii)(c)
2	Motilal Oswal Home Finance Limited	U65923MH2013PLC248741	Subsidiary	3 (vii)(c)
3	Motilal Oswal Asset Management Company Limited	U67120MH2008PLC188186	Subsidiary	3 (vii)(c)
4	Motilal Oswal Commodities Broker Private Limited	U65990MH1991PTC060928	Subsidiary	3 (vii) (a)
5	Motilal Oswal Investment Advisors Limited	U67190MH2006PLC160583	Subsidiary	3 (vii) (b)

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

Place: Mumbai
Date: April 26, 2024

Sd/-
Amit Hundia
Partner
Membership No. 120761
UDIN: 24120761BKCMQL4325

Annexure B to the Independent Auditor's Report of even date on the Consolidated Financial Statements of Motilal Oswal Financial Services Limited for the year ended March 31, 2024

Referred to in paragraph [22(f)] under Report on Other Legal and Regulatory Requirements' section of our report of even date

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

In conjunction with our audit of the consolidated financial statements of Motilal Oswal Financial Services Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2024, we have audited the internal financial controls over financial reporting with reference to consolidated financial statements of the Holding Company and its subsidiary companies incorporated in India (the Holding Company and its subsidiaries together referred to as the "Group"), as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiary companies, which are companies covered under the Act are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company and subsidiary considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding Company's and its subsidiary companies internal financial controls with reference to these consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note

require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these 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 with reference to these consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to these consolidated financial statements included obtaining an understanding of internal financial controls with reference to these 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 judgement, including the assessment of the risks of material misstatement in the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to these consolidated financial statements.

Meaning of Internal Financial Controls with reference to these 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:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to 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.

Place: Mumbai
Date: April 26, 2024

Opinion

In our opinion and based on the consideration of the reports of the other auditors on internal financial controls with reference to financial statements of such subsidiary companies, the Group which comprises of the companies incorporated in India, have in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2024, 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.

Other Matter

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of the Holding Company, in so far as it relates to the eight subsidiaries which are audited by other auditors, is based on the corresponding reports of the auditors of such subsidiaries. Further as four subsidiaries are not incorporated in India and an associate is a Limited Liability Partnership (LLP) firm, hence report under Section 143(3) (i) of the Act on the adequacy and operating effectiveness of the internal financial controls is not applicable to them

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

sd/-
Amit Hundia
Partner
Membership No. 120761
UDIN: 24120761BKCMQL4325

Consolidated Balance Sheet

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note	As at 31 March 2024	As at 31 March 2023
I. ASSETS :			
1. Financial assets			
(a) Cash and cash equivalents	5	5,28,567	2,57,631
(b) Bank balance other than (a) above	6	6,78,564	6,26,060
(c) Receivables	7		
(i) Trade receivables		1,91,812	1,02,909
(ii) Other receivables		8	3
(d) Loans	8	10,04,636	7,21,764
(e) Investments	9	6,50,065	4,78,696
(f) Other financial assets	10	36,303	29,168
Sub total financial assets (A)		30,89,955	22,16,231
2. Non-financial assets			
(a) Current tax assets (net)	11	2,768	3,487
(b) Deferred tax assets (net)	12	5,826	6,067
(c) Property, plant and equipment	13(a)	56,936	42,651
(d) Other Intangible assets	13(b)	3,389	3,930
(e) Other non-financial assets	14	24,047	28,628
Sub total non-financial assets (B)		92,966	84,763
Total Assets (A+B)		31,82,921	23,00,994
II. LIABILITIES AND EQUITY			
Liabilities			
1. Financial liabilities			
(a) Payables			
(i) Trade payables	15		
(i) total outstanding dues of micro enterprises and small enterprises		2,697	2,276
(ii) total outstanding dues of creditor other than micro enterprises and small enterprises		5,53,675	3,47,949
(ii) Other payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditor other than micro enterprises and small enterprises		-	-
(b) Debt securities	16	8,51,052	6,96,512
(c) Borrowings (Other than Debt securities)	17	5,23,509	3,31,080
(d) Deposits	18	4,187	170
(e) Other financial liabilities	19	3,10,422	2,54,056
Sub total financial liabilities (A)		22,45,542	16,32,043
2. Non - financial liabilities			
(a) Current tax liabilities (net)	20	4,311	3,666
(b) Provisions	21	8,597	9,683
(c) Deferred tax liabilities (net)	22	35,402	21,046
(d) Other non - financial liabilities	23	12,195	6,238
Sub total non-financial liabilities (B)		60,505	40,633
3. Equity			
(a) Equity share capital	24	1,490	1,479
(b) Other equity	25	8,71,687	6,23,745
(c) Non-controlling interests		3,697	3,094
Sub total equity (C)		8,76,874	6,28,318
Total Liabilities and Equity (A+B+C)		31,82,921	23,00,994

Summary of material accounting policies and accompanying notes to the consolidated financial statements

1-75

As per our report of even date
For Singh & Co.

Chartered Accountants
Firm Registration No. 302049E

Sd/-
Amit Hundia
Partner
Membership Number: 120761

For and on behalf of the Board of Directors

Motilal Oswal Financial Services Limited
CIN: L67190MH2005PLC153397

Sd/-
Motilal Oswal
Managing Director and
Chief Executive Officer
DIN : 00024503

Sd/-
Raamdeo Agarawal
Non-Executive Chairman
DIN : 00024533

Sd/-
Shalibhadra Shah
Chief Financial Officer
Place : Mumbai
Date : 26 April 2024

Sd/-
Kailash Purohit
Company Secretary

Place : Mumbai
Date : 26 April 2024

Consolidated Statement of Profit and Loss

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note	For the Year ended 31 March 2024	For the Year ended 31 March 2023
1) Income :			
(a) Revenue from operations			
(a) Interest income	26	1,89,472	1,22,829
(b) Dividend income	27	858	882
(c) Rental income	28	53	26
(d) Fees and commission income	29	3,62,531	2,73,342
(e) Net gain on fair value changes	30	1,46,511	13,876
(f) Other operating income	31	7,352	6,757
Total revenue from operations		7,06,777	4,17,712
(b) Other income	32	6,275	2,000
Total income (a+b) (1)		7,13,052	4,19,712
2) Expenses :			
(a) Finance costs	33	1,01,414	59,583
(b) Fees and commission expense	34	1,13,784	86,131
(c) Impairment on financial instruments	35	5,398	4,279
(d) Employee benefits expense	36	1,32,981	1,00,838
(e) Depreciation and amortization expense	37	8,258	5,838
(f) Other expenses	38	48,029	38,818
Total expenses (2)		4,09,864	2,95,487
3) Profit before taxation (3) = (1) - (2)		3,03,188	1,24,225
4) Tax expenses/ (credit)	39		
(a) Current tax		43,445	29,062
(b) Deferred tax expenses / (credit)		15,507	1,823
(c) Short/(excess) provision for earlier years		(326)	58
Total tax expenses (4)		58,626	30,943
5) Profit after tax (5) = (3) - (4)		2,44,562	93,282
6) Share of profit from associate (net of taxes)		(1)	196
7) Profit after tax and share in profit of associate (7) = (5)+(6)		2,44,561	93,478
8) Other comprehensive income			
(a) Items that will not be reclassified to profit or loss			
- Remeasurement of the post retirement benefit plans		(510)	169
- Fair value gain/(loss) on investment valued at fair value through other comprehensive income		19,121	(5,467)
(b) Income tax relating to items that will not be reclassified to profit or loss		(115)	650
Total other comprehensive income, net of tax (8)		18,496	(4,648)
9) Total comprehensive income (9) = (7)+(8)		2,63,057	88,829
10) Net profit attributable to:			
Owners of parent		2,44,106	93,169
Non-controlling interests		455	309
11) Other comprehensive income/(loss) attributable to:			
Owners of parent		18,496	(4,649)
Non-controlling interests		-	1
12) Total comprehensive income attributable to: (12) = (10)+(11)			
Owners of parent		2,62,602	88,520
Non-controlling interests		455	310
13) Earning per share (Re. 1 each)	43		
Basic (amount in Rs.)		164.63	62.89
Diluted (amount in Rs.)		162.91	62.66

Summary of material accounting policies and accompanying notes to the consolidated financial statements

1-75

As per our report of even date
For Singhi & Co.

Chartered Accountants
Firm Registration No. 302049E

Sd/-
Amit Hundia
Partner
Membership Number: 120761

Place : Mumbai
Date : 26 April 2024

For and on behalf of the Board of Directors

Motilal Oswal Financial Services Limited
CIN: L67190MH2005PLC153397

Sd/-
Motilal Oswal
Managing Director and
Chief Executive Officer
DIN : 00024503

Sd/-
Shalibhadra Shah
Chief Financial Officer
Place : Mumbai
Date : 26 April 2024

Sd/-
Raamdeo Agarawal
Non-Executive Chairman
DIN : 00024533

Sd/-
Kailash Purohit
Company Secretary

Consolidated Cash Flow Statement

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
A. Cash flow from operating activities		
Profit before taxation	3,03,188	1,24,225
Adjustment for:		
Add :		
Impairment on financial instruments	5,398	4,279
Depreciation and amortisation expense	8,258	5,838
Provision for gratuity	1,123	1,152
Employee Stock Option Expenditure	2,493	2,904
(Profit)/loss from partnership gain and joint venture	(1)	262
Less :		
Net loss/(gain) on fair value change	(1,26,271)	15,701
Net loss/(gain) on sale of investment	(20,240)	(29,577)
Loss on sale of property, plant and equipment (Net)	94	-
Interest Income	(158)	(64)
Dividend Income	(858)	(882)
Foreign Currency Translation Reserve	64	402
Interest Expense pertaining to lease liability	831	424
Operating profit	1,73,921	1,24,664
Adjustment for working capital changes :		
(Increase) / decrease in trade receivables	(91,829)	(4,148)
(Increase) / decrease in other receivables	(6)	20
(Increase) / decrease in other financial assets	(7,135)	6,426
(Increase) / decrease in other non financial assets	4,581	(8,088)
(Increase) / decrease in loans	(2,85,344)	(2,34,043)
Investment in Fixed deposit having maturity more than 3 months (Net of maturity)	(51,423)	(3,08,290)
(Increase) / decrease in liquid investments	5,422	10,868
(Increase)/decrease in bank balance other than cash and cash equivalents	(1,080)	-
Increase / (decrease) in trade payables	2,06,146	(25,245)
Increase / (decrease) in deposit	-	72
Increase / (Decrease) in other financial liabilities	51,324	1,61,678
Increase / (Decrease) in other non financial liabilities	5,957	(511)
Increase / (decrease) in Provision	(2,718)	(1,761)
Cash generated from/(used in) operations	7,816	(2,78,358)
Direct taxes paid net	(42,780)	(27,432)
Net cash generated/(used) from operating activities (A)	(34,964)	(3,05,790)
B. Cash flow from investing activities		
(Purchase) of Property, plant and equipment	(15,077)	(15,378)
Sale of other Intangible assets	542	-
Purchase of Investments	(54,051)	(48,286)
Sale of Investments	42,891	35,346
Interest received	158	64
Dividend received	858	882
Net cash generated/(used) from investing activities (B)	(24,679)	(27,372)

Consolidated Cash Flow Statement

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
C. Cash flow from financing activities		
Issue of Share capital including Securities premium	7,728	1,034
Buyback of shares	-	(19,843)
Proceeds from issue/(repayment) of debentures	98,968	1,09,884
Repayment of debentures	(41,389)	(78,643)
Proceeds from/(Repayment) of commercial paper	96,960	2,68,391
Proceeds from/(Repayment) of other borrowings	1,92,429	1,12,809
Payment of Dividend	(25,241)	(14,825)
Increase/ (Decrease) in unpaid dividend	(1)	1
Interest paid on lease liabilities	(831)	(424)
Payment of lease liabilities	(2,519)	(1,377)
Reserve adjustment of merger	400	0
Investment by/ (purchase) from Non controlling interest	57	32
Increase in Deposit	4,017	-
Net cash generated from/(used in) Financing activities (C)	3,30,578	3,77,039
Net increase / (decrease) in cash and cash equivalents during the year (A+B+C)	2,70,936	43,877
Cash on hand	249	269
Schedule bank - In Current accounts	1,92,217	1,35,210
Cheques in hand	85	20
Fixed Deposit with original maturity within 3 months	65,080	78,255
Cash and cash equivalents as at beginning of the year	2,57,631	2,13,754
Cash & Cash Equivalents comprise of as at end of the year		
Cash on hand	403	249
Schedule bank - In Current accounts	2,70,769	1,92,217
Cheques in hand	886	85
Fixed Deposit with original maturity within 3 months	2,56,509	65,080
Cash and cash equivalents as at end of the year	5,28,567	2,57,631
Changes in liabilities arising from financing activities:		
Opening balance of debt securities, borrowings, lease liabilities and subordinated liabilities	10,32,780	6,15,150
Proceeds from issue/(repayment) of debentures	98,968	1,09,884
Repayment of debentures	(41,389)	(78,643)
Proceeds from/(Repayment) of commercial paper	96,960	2,68,391
Changes in lease liabilities	5,042	5,188
Proceeds from/(Repayment) of other borrowings	1,92,429	1,12,809
Closing balance of debt securities, borrowings, lease liabilities and subordinated liabilities	13,84,791	10,32,780

Notes :

- (i) The above Statement of Cash Flows has been prepared under indirect method as set out in Ind AS 7, 'Statement of Cash Flows', as specified in the Companies (Indian Accounting Standard) Rules, 2015.
- (ii) Figures in brackets indicate cash outflows.

This is the Statement of Consolidated Cash Flows referred to in our report of even date.

For Singhi & Co.
Chartered Accountants
Firm Registration No. 302049E

For and on behalf of the Board of Directors
Motilal Oswal Financial Services Limited
CIN: L67190MH2005PLC153397

Sd/-
Amit Hundia
Partner
Membership Number: 120761

Sd/-
Motilal Oswal
Managing Director and
Chief Executive Officer
DIN : 00024503

Sd/-
Raamdeo Agarawal
Non-Executive Chairman
DIN : 00024533

Sd/-
Shalibhadra Shah
Chief Financial Officer
Place : Mumbai
Date : 26 April 2024

Sd/-
Kailash Purohit
Company Secretary

Place : Mumbai
Date : 26 April 2024

Consolidated Statement of Changes in Equity

for the year ended 31 March 2024

(All amounts are in INR Lakhs, unless otherwise stated)

(A) Equity Share Capital

Particulars	Number of shares	Amount
As at 01 April 2022	14,90,62,919	1,491
Add/Less: Changes due to prior period errors	-	-
Restated as at 01 April 2022	14,90,62,919	1,491
Changes during the year due to exercise of Employees Stock Option Scheme	3,38,752	3
Changes during the year due to buyback of shares	(14,54,545)	(15)
As at 31 March 2023	14,79,47,126	1,479
Add/Less: Changes due to prior period errors	-	-
Restated as at 01 April 2023	14,79,47,126	1,479
Changes during the year due to exercise of Employees Stock Option Scheme	10,60,165	11
Changes during the year due to buyback of shares	-	-
As at 31 March 2024	14,90,07,291	1,490

Consolidated Statement of Changes in Equity

for the year ended 31 March 2024

(All amounts are in INR Lakhs, unless otherwise stated)

(b) Other Equity

Particulars	Reserves and Surplus										Total other equity	Non-controlling interest	Total	
	Securities premium	Capital redemption reserve	Employee stock options outstanding reserve	Statutory reserves	Capital Reserve (on consolidation)	General reserve	Foreign currency translation reserve	Impairment reserve	Share Application Money Pending Allotment	Retained earnings				Equity instruments through other comprehensive income
Balance as at 01 April 2022	51,051	2,523	7,115	7,982	3,409	18,080	(26)	90	-	4,30,698	45,025	5,65,946	2,628	5,68,574
Profit for the year	-	-	-	-	-	-	-	-	-	93,169	-	93,169	-	93,170
Other comprehensive income	-	-	-	-	-	-	-	-	-	(4,773)	(4,773)	(4,773)	-	(4,773)
Addition to NCI	-	-	-	-	-	-	-	-	-	-	-	-	309	309
Transfer from Other comprehensive income**	-	-	-	-	-	18,957	-	-	-	(18,957)	-	-	-	-
Interim Dividend	-	-	-	-	-	-	-	-	-	(10,353)	-	(10,353)	-	(10,353)
Final Dividend	-	-	-	-	-	-	-	-	-	(4,472)	-	(4,472)	-	(4,472)
Transfer to statutory reserves	-	-	-	-	-	-	-	-	-	(4,027)	-	(4,027)	-	(4,027)
Buyback of shares	(16,000)	-	-	-	-	-	-	-	-	-	(16,000)	(16,000)	-	(16,000)
Buyback related costs	-	-	-	-	-	-	-	-	-	(3,843)	-	(3,843)	-	(3,843)
Transfer from Employee stock option reserve	74	-	(74)	-	-	-	-	-	-	-	-	-	-	-
Business combination cost	-	-	-	-	-	-	-	-	-	(2,223)	-	(2,223)	-	(2,223)
Transfer to General Reserve	-	-	(495)	-	-	495	-	-	-	-	-	-	-	-
Addition during the year on account of share issue	2,373	-	-	-	-	-	-	-	-	-	-	2,373	-	2,373
Additions/(deduction) during the year	-	15	2,903	4,027	599	-	402	-	-	-	-	7,946	-	7,946
Actuarial gains/(losses) on post retirement benefit plans	-	-	-	-	-	-	-	-	-	125	-	125	-	125
Investment by/(purchased from) NCI	-	-	-	-	-	-	-	-	-	(125)	-	(125)	32	32
Transfer to NCI	-	-	-	-	-	-	-	-	-	-	-	-	125	-
Balance as at 31 March 2023	37,498	2,538	9,449	12,009	4,008	37,532	376	90	-	4,98,950	21,295	6,23,745	3,094	6,26,839
Add/Less: Changes due to prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting year	37,498	2,538	9,449	12,009	4,008	37,532	376	90	-	4,98,950	21,295	6,23,745	3,094	6,26,839
Profit for the year	-	-	-	-	-	-	-	-	-	2,44,107	-	2,44,107	-	2,44,107
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	18,677	18,677	-	18,677
Addition to NCI	-	-	-	-	-	-	-	-	-	-	-	-	455	455
Transfer from Other comprehensive income**	-	-	-	-	-	3,938	-	-	-	-	-	3,938	-	3,938
Interim Dividend	-	-	-	-	-	-	-	-	-	(20,794)	-	(20,794)	-	(20,794)
Final Dividend	-	-	-	-	-	-	-	-	-	(4,450)	-	(4,450)	-	(4,450)
Transfer from Retained earnings	-	-	-	2,650	-	-	-	-	-	(2,650)	-	-	-	-
Transfer from Employee stock option reserve	2,072	-	(2,072)	-	-	-	-	-	-	-	-	-	-	-
Business combination cost	-	-	-	-	-	-	-	-	400	-	-	400	-	400

Consolidated Statement of Changes in Equity

for the year ended 31 March 2024

(All amounts are in INR Lakhs, unless otherwise stated)

(b) Other Equity

Particulars	Reserves and Surplus										Total other equity	Non-controlling interest	Total
	Securities premium	Capital redemption reserve	Employee stock options outstanding reserve	Statutory reserves	Capital Reserve (on consolidation)	General reserve	Foreign currency translation reserve	Impairment reserve	Share Application Money Pending Allotment	Retained earnings			
Transfer to General Reserve	-	-	(1)	-	-	1	-	-	-	-	(3,938)	-	(3,938)
Addition during the year on account of share issue	7,696	-	-	-	-	-	-	-	-	-	-	-	7,696
Additions/(deduction) during the year	-	-	2,493	-	-	-	64	-	22	-	-	-	2,579
Actuarial gains/(losses) on post retirement benefit plans #	-	-	-	-	-	-	-	-	-	(181)	-	-	(181)
Investment by/(purchased from) NCI	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to NCI	-	-	-	-	-	-	-	-	-	(92)	-	-	56
Balance as at 31 March 2024	47,266	2,538	9,869	14,659	4,008	41,471	440	90	22	7,15,290	36,033	3,697	8,75,384

**Equity investments which are not held for trading, where an irrevocable election is made at the initial recognition to classify the instruments at FVOCI, all subsequent changes in fair value are recognised in Other Comprehensive Income. On disposal of investments the cumulative change in fair value is not recycled to profit or loss. However, at such time, it is transferred from OCI to General reserve.

Actuarial gains/(losses) on post retirement benefit plans which was part of Other Comprehensive Income has been reclassified to Retained Earnings.

Note: NCI stands for Non Controlling Interest unless specifically specified to be else.

The accompanying notes form an integral part of these financial statements.

As per our report of even date

For Singhi & Co.

Chartered Accountants

Firm Registration No. 302049E

For and on behalf of the Board of Directors

Motilal Oswal Financial Services Limited

CIN: L67190MH2005PLC153397

sd/-

Amit Hundia

Partner

Membership Number: 120761

sd/-

Motilal Oswal

Managing Director and

Chief Executive Officer

DIN : 00024503

sd/-

Raamdeo Agarawal

Non-Executive Chairman

DIN : 00024533

sd/-

Shailbhadra Shah

Chief Financial Officer

sd/-

Kailash Purohit

Company Secretary

Place : Mumbai

Date : 26 April 2024

Place : Mumbai

Date : 26 April 2024

Notes to Consolidated Financial Statements

1A. Corporate information

Motilal Oswal Financial Services Limited ("MOFSL" or 'the Holding Company') is a public limited company and incorporated under the provisions of Companies Act. The Company is domiciled in India and the addresses of its registered office and principal place of business are disclosed in the introduction to the annual report. The Holding Company is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

Motilal Oswal Financial Services Limited, its subsidiaries and associate entity (collectively, the Group) are engaged in stock broking, asset management and mutual funds, private equity, investment banking, home finance, wealth management services, distribution of financial products, proprietary investments and other activities in financial services.

These consolidated financial statements contain financial information of the Group and were authorized for issue by the Board of Directors on 26 April 2024.

Information on the Group's structure is provided in note 58.

1B. Business Combination under Common Control

A common control business combination, involving entities or businesses in which all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination and where the control is not transitory, is accounted for in accordance with Appendix C to Ind AS 103 'Business Combinations'.

Business combinations involving entities or businesses under common control are accounted for using the pooling of interest method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognize new assets or liabilities. Adjustments are made only to harmonize significant accounting policies.
- The financial information in the financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the financial statements.
- The identity of the reserves are preserved and appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor.

The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves with disclosure of its nature and purpose in the notes.

1C. Business Combination under Acquisition method

The Group applies the acquisition method in accounting for business combinations for the businesses which are not under common control. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- a) Deferred tax assets or liabilities and the assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 'Income Tax' and Ind AS 19 'Employee Benefits' respectively.
- b) Potential tax effects of temporary differences and carry forwards of an acquiree that exist at the acquisition date or arise as a result of the acquisition are accounted in accordance with Ind AS 12.

Notes to Consolidated Financial Statements

- c) Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 'Financial Instruments', is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS.

Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and its subsequent settlement is accounted for within equity.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss or OCI, as appropriate.

2. Material accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to the existing accounting standard requires a change in the accounting policy hitherto in use.

2.1. Basis of preparation

(i) Compliance with Ind AS

The consolidated financial statements of the Group comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 ("the Act") read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The Balance Sheet, the Statement of Changes in Equity, the Statement of Profit and Loss and disclosures are presented in the format prescribed under Division III of Schedule III of the companies Act, as amended from time to time that are required to comply with Ind AS. The Statement of Cash Flows has been presented as per the requirements of Ind AS 7 Statement of Cash Flows.

(ii) Historical cost convention

The consolidated financial statements have been prepared on a historical cost and on accrual basis, except for the following:

- Certain Financial instruments are measured at fair values;
- Assets held for sale – measured at fair value less cost to sell;
- Defined benefit plans – plan assets measured at fair value; and
- Share based payments – fair value as on the grant date

(iii) Preparation of consolidated financial statements

The Holding Company is covered in the definition of Non-Banking Financial Group as defined in Companies (Indian Accounting Standards) (Amendment) Rules, 2016. As per the format prescribed under Division III of Schedule III to the Companies Act, 2013 on 11 October 2018 and as amended on 24 March 2021, the Holding Company presents the Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity in the order of liquidity. A maturity analysis of recovery or settlement of assets and liabilities within 12 months after the reporting date and more than 12 months after the reporting date.

(iv) Use of estimates and judgements

The preparation of consolidated financial statements in conformity with Ind AS which requires management to make estimates, judgements, and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities)

Notes to Consolidated Financial Statements

and disclosures as of the date of consolidated financial statements and the reported amounts of revenue and expenses for the reporting period. Actual results could differ from these estimates. Accounting estimates and underlying assumptions are reviewed on an ongoing basis and could change from period to period. Appropriate changes in estimates are recognized in the period in which the Group becomes aware of the changes in circumstances surrounding the estimates. Any revisions to accounting estimates are recognized prospectively in the period in which the estimate is revised and future periods. The estimates and judgements that have significant impact on carrying amount of assets and liabilities at each balance sheet date are discussed at note 3.

2.2. Principles of consolidation and equity accounting

(i) Subsidiaries

The consolidated financial statement has comprised financial statements of the Company and its subsidiaries. Subsidiaries are all the entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group.

The Group combines the financial statements of the Holding Company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions within the Group are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, consolidated statement of changes in equity and balance sheet respectively. Statement of Profit and Loss including Other Comprehensive Income (OCI) is attributable to the equity holders of the Holding Company and to the non-controlling interest basis the respective ownership interest and such balance is attributed even if this results in controlling interest is having a deficit balance.

(ii) Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see (iii) below), after initially being recognized at cost.

(iii) Equity method

Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of other comprehensive income of the investee in other comprehensive income. Profit distribution from associates are recognized as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

Notes to Consolidated Financial Statements

(iv) Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognized within equity.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognized in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

If the ownership interest in an associate is reduced but joint control or significant influence is retained, only a proportionate share of the amounts previously recognized in other comprehensive income are reclassified to profit or loss where appropriate.

2.3. Revenue Recognition

The Group recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115, Revenue from Contracts with Customers, to determine when to recognize revenue and at what amount. Revenue is measured based on the consideration specified in the contract with a customer. Revenue from contracts with customers is recognised when services are provided and it is highly probable that a significant reversal of revenue is not expected to occur.

Revenue is measured at fair value of the consideration received or receivable. Revenue is recognized when (or as) the Group satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

When (or as) a performance obligation is satisfied, the Group recognizes as revenue the amount of the transaction price (excluding estimates of variable consideration) that is allocated to that performance obligation.

The Group applies the five-step approach for recognition of revenue:

- Identification of contract(s) with customers: 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.
- Identification of the separate 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.
- Determination of 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.
- Allocation of transaction price to the separate performance obligations: 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.
- Recognition of revenue when (or as) each performance obligation is satisfied.

(i) Brokerage fee income

It is recognised on trade date basis and is exclusive of goods and service tax and securities transaction tax (STT) wherever applicable.

(ii) Interest income

Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ('EIR'). The EIR is the rate that exactly discounts estimated future cash flows of the financial asset through the expected life of the

Notes to Consolidated Financial Statements

financial asset or, where appropriate, a shorter period, to the net carrying amount of the financial instrument. The internal rate of return on financial asset after netting off the fees received and cost incurred approximates the effective interest rate method of return for the financial asset. The future cash flows are estimated taking into account all the contractual terms of the instrument.

The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance). For credit-impaired financial assets the interest income is calculated by applying the EIR to the amortised cost of the credit-impaired financial assets (i.e. the gross carrying amount less the allowance for ECLs).

(iii) Portfolio management fee income

Performance obligations are satisfied over a period of time and portfolio management fees are recognized in accordance with the Portfolio Management Agreement entered with respective clients, which is as follows:

- a) Processing fees is recognized on upfront basis in the year of receipt;
- b) Management fees is recognized as a percentage of the unaudited net asset value at the end of each month;
- c) Return based fees is recognized as a percentage of annual profit, in accordance with the terms of the agreement with clients on the completion of the period.

(iv) Mutual fund management fee income

Performance obligations are satisfied over a period of time and mutual fund management fee is recognized on monthly basis in accordance with Investment Management Agreement and SEBI (Mutual Fund) Regulations, 1996, based on daily average assets under management (AUM) of the Schemes of Motilal Oswal Mutual Fund.

(v) Private equity fund management fee income

Performance obligations are satisfied over a period of time and private equity fund management fee is recognized on monthly basis in accordance with Private Placement Memorandum based on capital commitment / capital contribution of the Fund.

(vi) Alternative investment fund management fee income

Performance obligations are satisfied over a period of time and alternate investment management fee is recognized on monthly basis in accordance with Private Placement Memorandum.

(vii) Investment advisory fees

Performance obligations are satisfied over a period of time and investment advisory fee is recognized on monthly basis in accordance with the terms of the contract with the clients.

(viii) Research and advisory fees

Performance obligations are satisfied over a period of time and investment advisory fee is recognized on monthly basis in accordance with the terms of the contract with the clients.

(ix) Dividend income

Dividend income is recognized in the statement of profit or loss on the date that the Group's right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be reliably measured. This is generally when the shareholders approve the dividend.

(x) Net gain on fair value changes.

The Company designates certain financial assets for subsequent measurement at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI). The Company recognizes gains on fair value change of financial assets measured at FVTPL and realized gains on de-recognition of financial asset measured at FVTPL and FVOCI on net basis in profit or loss.

(xi) Trustee fees

Performance obligations are satisfied over a period of time and trustee fees are recognized at the specific rates/amount approved by the Board of Directors of the Company, within the limits specified

Notes to Consolidated Financial Statements

under the Trust Deed and is applied on the assets under management of each scheme of Motilal Oswal Mutual Fund.

(xii) Depository services income

Revenue from depository services on account of annual maintenance charges have been accounted for over the period of the performance obligation.

Revenue from depository services on account of transaction charges is recognized point in time when the performance obligation is satisfied.

(xiii) Delayed payment charges

Interest is earned on delayed payments from customers and is recognised on a time proportion basis taking into account the amount outstanding from customers and the rates applicable.

2.4. Distribution cost

Portfolio Management Services

Distribution cost for Portfolio Management Services are charged to Statement of Profit and Loss on accrual basis. Upfront distribution cost paid till 30th September 2020 is amortised over the contractual period. On this account, an asset (prepaid expenses) is recognised at the time of actual payment or becoming due for payment and charged evenly to the Statement of Profit and Loss over the commitment period of the respective investor.

Alternate Investment Fund Services

Distribution cost for Alternate Investment Fund Management Services are charged to Statement of Profit and Loss on accrual basis. On this account, an asset (prepaid expenses) is recognised at the time of actual payment or becoming due for payment and charged to the Statement of Profit and Loss over the period of the scheme.

Fund related expenses

New fund offer expenses

Expenses relating to initial issue of Mutual Fund Schemes of the Fund are charged to the Statement of Profit and Loss in the year in which such expenses are incurred which is in compliance with SEBI (Mutual Funds) Regulations, 1996.

Recurring fund expenses

Expenses incurred (inclusive of advertisement / brokerage expenses) on behalf of schemes of Motilal Oswal Mutual Fund till 22nd October 2019 are recognised in the Statement of Profit and Loss unless considered recoverable from the schemes of the Fund in accordance with the provisions of SEBI (Mutual Fund) Regulations, 1996.

2.5. Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Current Tax:

Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Current tax assets and current tax liabilities are off set when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred Tax:

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill. Deferred tax is also not accounted for, if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit

Notes to Consolidated Financial Statements

(tax loss). Deferred tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax liabilities are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries and associates where the Group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

2.6. Leases

For any new contracts entered into on or after 1 April 2019, the Company considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'. The Company assesses whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

Measurement and recognition of leases as a lessee

The Company has adopted Ind AS 116 "Leases" using the cumulative catch-up approach. Company has recognised Right of Use assets as at 1 April 2019 for leases previously classified as operating leases and measured at an amount equal to lease liability (adjusted for related prepayments/ accruals). The Company has discounted lease payments using the incremental borrowing rate for measuring the lease liability.

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities.

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

When the Company revises its estimate of the term of any lease, it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted using a revised discount rate. The carrying value of lease liabilities is similarly revised when the variable element of future lease payments dependent on a rate or index is revised, except the discount rate remains unchanged. In both cases an equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term. If the carrying amount of the right-of-use asset is adjusted to zero, any further reduction is recognised in statement of profit and loss.

For contracts that both convey a right to the Company to use an identified asset and require services to be provided to the Company by the lessor, the Company has elected to account for the entire contract as a lease, i.e. it does not allocate any amount of the contractual payments to, and account separately for, any services provided by the supplier as part of the contract.

Notes to Consolidated Financial Statements

2.7. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Outstanding bank overdrafts are not considered integral part of the Company's cash management.

2.8. Financial instruments

Initial recognition and measurement

Financial assets and financial liabilities are recognized when the entity becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognized on trade-date, the date on which the Group commits to purchase or sell the asset.

At initial recognition, the Group measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability, such as fees and commissions. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in profit or loss. Immediately after initial recognition, an expected credit loss allowance (ECL) is recognized for financial assets measured at amortized cost.

When the fair value of financial assets and liabilities differs from the transaction price on initial recognition, the entity recognizes the difference as follows:

- a) When the fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets, the difference is recognized as a gain or loss.
- b) In all other cases, the difference is deferred and the timing of recognition of deferred day one profit or loss is determined individually. It is either amortized over the life of the instrument, deferred until the instrument's fair value can be determined using market observable inputs, or realized through settlement.

When the Group revises the estimates of future cash flows, the carrying amount of the respective financial assets or financial liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognized in profit or loss.

Fair value of financial instruments

Some of the Group's assets and liabilities are measured at fair value for financial reporting purpose. 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.

Fair value measurements under Ind AS are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurement are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at measurement date
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs) that the Company can access at measurement date.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in note 54.

Notes to Consolidated Financial Statements

Financial assets

(i) Classification and subsequent measurement

The Group has applied Ind AS 109 and classifies its financial assets in the following measurement categories:

- Fair value through profit or loss (FVTPL);
- Fair value through other comprehensive income (FVOCI); or
- Amortised cost.

Classification and subsequent measurement of financial assets depends on:

- The Company's business model for managing the asset; and
- The cash flow characteristics of the asset.

1. *Financial assets carried at:*

a. Amortised cost

A financial asset is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in interest income in the Statement of Profit and Loss.

b. Fair value through other comprehensive income

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

c. Fair value through profit or loss

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

2. *Equity instruments*

Equity instruments are instruments that meet the definition of equity from the issuer's perspective; that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets.

All investments in equity instruments classified under financial assets are initially measured at fair value, the Group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL. The Group makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as revenue from operations in the Statement of Profit and Loss unless the Group has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognized in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'Revenue from operations' in the Statement of Profit and Loss.

Notes to Consolidated Financial Statements

3. *Investments in mutual funds*

Investments in mutual funds are measured at fair value through profit and loss (FVTPL).

(ii) Impairment

The Group recognizes impairment allowances using Expected Credit Losses (“ECL”) method on all the financial assets that are not measured at FVTPL:

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

- Financials assets that are not credit impaired – as the present value of all cash shortfalls that are possible within 12 months after the reporting date.
- Financials assets with significant increase in credit risk – as the present value of all cash shortfalls that result from all possible default events over the expected life of the financial assets.
- Financials assets that are credit impaired – as the difference between the gross carrying amount and the present value of estimated cash flows.

Financial assets are written off/fully provided for when there is no reasonable of recovering a financial assets in its entirety or a portion thereof.

However, financial assets that are written off could still be subject to enforcement activities under the Group’s recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in the Statement of Profit and Loss.

(iii) Derecognition

A financial asset is derecognised only when:

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

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

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

Transfer of loans through assignment transaction can be made only after continuing involvement in loans i.e retaining a minimum specific percentage of loan but without retaining any substantial risk and reward in the loan assigned. The assigned portion of loans is derecognized and gains/losses are accounted for, only if the Company transfers substantially all risks and rewards specified in the underlying assigned loan contracts. Gain/loss arising on such assignment transactions is recorded upfront in the Statement of Profit and Loss and the corresponding loan is derecognized from the Balance Sheet immediately. Further, if the transfer of loan qualifies for derecognition, entire interest spread at its present value (discounted over the life of the asset) is recognized on the date of derecognition itself as interest strip receivable (interest strip on assignment) and correspondingly presented as gain/loss on derecognition of financial asset.

Financial liabilities

(i) Initial recognition and measurement

All financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs.

(ii) Subsequent measurement

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

Notes to Consolidated Financial Statements

(iii) Derecognition

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

2.9. Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

2.10. Derivative Financial Instruments and Hedge Accounting:

The Company enters into forward contracts to hedge the foreign currency risk of firm commitments and highly probable forecast transactions. Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the Statement of Profit and Loss depends on the nature of the hedging relationship and the nature of the hedged item.

The Company enters into derivative financial instruments viz. foreign exchange forward contracts, interest rate swaps and cross currency swaps to manage its exposure to interest rate and foreign exchange rate risks. The Company does not hold derivative financial instruments for speculative purposes.

Hedge Accounting: The Company designates certain hedging instruments in respect of foreign currency risk and interest rate risk as cash flow hedges. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows, and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated. The effective portion of changes in the fair value of the designated portion of derivatives that qualify as cash flow hedges is recognised in Other Comprehensive Income and accumulated under the heading of cash flow hedging reserve.

The gain or loss relating to the ineffective portion is recognised immediately in the Statement of Profit and Loss. Amounts previously recognised in Other Comprehensive Income and accumulated in other equity relating to (effective portion as described above) are re-classified to the Statement of Profit and Loss in the periods when the hedged item affects profit or loss. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability. Hedge accounting is discontinued when the hedging instrument expires, terminated, or exercised, without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in Other Comprehensive Income and accumulated in other equity at that time remains in other equity and is recognised when the forecast transaction is ultimately recognised in Statement of Profit and Loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in other equity is recognised immediately in the Statement of Profit and Loss.

2.11. Financial guarantee contracts and loan commitments

Financial guarantee contracts are contracts that require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due, in accordance with the terms of a debt instrument. Such financial guarantees are given to banks, financial institutions and others on behalf of customers to secure loans, overdrafts and other banking facilities.

Financial guarantee contracts are initially measured at fair value and subsequently measured at the higher of:

- The amount of the loss allowance; and
- The premium received on initial recognition less income recognized in accordance with the principles of Ind AS 115.

Notes to Consolidated Financial Statements

2.12. Repossessed collateral

Repossessed collateral represents non-financial assets acquired by the Company in settlement of overdue loans. Any collateral obtained as a result of foreclosure is not recognized as a separate asset unless it is acquired by the Company in settlement of overdue loans.

2.13. Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation. Cost includes expenditure that is directly attributable to the acquisition and installation of the assets.

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

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-financial assets and the cost of assets not put to use before such date are disclosed under 'Capital work-in progress'.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful life prescribed under Schedule II to the Companies Act, 2013. The Group provides pro-rata depreciation from the month of installation till the date assets are sold or disposed. Leasehold improvements are amortised over the term of underlying lease.

Assets	Useful life
Building	60 years
Furniture and Fixtures	10 years
Office Equipments	5 years
Computers and Network Equipments	3 to 6 years
Plant and Machinery	5 years
Electrical Equipments	10 years
Vehicles	8 to 10 years
Leasehold Improvements	Over the primary lease period or useful life. Whichever is less.

Derecognition:

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized in the statement of profit and loss when the asset is derecognized.

2.14. Intangible assets

Measurement at initial recognition:

Intangible assets are recognized where it is probable that the future economic benefit attributable to the assets will flow to the Group and its cost can be reliably measured. Intangible assets are stated at cost of acquisition less accumulated amortization and impairment, if any.

Expenditure incurred on acquisition/development of intangible assets which are not put/ready to use at the reporting date is disclosed under intangible assets under development. The Group amortizes intangible assets on a straight-line basis over the five years commencing from the month in which the asset is first put to use. The Group provides pro-rata amortization from the day the asset is put to use.

Assets	Useful life
Computer Software	5 years
Licences	Over the license period
Customer rights	5 years

Notes to Consolidated Financial Statements

Derecognition:

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposals are determined by comparing proceeds with carrying amount and are recognized in the statement of profit and loss when the asset is derecognized

2.15. Impairment of non-financial assets

At each reporting date, the Group assesses whether there is any indication based on internal/external factors, that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. The recoverable amount of asset is the higher of its value in use or its fair value. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects the current market assessment of time value of money and the risks specific to it. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the reduction is treated as an impairment loss and is recognised in the statement of profit and loss. All assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An Impairment loss is reversed if there has been a change in estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the assets carrying amount would have been determined, net of depreciation or amortization, had no impairment loss been recognised.

2.16. Expected credit loss (ECL) model:

The Company applies the ECL model in accordance with Ind AS 109 for recognising impairment loss on financial assets. The ECL allowance is based on the credit losses expected to arise from all possible default events over the expected life of the financial asset ('lifetime ECL'), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12-month ECL. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is calculated on a collective basis, considering the retail nature of the underlying portfolio of financial assets.

The impairment methodology applied depends on whether there has been a significant increase in credit risk. When determining whether the risk of default on a financial asset has increased significantly since initial recognition, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on a provision matrix which takes into account the Company's historical credit loss experience, current economic conditions, forward looking information and scenario analysis.

The expected credit loss is a product of exposure at default ('EAD'), probability of default ('PD') and loss given default ('LGD'). The Company has devised an internal model to evaluate the PD and LGD based on the parameters set out in Ind AS 109. Accordingly, the financial assets have been segmented into three stages based on the risk profiles. The three stages reflect the general pattern of credit deterioration of a financial asset. The company categorises financial assets at the reporting date into stages based on the days past due ('DPD') status as under:

- Stage 1: Low credit risk, i.e. 0 to 30 days past due
- Stage 2: Significant increase in credit risk, i.e. 31 to 90 days past due
- Stage 3: Impaired assets, i.e. more than 90 days past due

LGD is an estimate of loss from a transaction given that a default occurs. PD is defined as the probability of whether the borrowers will default on their obligations in the future. For assets which are in Stage 1, a 12-month PD is required. For Stage 2 assets a lifetime PD is required while Stage 3 assets are considered to have a 100% PD. EAD represents the expected exposure in the event of a default and is the gross carrying amount in case of the financial assets held by the Company.

The Company incorporates forward looking information into both assessments of whether the credit risk of an instrument has increased significantly since its initial recognition and its measurement of ECL. Based on the consideration of external actual and forecast information, the Company forms a 'base case' view of the

Notes to Consolidated Financial Statements

future direction of relevant economic variables. This process involves developing two or more additional economic scenarios and considering the relative probabilities of each outcome. The base case represents a most likely outcome while the other scenarios represent more optimistic and more pessimistic outcomes.

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances. The Company's ECL calculations are outputs of complex models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. The inputs and models used for calculating ECLs may not always capture all characteristics of the market at the date of the financial statements. The Company regularly reviews its models in the context of actual loss experience and makes adjustments when such differences are significantly material.

The amount of ECL (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised as an impairment gain or loss in profit or loss.

After initial recognition, trade receivables are subsequently measured at amortised cost using the effective interest method, less provision for impairment. The Company follows the simplified approach required by Ind AS 109 for recognition of impairment loss allowance on trade receivables, which requires lifetime ECL to be recognised at each reporting date, right from initial recognition of the receivables.

2.17. Provisions and contingencies:

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

Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

2.18. Employee benefits

(i) Short-term obligations

Short-term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related services are rendered. The Group recognises the costs of bonus payments when it has a present obligation to make such payments as a result of past events and a reliable estimate of the obligation can be made.

Compensated absences

The Group does not have a policy of encashment of unavailed leaves for its employees but are permitted to be carried forward subject to some prescribed maximum days. Provision is made on actual basis of accumulating compensated absences as a result of unused leave entitlement which has accumulated as at the balance sheet date.

(ii) Post-employment obligations

Defined contribution plan:

Contribution paid/payable to the recognised provident fund, which is a defined contribution scheme, is charged to the Statement of Profit and Loss in the period in which they occur.

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Defined benefits plan:

Gratuity is post-employment benefit and is in the nature of defined benefit plan. The liability recognised in the Balance Sheet in respect of gratuity is the present value of defined benefit obligation at the Balance Sheet date together with the adjustments for unrecognised actuarial gain or losses and the past service costs. The defined benefit obligation is calculated at or near the Balance Sheet date by an independent actuary using the projected unit credit method. Actuarial gains and losses comprise experience adjustment and the effects of changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

National Pension Scheme and Employee State Insurance Corporation

Contribution paid/payable to the recognised NPS and ESIC, which is a defined contribution scheme, is charged to the Statement of Profit and Loss in the period in which they occur.

(iii) Other long-term employee benefit obligations

Heritage club benefit

Heritage club benefits are recognised as liability at the present value of defined benefits obligation as at the Balance Sheet date. The defined obligation benefit is calculated at the Balance Sheet date by an independent actuary using the projected unit credit method.

2.19. Share-based payments

Employee Stock Option Scheme (ESOS)

The Employees Stock Options Scheme ("the Scheme") has been established by the Group. The Scheme provides that employees are granted an option to subscribe to equity share of the Group that vest on the satisfaction of vesting conditions. The fair value of options granted under ESOS is recognized as an employee benefits expense with a corresponding increase in equity. The total amount to be expensed is determined reference to the fair value of the options granted excluding the impact of any service conditions. Information about the valuation techniques and inputs used in determining the fair value of options disclosed in note 50.

The total expense is recognized over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the entity revises its estimates of the number of options that are expected to vest based on the service conditions. It recognizes the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to equity.

2.20. Foreign currency translation

(i) Functional and presentation currency

Items included in consolidated financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The consolidated financial statements are presented in Indian rupee (INR) in lakhs rounded off to two decimal places except when otherwise stated as permitted by Schedule III to the Companies Act, 2013, which is Group's functional and presentation currency.

(ii) Translation and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognized in profit or loss.

(iii) Translation of foreign subsidiaries.

All income and expense items are converted at the average rate of exchange applicable for the period. All assets and liabilities are translated at the closing rate as on the balance sheet date. The exchange difference arising out of the year-end translation is debited or credited to Translation Reserve of the respective subsidiary and is disclosed in Reserves and surplus.

2.21. Dividends

Provision is made for the amount of any dividend declared, being appropriately authorized and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

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2.22. Earnings per share

a) Basic earnings per share

Basic earnings per share is calculated by dividing the net profit for the period (excluding other comprehensive income) attributable to equity share holders of the Group by the weighted average number of equity shares outstanding during the financial year, adjusted for bonus element in equity shares issued during the year.

b) Diluted earnings per share

Diluted earnings per share is computed by dividing the net profit for the period (excluding other comprehensive income) attributable to equity shareholders by the weighted average number of shares outstanding during the period as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive. Further, when a subsidiary issues the potential ordinary shares that are convertible into the ordinary shares of the subsidiary, to parties other than the parent and if these potential ordinary shares of the subsidiary have a dilutive effect on the basic earnings per share of the reporting entity, they are included in the calculation of diluted earnings per share.

2.23. Borrowing Costs

Expenses related to borrowing cost are accounted using effective interest rate. Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred. The difference between the discounted amount mobilised and redemption value of commercial papers is recognised in the statement of profit and loss over the life of the instrument using the EIR.

2.24. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker of the Group.

The power to assess the financial performance and position of the Group and make strategic decisions is vested in the managing director who has been identified as the Chief Operating Decision Maker.

The primary business of the Group comprises of "Capital market", "Fund based activities", "Asset Management and Advisory" and "Home Finance". The business segments have been identified considering the nature of services, the differing risks and returns, the organization structure and the internal financial reporting system. Capital market activities includes Broking services to clients, research and advisory services, financial product distribution, depository services and investment banking. Fund based activities include investment activities (Investment in securities and property) and financing activity. Asset management and advisory includes fee based services for management of assets. Home Finance represents interest and other related income from affordable housing finance business.

2.25. Rounding of amounts

All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest lakh as per the requirements.

2.26. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the consolidated financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

2.27. Fiduciary assets

Assets held by the Company in its own name, but on the account of third parties, are not reported in the balance sheet. Commissions received from fiduciary activities are shown in fee and commission income.

3. Key accounting estimates and judgements

The preparation of consolidated financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets,

Notes to Consolidated Financial Statements

liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

- (a) **Provision and contingent liability:** On an ongoing basis, Group reviews pending cases, claims by third parties and other contingencies. Contingent losses that are considered probable, an estimated loss is recorded as an accrual in consolidated financial statements. Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the consolidated financial statements. Contingencies the likelihood of which is remote are not disclosed in the consolidated financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.
- (b) **Allowance for impairment of financial asset:** Judgements are required in assessing the recoverability of overdue loans and determining whether a provision against those loans is required. Factors considered include the aging of past dues, value of collateral and any possible actions that can be taken to mitigate the risk of non-payment.
- (c) **Recognition of deferred tax assets -** Deferred tax assets are recognised for unused tax-loss carryforwards and unused tax credits to the extent that realisation of the related tax benefit is probable. The assessment of the probability with regard to the realisation of the tax benefit involves assumptions based on the history of the entity and budgeted data for the future.
- (d) **Defined benefit plans -** The cost of defined benefit plans and the present value of the defined benefit obligations are based on actuarial valuation using the projected unit credit method. 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 at each reporting date.
- (e) **Share based payment -** The Group account for share based payment by measuring and recognizing as compensation expense the fair value of all share-based payment awards made to employees based on estimated grant date fair values. The determination of fair value involves a number of significant estimates. The Group uses the Black Scholes option pricing model to estimate the value of employee stock options which requires a number of assumptions to determine the model inputs. These include the expected volatility of Group's stock and employee exercise behavior which are based on historical data as well as expectations of future developments over the term of the option. As stock-based compensation expense is based on awards ultimately expected to vest. Management's estimate of exercise is based on historical experience but actual exercise could differ materially as a result of voluntary employee actions and involuntary actions which would result in significant change in our share based compensation expense amounts in the future.
- (f) **Property, plant and equipment and Intangible Assets -** Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation to be recorded during any reporting period. The useful lives and residual values as per schedule II of the Companies Act, 2013 or are based on the Group's historical experience with similar assets and taking into account anticipated technological changes, whichever is more appropriate.
- (g) **Leases -** The Group evaluates if an arrangement qualifies to be a lease as per IND AS 116.
 - The Group determines lease term as a non-cancellable period of a lease, together with both the period covered by an option to extend the lease if the Company is reasonably certain to exercise lessee options.
 - The determination of the incremental borrowing rate used to measure lease liabilities.
- (h) **Business Model assessment -** Classification and measurement of financial assets depends on the results of 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

Notes to Consolidated Financial Statements

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 considers the frequency, volume and timing of sales in prior years, the reason for such sales, and its expectations about future sales activity. However, information about sales activity is not considered in isolation, but as part of a holistic assessment of how company's stated objective for managing the financial assets is achieved and how cash flows are realized. Therefore, the Company considers information about past sales in the context of the reasons for those sales, and the conditions that existed at that time as compared to current conditions.

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.

- (i) De-recognition of financial instruments - In case of transfer of loans through securitisation and direct assignment transactions, the transferred loans are de-recognised and gains/losses are accounted for, only if the Company transfers substantially all risks and rewards specified in the underlying assigned loan contract. In accordance with the Ind AS 109, on de-recognition of a financial asset under assigned transactions, the difference between the carrying amount and the consideration received are recognised in the Statement of Profit and Loss.

4. Recent Accounting developments

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

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(All amounts are in INR Lakhs, unless otherwise stated)

Note 5: Cash and Cash Equivalents

Particulars	As at 31 March 2024	As at 31 March 2023
Cash on hand	403	249
Balance with banks		
In current accounts	2,70,769	1,92,217
Cheques in hand	886	85
Fixed deposit with banks (Maturity within 3 months) (Including interest accrued on fixed deposit)	2,56,509	65,080
	5,28,567	2,57,631

Note 6: Bank Balance other than Cash and Cash Equivalents

Particulars	As at 31 March 2024	As at 31 March 2023
Fixed Deposit with original maturity more than 3 months but less than 12 months*#	6,63,268	5,87,760
Fixed Deposit with original maturity more than 12 months*#	14,175	38,260
Dividend Account	1,080	-
Unpaid dividend account	41	40
	6,78,564	6,26,060

*Fixed deposits under lien with stock exchanges amounted to ₹7,06,268 lakhs (March 31, 2023 : ₹4,66,672 lakhs) and kept as collateral security towards bank guarantees issued amounted to ₹1,40,864 lakhs (March 31, 2023 : ₹1,64,252 lakhs) and kept as collateral security against credit facility amounted to ₹17,265 lakhs (March 31, 2023 : ₹22,039 lakhs). Further, Fixed deposits of ₹2,524 lakhs (Previous year: ₹2,506 lakhs) are held as cash collateral for securitisation of receivables.

#The above includes interest accrued on Fixed deposits.

Note 7: Receivables

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Trade receivables		
a) Secured, considered good *	1,23,042	44,373
b) Unsecured, considered good	70,711	60,042
c) Credit impaired	2,250	1,057
Less : Allowances for impairment losses	(4,191)	(2,563)
	1,91,812	1,02,909
(ii) Other receivables		
a) Others	8	3
	1,91,820	1,02,912

* Secured against securities given as collateral by the customers

- No trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.
- Trade receivables in case of the Group includes ₹24,995 Lakhs (Previous year ₹24,995 Lakhs) receivable from National Spot Exchange Limited on behalf of customers and the same is also shown as Trade payable to customers at ₹24,576 Lakhs (Previous year ₹24,576 Lakhs) which will become due only on receipt from National Spot Exchange Limited.

Notes to Consolidated Financial Statements

(i) : Trade receivable ageing schedule

(All amounts are in INR Lakhs, unless otherwise stated)

For the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment					Loss Allowance	Total
	Less than 6 months	6 months-1 year	1 - 2 year	2 - 3 year	More than 3 years		
(i) Undisputed Trade receivables - considered good	1,58,035	1,866	8,338	48	460	(1,930)	1,66,817
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	-	11	-	-	(11)	-
(iii) Undisputed Trade receivables - credit impaired	-	399	1,851	-	-	(2,250)	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	24,995	-	24,995
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	1,58,035	2,265	10,200	48	25,455	(4,191)	1,91,812

For the year ended 31 March 2023

Particulars	Outstanding for following periods from due date of payment					Loss Allowance	Total
	Less than 6 months	6 months-1 year	1 - 2 year	2 - 3 year	More than 3 years		
(i) Undisputed Trade receivables - considered good	72,662	1,478	4,858	3	408	(1,495)	77,914
(ii) Undisputed Trade receivables - which have significant increase in credit risk	-	11	-	-	-	(11)	-
(iii) Undisputed Trade receivables - credit impaired	-	309	748	-	-	(1,057)	-
(iv) Disputed Trade receivables - considered good	-	-	-	-	24,995	-	24,995
(v) Disputed Trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	72,662	1,798	5,606	3	25,403	(2,563)	1,02,909

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 8: Loans

Particulars	As at 31 March 2024	As at 31 March 2023
(A) Loans- At amortised cost		
Loans - Housing finance business	4,09,615	3,84,253
Loans repayable on demand	2,53,737	2,12,061
Loans to employees	963	1,093
Margin trading facility	3,49,385	1,32,927
Interest accrued	3	(0)
Total (A) Gross	10,13,703	7,30,334
Less : Impairment loss allowance	(9,067)	(8,570)
Total (A) Net	10,04,636	7,21,764
(B) Secured by tangible assets / securities	-	-
Secured by tangible assets	7,90,007	5,31,529
Unsecured	2,23,696	1,98,805
Total (B) Gross	10,13,703	7,30,334
less : Impairment loss allowance		
Secured by tangible assets / securities	(7,904)	(7,634)
Unsecured	(1,163)	(936)
Total (B) Net	10,04,636	7,21,764
(C) Loans in India		
Public sector	-	-
Others [refer note (A) above]	10,13,703	7,30,334
Total (C) Gross	10,13,703	7,30,334
Less : Impairment loss allowance	(9,067)	(8,570)
Total (C) Net	10,04,636	7,21,764
(D) Loans made to related parties		
Loan repayable on demand:		
Key managerial personnel	16	-
Other related parties	63	61
	79	61
% of total loans:		
Key managerial personnel	0%	-
Other related parties	0%	0%

Loan book and ECL Movement Notes (Gross):

1(a) Loan book movement

Particulars	As at 31 March 2024	As at 31 March 2023
Opening	7,30,334	4,99,380
Origination of new loan	27,33,242	3,43,64,560
Derecognition of loans	(2,370)	(8,403)
Repayments received during the year	(24,47,503)	(3,41,25,203)
Closing	10,13,703	7,30,334

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

1(b) Break - up of loans under various stages

Particulars	As at 31 March 2024	As at 31 March 2023
Low credit risk (Stage 1)	10,02,524	7,17,472
Significant increase in credit risk (Stage 2)	7,225	8,401
Credit impaired (Stage 3)	3,954	4,461
Closing	10,13,703	7,30,334

1(c) ECL movement

Particulars	As at 31 March 2024	As at 31 March 2023
Opening	8,570	8,928
ECL impact due to Write-offs / Sale of Loan	(2,064)	(2,356)
Addition during the year	2,561	1,998
Closing	9,067	8,570

1(d) Break - up of ECL under

Particulars	As at 31 March 2024	As at 31 March 2023
Low credit risk (Stage1)	5,982	5,142
Significant increase in credit risk (Stage2)	1,191	1,333
Credit impaired (Stage3)	1,894	2,095
Closing	9,067	8,570

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
I.	Investments At Amortised cost				
(a)	Investment in Non-Convertible Debentures				
	14% Terrapolis Assets Private Limited	-	-	29	287
	14.40% Rajapushpa Properties Private Limited	-	-	80	800
	10% Casa Grande Milestone Private Limited - Perungudi	525	525	525	525
	10% Casa Grande Milestone Private Limited - Sholinganallur	610	610	610	610
	6.80% Skyscape Developers Private Limited	-	-	100	1,000
	14.35% Ativa Real Estate Developers Private Limited	115	1,138	100	1,000
	15.25% Pelagsus Infrastructures Private Limited	-	-	41	405
	13.65% Squarespace Infra City Private Limited	50	500	50	500
	14.00% Casagrand Builder Private Limited	32	1,646	-	-
	Total (a)		4,419		5,127
(b)	Investment in Government Securities				
	7.18% New Govt. Stock 2037	45,00,000	4,550	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Total (b)		4,550		-
	Total (I)		8,969		5,127
II.	Investments at fair value through profit and loss account (FVTPL)				
(a)	Equity Instruments - Unquoted - Fully paid-up				
	Shriram New Horizons Limited	7,50,000	-	7,50,000	-
	Shubham Housing Development Finance Company Private Limited	10,23,090	3,987	1,02,309	3,652
	National Stock Exchange Limited	5,00,000	16,715	5,00,000	16,365
	Fincare Small Finance Bank Limited	11,94,369	1,954	11,94,369	1,533
	Fincare Small Finance Bank Limited	12,81,767	1,500	12,81,767	779
	MF Utilities India Private Limited	5,00,000	5	5,00,000	5
	AMC Repo Clearing Limited	99,300	10	99,300	10
	Stockation Private Limited	3,102	198	2,327	150
	Total (a)		24,369		22,494
(b)	Equity Instruments - Quoted - Fully paid-up				
	Radiant Cash Management Services	24,88,087	1,895	24,88,087	2,403
	Central Depository Services India Limited	100	0	100	0
	Gufic Biosciences Limited	33,33,000	9,416	-	-
	Other Equity instruments	23,889	106	5,452	25
	Total (b)		11,417		2,428
(c)	Preference Shares - Unquoted - Fully paid-up				
	0.01% Compulsory Convertible shares of Shubham Housing Development Finance Co. Private Limited	1,04,461	4,071	1,04,461	3,728
	0.01% Swiggy Limited	2,030	9,930	2,030	6,448
	Total (c)		14,001		10,176
(d)	Mutual Funds (Equity) - Quoted - Fully paid-up				
	MOST Shares MI00 ETF	7,58,402	389	7,36,242	234
	MOST Shares NASDAQ 100 ETF	5,61,501	393	5,61,501	275
	Motilal Oswal NASDAQ Q 50 ETF	76,620	48	76,620	41
	Most Shares M50 ETF	60,060	136	60,060	105
	Kotak Mahindra MF - Kotak Banking ETF	17,889	86	17,889	74
	Motilal Oswal 5 Year G-SEC ETF	28,48,501	1,565	1,12,501	58
	Axis Consumption ETF	41,776	43	41,776	30
	Motilal Oswal Nifty 200 Momentum 30 ETF	3,30,696	205	1,24,580	46
	Motilal Oswal S&P BSE Low Volatility ETF	47,32,100	1,655	42,56,235	1,039
	Motilal Oswal S&P BSE Healthcare ETF	22,92,317	809	22,92,301	503
	Motilal Oswal S&P BSE Quality ETF	5,29,767	928	5,70,246	657
	Motilal Oswal S&P BSE Enhanced Value ETF	14,31,712	1,305	12,95,399	618
	Nippon India Gold Bees ETF	67,500	38	67,500	34

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	SBI Nifty Next 50 ETF	44,978	105	44,978	81
	Kotak Nifty India Consumption ETF	61,564	23	61,564	16
	Motilal Oswal Nifty Realty ETF	7,05,444	636	-	-
	Motilal Oswal Nifty Smallcap 250 ETF	39,05,964	561	-	-
	Motilal Oswal Nifty 500 ETF	64,57,905	1,312	-	-
	Mutual Funds (Equity) -Unquoted - Fully paid-up				
	Motilal Oswal Flexicap	17,56,93,977	92,742	22,78,58,001	77,252
	Most Focused Midcap 30 Fund	12,02,37,709	1,07,650	12,02,16,191	66,384
	Motilal Oswal Most Focused Multicap 25 Fund	6,29,49,918	29,771	6,29,49,918	22,564
	Motilal Oswal Large Cap Fund	10,09,94,950	10,334	-	-
	Motilal Oswal Small Cap Fund - Direct Growth	5,49,97,250	5,754	-	-
	Most Focused Long term Fund	11,51,162	536	11,51,162	344
	Motilal Oswal Balanced Advantage Fund	14,57,017	308	14,92,064	237
	Motilal Oswal Nifty Midcap 150 Index Fund	2,00,000	64	2,00,000	41
	Motilal Oswal Nifty 500 Fund	4,75,146	110	4,75,146	79
	Motilal Oswal Nifty Bank Index Fund	2,72,044	47	2,72,044	40
	Motilal Oswal Nifty Smallcap 250 Index Fund	2,19,498	70	2,19,498	43
	Motilal Oswal Nifty 50 Index Fund	92,12,633	1,748	92,12,633	1,346
	Motilal Oswal Nifty Next 50 Index Fund	43,30,591	932	43,30,591	579
	Motilal Oswal S&P BSE low Volatility Index Fund	4,99,975	78	12,42,270	236
	Motilal Oswal Large And Midcap Fund	11,17,76,397	30,698	11,17,76,397	19,991
	Motilal Oswal S&P 500 Index Fund	5,00,000	101	5,00,000	76
	Motilal Oswal Multi Asset Fund	4,99,975	66	4,99,975	56
	Motilal Oswal Asset Allocation Passive Fund of Fund - Aggressive	4,99,975	76	4,99,975	58
	Motilal Oswal Asset Allocation Passive Fund of Fund - Conservative	4,99,975	69	4,99,975	57
	Motilal Oswal MSCI EAFE Top 100 Select Index Fund	-	-	4,99,975	55
	Motilal Oswal 5 Year G-SEC Fof	4,99,975	56	4,99,975	52
	Motilal Oswal Developed Market Ex US ETFs Fund of Funds - Direct Plan Growth	6,52,581	75	-	-
	Motilal Oswal Gold And Silver ETF - Fof	28,09,937	361	28,09,937	334
	Motilal Oswal Nifty 200 Momentum 30 Fof	4,99,975	77	4,99,975	45
	Motilal Oswal Nifty G-SEC May 2029 Index Fund	-	-	1,04,99,475	1,065
	Motilal Oswal S&P BSE Enhanced Value Index Fund	42,49,788	943	42,49,788	498
	Motilal Oswal S&P BSE Financials Ex Bank 30 Index	2,49,988	35	2,49,988	23

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Motilal Oswal S&P BSE Quality Index Fund - Direct	14,49,927	221	14,49,927	147
	Motilal Oswal NASDAQ 100 Fof	2,00,000	64	2,00,000	45
	HDFC liquid fund direct plan (G)	5,607	297	5,607	276
	HDFC Liquid-Dp-Growth option	1,266	60	-	-
	Mirae Asset Liquid Fund	31,793	811	-	-
	Mutual Funds (Debt) - Unquoted - Fully paid-up				
	MOST Ultra Short Term Bond Fund	-	-	8,76,376	132
	Motilal Oswal Liquid Fund	31,19,319	400	30,24,261	363
	Investment in Corporate Debt Market Development Fund	113	12	-	-
	Baroda BNP Paribas Overnight Fund	79,585	1,001	-	-
	SBI Overnight Fund Direct Growth	25,687	1,000	-	-
	HDFC Cash Management Liquid	28,164	1,001	-	-
	Motilal Oswal Most Ultra Short Term Bond Fund - Direct Plan-Growth	8,76,376	141	-	-
	TrustMF Overnight Fund	44,137	500	-	-
	SBI Savings Fund	-	-	4,49,669	169
	Bajaj Finserv Overnight Fund - Direct Plan - Growth	95,298	1,000	-	-
	PGIM India Overnight Fund - Direct Plan - Growth	40,498	500	-	-
	PGIM India Liquid Fund - Direct Plan - Growth	1,62,154	510	-	-
	Nippon India Overnight Fund	-	-	16,61,908	2,000
	Kotak Overnight Fund	-	-	1,67,278	2,000
	Sundaram Overnight Fund	78,658	1,001	1,67,907	2,000
	Mirae Asset Overnight Fund	44,752	1,141	1,74,055	2,000
	L&T Mutual Fund	-	-	1,70,530	2,000
	Mahindra Manulife MF	80,743	1,001	86,179	1,000
	Axis Overnight Fund	-	-	1,68,723	2,000
	ICICI Prudential Overnight Fund Direct	-	-	1,65,524	2,000
	Total (d)		3,03,599		2,11,398
(e)	Investment in Alternative Investment funds (Equity) - Unquoted - Fully paid-up				
	Motilal Oswal Growth Opportunities Fund Series II	96,77,616	1,502	96,77,616	1,149
	Motilal Oswal Focused Growth Opportunities Fund II (CA)	9,99,950	137	9,99,950	104
	Motilal Oswal Business Advantage Fund Series-II	73,04,775	1,590	73,04,775	952
	Motilal Oswal Business Advantage Fund - Series-II (Class X)	13,01,485	228	13,01,485	131
	Motilal Oswal Multicap Equity Fund	9,99,950	2,028	9,99,950	1,327
	Motilal Oswal Select Opportunities Fund Series II	-	-	86,26,104	1,234

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Motilal Oswal Select Opportunities Fund-Series II (Class X)	-	-	14,04,659	143
	Motilal Oswal Select Opportunities Fund – Series III	85,82,269	1,247	85,82,269	936
	Motilal Oswal Select Opportunities Fund - Series III (Class X)	9,99,950	131	9,99,950	98
	Motilal Oswal India Excellence Fund II	1,15,15,281	1,522	1,15,15,281	908
	Motilal Oswal India Excellence Fund (Class CX)	9,99,950	136	9,99,950	78
	Motilal Oswal Equity Opportunities Fund Series II	70,59,413	1,585	70,59,413	939
	Motilal Oswal Equity Opportunities Fund-Series II (Class X)	13,16,273	461	13,16,273	135
	Motilal Oswal Equity Opportunities Fund Series III	1,05,94,627	1,577	1,05,94,627	957
	Motilal Oswal Equity Opportunities Fund Series III (Class X)	9,99,950	159	9,99,950	96
	Motilal Oswal Hedged Equity Multi Factor Strategy	1,08,72,688	1,639	1,08,72,688	1,001
	Next Trillion Dollar Opportunity Strategy	99,99,500	1,309	99,99,500	932
	Motilal Oswal Equity Opportunities Fund (Class X)	14,97,185	619	14,97,185	252
	Motilal Oswal Equity Opportunities Fund	92,34,936	1,949	92,34,936	1,491
	Motilal Oswal India Excellence Fund - Mid to Mega - Series II	99,87,640	1,628	99,87,640	1,003
	Motilal Oswal India Excellence Fund - Mid to Mega - Series II (Class X)	9,99,950	160	9,99,950	98
	Motilal Oswal Vision 2030 Fund	1,03,88,747	1,496	1,03,88,747	981
	Motilal Oswal Vision 2030 Fund (Class X)	9,99,950	148	9,99,950	95
	Motilal Oswal Growth Anchors Fund	81,99,953	1,375	29,99,850	284
	Motilal Oswal India Growth Fund	82,24,132	1,313	29,99,850	289
	Motilal Oswal Growth Anchors Fund Series II	93,88,730	1,278	-	-
	Motilal Oswal Growth Anchors Fund Series II (Class X)	9,99,950	121	-	-
	Motilal Oswal Growth Anchors Fund (Class X)	9,99,950	125	-	-
	Motilal Oswal India Growth Fund (Class X)	9,99,950	111	-	-
	Motilal Oswal Growth Anchors Fund Series III (Class CX)	9,99,950	105	-	-
	Motilal Oswal Select Opportunities Fund Series IV	24,99,875	250	-	-
	Motilal Oswal Select Opportunities Fund Series IV (Class X)	9,99,950	100	-	-
	Motilal Oswal Growth Anchors Fund Series III	29,99,850	314	-	-
	Total (e)		26,343		15,613

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
(f)	Associates				
	Associates - Real estate funds- Unquoted				
	India Reality Excellence Fund II LLP	-	573	-	1,455
	Total (f)		573		1,455
(g)	Private Equity Funds - Unquoted				
	India Business Excellence Fund-I	475	1,210	475	1,180
	India Business Excellence Fund II	8,44,022	13,623	8,19,022	16,837
	India Business Excellence Fund III	28,10,851	70,733	30,25,999	61,939
	India Business Excellence Fund IV	40,07,520	31,543	40,00,666	18,764
	India Business Excellence Fund IV - G	7,500	479	7,500	216
	Contrarian Vriddhi Fund I LLP	400	513	625	291
	Real Estate Funds - Unquoted				
	Investment in India Realty Excellence Fund III	41,88,417	5,491	52,73,716	7,304
	India Realty Excellence Fund IV	81,96,144	10,685	99,53,703	10,477
	India Realty Excellence Fund V	80,03,919	4,642	80,03,919	6,154
	India Realty Excellence Fund VI	18,85,000	1,956	-	-
	Investment in Realty Excellence Trust VI GC	7,500	63	-	-
	Total (g)		1,40,938		1,23,162
(h)	Investment in Security receipts- Unquoted				
	Phoenix Trust FY 20-9	22,10,000	6,487	22,10,000	7,461
	Phoenix Trust-FY20-21	2,84,750	991	2,84,750	1,065
	Phoenix Trust-FY21-16	2,08,250	864	2,08,250	944
	Phoenix Trust-FY21-2	1,53,000	580	1,53,000	641
	Phoenix Trust-FY21-6	2,75,740	786	2,75,740	1,129
	Phoenix Trust-FY21-14	4,76,000	1,981	4,76,000	2,438
	Phoenix Trust-FY22-22	2,55,000	1,039	2,55,000	1,257
	Phoenix Trust-FY23-6	3,05,490	1,657	3,05,490	2,718
	Phoenix Trust-FY23-32	1,99,300	1,430	1,99,300	1,993
	Phoenix Trust FY24-16	1,45,200	1,452	-	-
	Total (h)		17,267		19,646
(i)	Investment in Non-Convertible Debentures				
	14.35% Ativa Real Estate Developers Private Limited	-	-	15	150
	10% Casa Grande Milestone Private Limited - Perungudi	175	175	175	175
	10% Casa Grande Milestone Private Limited - Sholinganallur	90	90	90	90
	15.25% Pelagsus Infrastructures Private Limited	-	-	4	45
	13.65% Squarespace Infra City Private Limited	98	980	185	1,850
	14.40% Rajapushpa Properties Private Limited	-	-	316	3,160

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	11.00% Avanti Finance Private Limited	388	388		
	Total (i)		1,633		5,471
	Total (ii) (a+b+c+d+e+f+g+h+i)		5,40,140		4,11,843
III.	Investment at fair value through other comprehensive income (FVOCI)				
(a)	Equity Shares				
	AU Small Finance Bank Limited	65,63,592	37,084	65,63,592	37,855
(b)	Investment through Portfolio Management Services (PMS)				
	Allcap Growth Strategy				
	AU Small Finance Bank Limited	1,487	8	1,487	9
	Axis Bank Limited	2,663	28	2,663	23
	Equitas Small Finance Bank Limited	21,589	20	21,589	14
	Federal Bank Limited	18,033	27	18,033	24
	Indusland Bank Limited	2,039	32	2,039	22
	One 97 Communications Limited	3,611	15	3,611	23
	SBI Cards And Payment Services Limited	-	-	3,008	22
	Cash & Cash Equivalents	-	19	-	2
	Emerging Business Strategy				
	Ajanta Pharma Limited	399	9	1,994	24
	Global Health Limited	6,880	91	6,880	36
	IPCA Laboratories Limited	-	-	3,687	30
	Jubilant Pharmova Limited	-	-	834	2
	Mankind Pharma Limited	3,869	89	-	-
	Sun Pharmaceuticals Limited	3,154	51	3,154	31
	Torrent Pharmaceuticals Limited	1,005	26	1,005	15
	Unichem Laboratories Limited	-	-	4,614	13
	Cash & Cash Equivalents	-	22	-	(0)
	Hockey Stick Large Cap				
	Adani Power Limited	1,007	5	-	-
	Bank of Baroda	2,050	5	-	-
	Bharat Petroleum Corporation Limited	860	5	-	-
	Canara Bank	965	6	-	-
	Cholamandalam Investment and Finance Company Limited	503	6	-	-
	Coal India Limited	1,257	5	-	-
	Eicher Motors Limited	143	6	-	-
	Hero MotoCorp Limited	120	6	-	-
	Hindustan Petroleum Corporation Limited	1,001	5	-	-
	Indian Oil Corporation Limited	2,985	5	-	-
	IndusInd Bank Limited	362	6	-	-
	Interglobe Aviation Limited	177	6	-	-
	JSW Steel Limited	663	6	-	-
	Mahindra & Mahindra Limited	295	6	-	-
	Power Finance Corporation Limited	1,320	5	-	-
	REC Limited	1,199	5	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	State Bank of India	712	5	-	-
	Tata Motors Limited	594	6	-	-
	Union Bank of India	3,796	6	-	-
	Zydus Lifesciences Limited	613	6	-	-
	Cash & Cash Equivalents	-	1	-	-
	Hockey Stick Mid Cap Strategy				
	Ajanta Pharma Limited	168	4	-	-
	Angel One Limited	116	4	-	-
	Apollo Tyres Limited	689	3	-	-
	Ashok Leyland Limited	2,071	4	-	-
	Bandhan Bank Limited	1,772	3	-	-
	Bank of India	2,515	3	-	-
	Bank of Maharashtra	5,872	4	-	-
	Bayer Cropscience Limited	59	3	-	-
	Federal Bank Limited	2,313	3	-	-
	General Insurance Corporation Limited	845	3	-	-
	Housing & Urban Development Corporation Limited	1,810	3	-	-
	ICICI Securities Limited	439	3	-	-
	Indian Bank	660	3	-	-
	Indraprastha Gas Limited	812	3	-	-
	Indus Towers Limited	1,621	5	-	-
	Jindal Stainless Limited	556	4	-	-
	Jindal Steel & Power Limited	461	4	-	-
	LIC Housing Finance Limited	554	3	-	-
	Lloyds Metals & Energy Limited	618	4	-	-
	Mangalore Refinery and Petrochemicals Limited	1,394	3	-	-
	Mazagon Dock Shipbuilders Limited	170	3	-	-
	Motherson Sumi Wiring India Limited	5,060	3	-	-
	Muthoot Finance Limited	268	4	-	-
	Narayana Hrudayalaya Limited	262	3	-	-
	National Mineral Development Corporation Limited	1,519	3	-	-
	Nippon Life India Asset Management Limited	705	3	-	-
	NLC India Limited	1,434	3	-	-
	Oracle Financial Services Software Limited	46	4	-	-
	Steel Authority of India Limited	2,726	4	-	-
	Sundaram Finance Limited	86	4	-	-
	Cash & Cash Equivalents	-	1	-	-
	Hockey Stick Multi Cap Strategy				
	Aditya Birla Sun Life Amc Limited	411	2	-	-
	Amara Raja Batteries Limited	232	2	-	-
	Bandhan Bank Limited	975	2	-	-
	Bank of Baroda	727	2	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Bank of India	1,396	2	-	-
	Brookfield (I) Real Estate Trust (REIT)	779	2	-	-
	Canara Bank	348	2	-	-
	Canfin Homes Limited	248	2	-	-
	Caplin Point Laboratories Limited	127	2	-	-
	CEAT Limited	69	2	-	-
	Chambal Fertilisers & Chemicals Limited	539	2	-	-
	Chennai Petroleum Corporation Limited	203	2	-	-
	City Union Bank Limited	1,453	2	-	-
	Craftsman Automation Limited	45	2	-	-
	Valor Estate Limited	733	1	-	-
	Electrosteel Castings Limited	1,086	2	-	-
	Engineers In India Limited	876	2	-	-
	Equitas Small Finance Bank Limited	1,871	2	-	-
	Federal Bank Limited	1,271	2	-	-
	Garden Reach Shipbuilders & Engineers Limited	240	2	-	-
	Godawari Power & Ispat Limited	252	2	-	-
	Gujarat Pipavav Port Limited	960	2	-	-
	IIFL Finance Limited	330	1	-	-
	Indian Bank	367	2	-	-
	JM Financial Limited	1,957	1	-	-
	Jai Balaji Industries Limited	189	2	-	-
	Jaiprakash Power Ventures Limited	9,663	1	-	-
	Jindal Saw Limited	370	1	-	-
	JK Tyre & Industries Limited	386	1	-	-
	Karur Vysya Bank Limited	1,085	2	-	-
	LIC Housing Finance Limited	309	2	-	-
	Mahanagar Gas Limited	131	2	-	-
	Maharashtra Seamless Limited	203	2	-	-
	Manappuram General Finance & Leasing Limited	1,078	1	-	-
	Natco Pharma Limited	189	2	-	-
	Neuland Laboratories Limited	28	2	-	-
	NLC India Limited	778	2	-	-
	Nuvoco Vistas Corporation Limited	574	2	-	-
	PNC Infratech Limited	481	2	-	-
	Praj Industries Limited	387	2	-	-
	Rattanindia Enterprises Limited	2,368	2	-	-
	Route Mobile Limited	122	2	-	-
	Steel Authority of India Limited	1,520	2	-	-
	Tanla Platforms Limited	198	2	-	-
	Union Bank of India	1,406	2	-	-
	Usha Martin Limited	631	2	-	-
	UTI Asset Management Co Limited	217	2	-	-
	Vardhman Textiles Limited	447	2	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Welspun Corp Limited	365	2	-	-
	Zensar Technologies Limited	376	2	-	-
	Cash & Cash Equivalents	-	1	-	-
	Hockey Stick Small Cap Strategy				
	Aditya Birla Sun Life Amc Limited	413	2	-	-
	Akzo Nobel India Limited	72	2	-	-
	Amara Raja Batteries Limited	241	2	-	-
	Brookfield (I) Real Estate Trust (REIT)	810	2	-	-
	Canfin Homes Limited	259	2	-	-
	Caplin Point Laboratories Limited	132	2	-	-
	Castrol India	1,007	2	-	-
	Ceat Limited	71	2	-	-
	Chambal Fertilisers & Chemicals Limited	555	2	-	-
	Chennai Petroleum Corporation Limited	217	2	-	-
	City Union Bank Limited	1,523	2	-	-
	Craftsman Automation Limited	47	2	-	-
	Creditaccess Grameen Limited	139	2	-	-
	Valor Estate Limited	771	1	-	-
	Elecon Engineering Company Limited	203	2	-	-
	Electrosteel Castings Limited	1,157	2	-	-
	Engineers In India Limited	923	2	-	-
	Equitas Small Finance Bank Limited	1,977	2	-	-
	Garden Reach Shipbuilders & Engineers Limited	252	2	-	-
	Godawari Power & Ispat Limited	264	2	-	-
	Gujarat Pipavav Port Limited	1,023	2	-	-
	IIFL Finance Limited	339	1	-	-
	JM Financial Limited	1,986	1	-	-
	Jai Balaji Industries Limited	189	2	-	-
	Jaiprakash Power Ventures Limited	10,254	1	-	-
	Jindal Saw Limited	391	1	-	-
	JK Tyre & Industries Limited	401	2	-	-
	Jubilant Pharmova Limited	348	2	-	-
	Karur Vysya Bank Limited	1,121	2	-	-
	Mahanagar Gas Limited	135	2	-	-
	Maharashtra Seamless Limited	210	2	-	-
	Manappuram General Finance & Leasing Limited	1,137	2	-	-
	Natco Pharma Limited	198	2	-	-
	Neuland Laboratories Limited	28	2	-	-
	Nexus Select Trust (REIT)	1,598	2	-	-
	Nuvoco Vistas Corporation Limited	591	2	-	-
	PCBL Limited	669	2	-	-
	PNB Housing Finance Limited	279	2	-	-
	PNC Infratech Limited	494	2	-	-
	Praj Industries Limited	406	2	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Rattanindia Enterprises Limited	2,494	2	-	-
	Route Mobile Limited	127	2	-	-
	Shyam Metalics & Energy Limited	316	2	-	-
	Tanla Platforms Limited	205	2	-	-
	Usha Martin Limited	664	2	-	-
	UTI Asset Management Co Limited	219	2	-	-
	Vardhman Textiles Limited	465	2	-	-
	Welspun Corp Limited	384	2	-	-
	Welspun Living Limited	1,321	2	-	-
	Zensar Technologies Limited	387	2	-	-
	Cash & Cash Equivalents	-	1	-	-
	India Growth Strategy				
	Angel One Limited	131	4	-	-
	Bharat Electronics Limited	1,648	3	-	-
	Bharat Heavy Electricals Limited	2,175	5	-	-
	BSE Limited	196	5	-	-
	CG Power And Industrial Solutions Limited	344	2	-	-
	Coal India Limited	822	4	-	-
	Hero MotoCorp Limited	74	3	-	-
	Hindustan Aeronautics Limited	71	2	-	-
	Hi-Tech Pipes Limited	2,446	3	-	-
	IDFC First Bank Limited	6,088	5	-	-
	Indusind Bank Limited	276	4	-	-
	Inox Wind Limited	677	4	-	-
	Kalyan Jewellers India Limited	1,337	6	-	-
	Kirloskar Oil Engines Limited	574	5	-	-
	Larsen & Toubro Limited	112	4	-	-
	One 97 Communications Limited	1,381	6	-	-
	PG Electroplast Limited	222	4	-	-
	Phoenix Mills Limited	133	4	-	-
	Piramal Enterprises Limited	316	3	-	-
	Power Mech Projects Limited	71	4	-	-
	Prestige Estates Projects Limited	419	5	-	-
	Pricol Limited	1,171	5	-	-
	Religare Enterprises Limited	3,755	7	-	-
	State Bank of India	450	3	-	-
	Suzlon Energy Limited	4,526	2	-	-
	Voltas Limited	255	3	-	-
	Welspun Corp Limited	664	3	-	-
	Yatharth Hospital Trauma Care Services Limited	559	2	-	-
	Cash & Cash Equivalents	-	9	-	-
	Mid and Smallcap Oppurtunities Strategy				
	ITC Limited	4,302	18	-	-
	La Opala RG Limited	2,804	8	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Metro Brands Limited	1,895	22	-	-
	Safari Industries (India) Limited	938	16	-	-
	Titan Company Limited	692	26	-	-
	Trent Limited	924	36	-	-
	Vedant Fashions Limited	1,101	10	-	-
	Zomato Limited	24,135	44	-	-
	Cash & Cash Equivalents	-	12	-	125
	Motilal Oswal 25 for 25 Fund Strategy				
	Ajanta Pharma Limited	69	2	69	1
	Alembic Pharmaceuticals Limited	47	0	97	0
	Astral Limited	66	1	66	1
	AU Small Finance Bank Limited	178	1	178	1
	Bajaj Finance Limited	16	1	16	1
	Bata India Limited	60	1	60	1
	Bayer Cropscience Limited	17	1	17	1
	Coromandel International Limited	107	1	107	1
	Dixon Technologies (India) Limited	21	2	21	1
	Dr Lal Pathlabs Limited	30	1	30	1
	HDFC Asset Management Company Limited	33	1	33	1
	HDFC Bank Limited	64	1	64	1
	HDFC Life Insurance Company Limited	140	1	140	1
	Honeywell Automation India Limited	2	1	2	1
	ICICI Lombard General Insurance Company Limited	61	1	61	1
	ICICI Securities Limited	151	1	151	1
	Indiamart Intermesh Limited	14	0	14	1
	Max Financial Services Limited	89	1	89	1
	Mphasis Limited	46	1	46	1
	Muthoot Finance Limited	65	1	65	1
	Page Industries Limited	3	1	3	1
	Procter Gamble Health Limited	17	1	17	1
	Syngene International Limited	164	1	164	1
	Varun Beverages Limited	396	6	198	3
	Whirlpool of India Limited	43	1	43	1
	Cash & Cash Equivalents	-	(0)	-	(0)
	Motilal Oswal Founders Portfolio				
	Amber Enterprises India Limited	31,497	1,152	-	-
	Angel One Limited	46,733	1,423	-	-
	Apar Industries Limited	20,287	1,416	-	-
	Archean Chemical Industries	1,89,361	1,267	-	-
	CG Power And Industrial Solutions Limited	1,80,583	977	-	-
	Dixon Technologies (India) Limited	7,860	588	-	-
	Emudhra Limited	1,93,978	1,468	-	-
	Global Health Limited	97,186	1,284	-	-
	Gujarat Flurochemicals Limited	25,338	785	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	IDFC First Bank Limited	11,20,536	845	-	-
	IDFC Limited	1,06,971	118	-	-
	Indusind Bank Limited	82,340	1,279	-	-
	Inox Wind Limited	2,40,637	1,255	-	-
	Jio Financial Services Limited	2,77,437	981	-	-
	Kalyan Jewellers India Limited	4,29,141	1,836	-	-
	Kaynes Technology India Limited	43,099	1,238	-	-
	Phoenix Mills Limited	44,852	1,248	-	-
	Piramal Enterprises Limited	94,972	807	-	-
	Prestige Estates Projects Limited	1,46,139	1,710	-	-
	Suzlon Energy Limited	40,34,894	1,633	-	-
	Trent Limited	30,200	1,192	-	-
	Tube Investment of India Limited	19,054	712	-	-
	Welspun Corp Limited	1,97,921	1,020	-	-
	Zomato Limited	12,38,259	2,255	-	-
	Cash & Cash Equivalents	-	533	-	-
	Motilal Oswal Large Cap Growth Strategy				
	Action Construction Equipment Limited	-	-	846	3
	Adani Ports & Special Economic Zone Limited	-	-	60	0
	APL Apollo Tubes Limited	-	-	360	4
	Asahi India Glass Limited	-	-	540	2
	AU Small Finance Bank Limited	-	-	580	3
	Automotive Axles Limited	-	-	132	3
	Avanti Feeds Limited	-	-	660	2
	Axis Bank Limited	-	-	240	2
	Bajaj Finance Limited	-	-	70	4
	Bharti Airtel Limited	-	-	230	2
	Century Plyboards (India) Limited	-	-	560	3
	Craftsman Automation Limited	-	-	120	4
	Dr. Reddy's Laboratories Limited	-	-	10	0
	Eicher Motors Limited	-	-	110	3
	Greenlam Industries Limited	-	-	840	3
	Greenpanel Industries Limited	-	-	630	2
	HCL Technologies Limited	-	-	180	2
	HDFC Bank Limited	-	-	640	10
	Hindustan Unilever Limited	-	-	80	2
	ICICI Bank Limited	-	-	620	5
	ICICI Lombard General Insurance Company Limited	-	-	260	3
	Indusind Bank Limited	-	-	60	1
	Infosys Technologies Limited	-	-	360	5
	JK Paper Limited	-	-	990	4
	Larsen & Toubro Limited	-	-	110	2
	Maharashtra Seamless Limited	-	-	880	3
	Maruti Suzuki India Limited	-	-	10	1

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Oberoi Realty Limited	-	-	360	3
	Praj Industries Limited	-	-	790	3
	Ratnamani Metals & Tubes Limited	-	-	170	3
	State Bank of India	-	-	350	2
	Sun Pharmaceuticals Limited	-	-	100	1
	Symphony Limited	-	-	350	4
	Tata Consultancy Services Limited	-	-	110	4
	Tata Motors Limited	-	-	160	1
	Tata Steel Limited	-	-	700	1
	TCPL Packaging Limited	-	-	248	3
	Ultratech Cement Limited	-	-	10	1
	Cash & Cash Equivalents	-	-	-	2
	Motilal Oswal Large Cap Momentum Strategy				
	Bajaj Auto Limited	107	10	-	-
	Cipla Limited	574	9	-	-
	Dr. Reddy's Laboratories Limited	123	8	-	-
	Indian Railway Finance Corporation Limited	5,659	8	-	-
	Nestle India Limited	234	6	-	-
	NTPC Limited	2,318	8	-	-
	Power Finance Corporation Limited	1,820	7	-	-
	R*Shares Liquid Bees - N	20	0	-	-
	REC Limited	1,691	8	-	-
	Torrent Pharmaceuticals Limited	313	8	-	-
	Trent Limited	239	9	-	-
	Cash & Cash Equivalents	-	40	-	-
	Motilal Oswal Midcap Multifactor Equity Strategy				
	AIA Engineering Limited	-	-	251	7
	Abbott India Limited	-	-	27	6
	Ajanta Pharma Limited	309	7	-	-
	Alkem Laboratories Limited	137	7	-	-
	Aurobindo Pharma Limited	173	2	-	-
	Bank of Maharashtra	3,624	2	-	-
	Bayer Cropsience Limited	-	-	121	5
	Blue Dart Express Limited	-	-	68	4
	BSE Limited	75	2	-	-
	Colgate Palmolive (India) Limited	-	-	395	6
	Coromandel International Limited	-	-	621	5
	Cummins India Limited	-	-	510	8
	Exide Industries Limited	2,621	8	-	-
	Fine Organic Industries Limited	-	-	94	4
	Hindustan Petroleum Corporation Limited	414	2	-	-
	Indraprastha Gas Limited	-	-	1,396	6
	IPCA Laboratories Limited	445	6	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Kalyan Jewellers India Limited	508	2	-	-
	L&T Finance Holdings Limited	1,199	2	-	-
	MRF Limited	4	5	8	7
	Metro Brands Limited	-	-	671	5
	Muthoot Finance Limited	638	9	-	-
	National Mineral Development Corporation Limited	3,925	8	-	-
	NLC India Limited	661	2	-	-
	Oil India Limited	1,718	10	-	-
	Oracle Financial Services Software Limited	93	8	-	-
	Petronet Lng Limited	-	-	2,709	6
	Pfizer Limited	-	-	133	5
	Prestige Estates Projects Limited	140	2	-	-
	SJVN Limited	1,672	2	-	-
	Solar Industries India Limited	-	-	156	6
	Sun TV Limited	-	-	1,169	5
	Sundaram Finance Limited	197	8	-	-
	Torrent Power	176	2	-	-
	Cash & Cash Equivalents	-	69	-	0
	Motilal Oswal Multiasset Momentum Strategy				
	ICICI Prudential Gold ETF	-	-	48,369	25
	Motilal Oswal 5 Yr G Sec ETF	-	-	49,244	25
	Motilal Oswal Nasdaq 100 ETF	-	-	24,441	26
	R*Shares Liquid Bees - N	-	-	19	0
	Cash & Cash Equivalents	-	-	-	25
	Motilal Oswal Multifactor Equity Strategy				
	AIA Engineering Limited	-	-	254	7
	Abbott India Limited	-	-	27	6
	Ajanta Pharma Limited	278	6	-	-
	Alkem Laboratories Limited	135	7	-	-
	Aurobindo Pharma Limited	197	2	-	-
	Bayer Cropscience Limited	-	-	110	4
	Britannia Industries Limited	-	-	162	7
	Colgate Palmolive (India) Limited	-	-	327	5
	Coromandel International Limited	-	-	641	6
	Cummins India Limited	-	-	424	7
	Dr. Reddy's Laboratories Limited	98	6	-	-
	Gillette India Limited	-	-	67	3
	Godrej Consumer Products Limited	-	-	419	4
	Godrej Indus Industries Limited	265	2	-	-
	Gujarat State Petronet Limited	-	-	2,122	6
	HDFC Asset Management Company Limited	-	-	264	5
	Hero Motocorp Limited	151	7	200	5

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Housing & Urban Development Corporation Limited	1,966	4	-	-
	Indraprastha Gas Limited	-	-	1,377	6
	Kajaria Ceramics Limited	-	-	591	6
	Kalyan Jewellers India Limited	597	3	-	-
	MRF Limited	5	7	-	-
	Marico Limited	-	-	1,116	5
	Metro Brands Limited	-	-	661	5
	Muthoot Finance Limited	414	6	-	-
	Narayana Hrudayalaya Limited	505	6	-	-
	National Mineral Development Corporation Limited	-	-	2,562	3
	NLC India Limited	819	2	-	-
	NMDC Steel Limited	-	-	2,562	1
	Oil India Limited	1,735	10	-	-
	Oracle Financial Services Software Limited	80	7	-	-
	Petronet Lng Limited	-	-	2,672	6
	Power Finance Corporation Limited	2,137	8	-	-
	Prestige Estates Projects Limited	173	2	-	-
	Procter & Gamble Hygiene And Healthcare	-	-	41	5
	REC Limited	2,005	9	-	-
	SJVN Limited	2,225	3	-	-
	Sun Tv Limited	977	6	967	4
	Zydus Lifesciences Limited	709	7	-	-
	Cash & Cash Equivalents	-	74	-	(0)
	Motilal Oswal Small Cap Multifactor Strategy				
	Aditya Birla Sun Life Amc Limited	-	-	892	3
	Affle (India) Limited	-	-	381	4
	Ajanta Pharma Limited	-	-	280	3
	Akzo Nobel India Limited	202	5	161	4
	Alembic Pharmaceuticals Limited	692	7	-	-
	Amara Raja Batteries Limited	710	5	710	4
	Bharat Dynamics Limited	-	-	496	5
	Birlasoft Limited	808	6	-	-
	BLS International Services Limited	-	-	2,347	4
	Blue Star Limited	-	-	373	5
	Bombay Burmah Trading Corporation Limited	-	-	384	3
	Caplin Point Laboratories Limited	475	6	475	3
	Castrol India	3,760	7	3,027	3
	Cochin Shipyard Limited	-	-	721	3
	Eclerx Services Limited	226	5	-	-
	Emami Limited	1,010	4	-	-
	Equitas Small Finance Bank Limited	5,892	6	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Eris Lifesciences Limited	639	5	492	3
	Finolex Cables Limited	-	-	780	6
	Finolex Industries Limited	-	-	2,164	4
	Godfrey Phillips India Limited	-	-	194	4
	Godrej Agrovet Limited	-	-	653	3
	Granules India Limited	1,497	7	-	-
	Gujarat State Petronet Limited	-	-	1,502	4
	Jyothy Laboratories Limited	-	-	1,894	4
	Krishna Institute of Medical Sciences Limited	296	6	271	4
	Mahanagar Gas Limited	477	7	477	5
	Natco Pharma Limited	621	6	-	-
	Rites Limited	1,017	7	1,017	4
	Sanofi India Limited	63	5	-	-
	Security & Intelligence Services (India) Limited	-	-	839	3
	Shyam Metalics & Energy Limited	-	-	1,249	3
	SJVN Limited	-	-	12,406	4
	Sonata Software Limited	-	-	708	6
	Supreme Petrochem Limited	1,070	7	914	3
	Symphony Limited	-	-	405	4
	V-Guard Industries Limited	-	-	1,471	4
	VRL Logistics Limited	-	-	685	4
	Cash & Cash Equivalents	-	80	-	1
	Multicap Oppurtunities Strategy				
	Amber Enterprises India Limited	639	23	-	-
	Bharat Electronics Limited	13,679	28	33,346	33
	CG Power And Industrial Solutions Limited	-	-	10,811	32
	Chalet Hotels Limited	875	8	4,685	17
	DCX Systems Limited	-	-	5,670	8
	Ganesh Polytex Limited	804	8	-	-
	Hindustan Aeronautics Limited	344	11	-	-
	Hi-Tech Pipes Limited	15,286	21	-	-
	Mtar Technologies Limited	-	-	1,077	17
	Polycab India Limited	432	22	-	-
	Suzlon Energy Limited	52,835	21	-	-
	Voltas Limited	2,050	23	-	-
	Welspun Corp Limited	3,148	16	-	-
	Cash & Cash Equivalents	-	39	-	26
	Next Trillion Dollar Opportunity Strategy				
	AEGIS Logistics Limited	-	-	1,78,350	676
	Alkem Laboratories Limited	-	-	12,431	422
	Angel One Limited	34,610	1,054	-	-
	APL Apollo Tubes Limited	47,938	717	-	-
	Bayer Cropscience Limited	-	-	7,117	290

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Bharat Electronics Limited	6,07,984	1,225	-	-
	Bharat Forge Limited	-	-	73,901	569
	Bharat Heavy Electricals Limited	6,84,430	1,693	-	-
	Birla Corporation Limited	-	-	31,370	279
	Birlasoft Limited	1,47,087	1,091	-	-
	Bosch Limited	-	-	3,693	715
	BSE Limited	70,705	1,779	-	-
	CG Power And Industrial Solutions Limited	1,82,715	988	-	-
	Clean Science And Technology Limited	-	-	31,809	403
	Container Corporation of India Limited	-	-	90,138	523
	Cummins India Limited	-	-	12,179	198
	Deepak Nitrite Limited	51,218	1,089	-	-
	Eicher Motors Limited	-	-	36,920	1,089
	Emami Limited	-	-	1,20,358	432
	Gland Pharma Limited	-	-	54,358	689
	Global Health Limited	1,15,655	1,528	-	-
	Hero Motocorp Limited	23,484	1,109	-	-
	Honasa Consumer Limited	1,35,907	547	-	-
	Housing Development Finance Corporation Limited	-	-	19,363	508
	ICICI Bank Limited	-	-	2,37,056	2,080
	IDFC First Bank Limited	14,13,125	1,065	-	-
	Indian Hotels Company Limited	1,92,238	1,136	-	-
	Indusind Bank Limited	86,296	1,340	-	-
	Inox Wind Limited	2,16,594	1,130	-	-
	IPCA Laboratories Limited	-	-	91,568	742
	ITC Limited	-	-	3,09,861	1,188
	JSW Energy Limited	3,35,021	1,772	-	-
	Kalyan Jewellers India Limited	2,43,974	1,044	-	-
	Kotak Mahindra Bank Limited	-	-	1,44,434	2,503
	L&T Technology Services Limited	19,175	1,051	46,028	1,555
	Larsen & Toubro Limited	31,677	1,192	31,677	686
	Ltimindtree Limited	-	-	10,096	481
	Mahindra & Mahindra Financial Services Limited	2,75,816	769	-	-
	Maruti Suzuki India Limited	-	-	3,864	320
	Max Financial Service Limited	-	-	1,48,657	944
	One 97 Communications Limited	3,08,097	1,241	-	-
	Page Industries Limited	-	-	3,284	1,245
	Piramal Enterprises Limited	1,55,170	1,318	-	-
	Prestige Estates Projects Limited	91,293	1,068	-	-
	Religare Enterprise Limited	2,84,202	595	1,02,727	149
	State Bank of India	1,54,967	1,166	2,40,999	1,262
	Suzlon Energy Limited	15,86,198	642	-	-
	Tata Consultancy Services Limited	-	-	13,286	426
	Tech Mahindra Limited	69,997	874	47,570	524

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 9 : Investments

Sr. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		(Units)	(Amount)	(Units)	(Amount)
	Tech Mahindra Limited	-	-	34,954	385
	Vedant Fashion Limited	-	-	43,147	492
	Voltas Limited	-	-	68,147	558
	Zomato Limited	12,35,172	2,249	8,01,808	409
	Cash & Cash Equivalents.	-	324	-	40
	Total (III)		1,00,956		61,726
	Total (I+II+III)		6,50,065		4,78,696
	(i) Investment outside India		542		216
	(ii) Investment in India		6,49,523		4,78,480
	Total		6,50,065		4,78,696

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 10: Other Financial Assets

Particulars	As at 31 March 2024	As at 31 March 2023
Rent, electricity, and other deposits	2,496	2,568
Deposits with exchange and other receivables	32,240	24,911
Cross Currency Swap (Derivative ECB tranche)	726	668
Earning Interest strip	389	482
Receivable from exchanges	452	539
	36,303	29,168

Note 11 : Current tax assets (net)

Particulars	As at 31 March 2024	As at 31 March 2023
Advance tax and tax deducted at source (net of provisions)	2,768	3,487
	2,768	3,487

Note 12 : Deferred tax assets (net)

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred tax assets (net) (also refer note 39)	5,826	6,067
	5,826	6,067

Note 13 – Property, plant and equipment

Particulars	Gross block				Depreciation/amortization				Net block	
	Balance as at 01 April 2023	Additions	Disposals	Balance as at 31 March 2024	Balance as at 01 April 2023	During the year	Disposals	Balance as at 31 March 2024	Balance as at 31 March 2024	Balance as at 31 March 2023
(a) Property, plant and equipment										
Computer	2,043	136	645	1,534	1,576	243	613	1,206	328	467
Furniture and fixtures	3,280	71	30	3,321	2,463	131	28	2,566	755	817
Office equipments	5,243	385	395	5,233	4,539	310	373	4,476	757	704
Mobile phone	1	-	-	1	1	-	-	1	-	-
Building	35,362	3,668	1	39,029	9,951	1,383	-	11,334	27,695	25,411
Plant and machinery	13,661	4,726	1,754	16,633	9,138	1,923	1,666	9,395	7,238	4,523
Electrical equipment	219	-	-	219	209	2	-	211	8	10
Lease hold improvement	1,623	97	-	1,720	1,416	81	-	1,497	223	207
Land	4,873	4,011	-	8,884	-	-	-	-	8,884	4,873
Vehicles	1,993	492	45	2,440	1,097	185	37	1,245	1,195	896
Right to use	9,816	8,513	865	17,464	5,073	2,538	-	7,611	9,853	4,743
Total (a)	78,114	22,099	3,735	96,478	35,463	6,796	2,717	39,542	56,936	42,651
(b) Other Intangible assets										
BSE/MCX cards	648	-	-	648	648	-	-	648	-	-
PMS licence	1	-	-	1	1	-	-	1	-	-
Customer rights	1,152	-	-	1,152	975	81	-	1,056	96	177
Licences	19	-	-	19	19	-	-	19	-	-
Software	11,182	921	-	12,103	7,429	1,381	-	8,810	3,293	3,753
Goodwill	90	-	-	90	90	-	-	90	-	-
Total (b)	13,092	921	-	14,013	9,162	1,462	-	10,624	3,389	3,930
Total (a+b)	91,206	23,020	3,735	1,10,491	44,625	8,258	2,717	50,166	60,325	46,581

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 13 – Property, plant and equipment *Contd.*

Particulars	Gross block				Depreciation/amortization			Net block		
	Balance as at 01 April 2022	Additions	Disposals	Balance as at 31 March 2023	Balance as at 01 April 2022	During the year	Disposals	Balance as at 31 March 2023	Balance as at 31 March 2023	Balance as at 31 March 2022
(a) Property, plant and equipment										
Computer	1,729	314	-	2,043	1,343	233	-	1,576	467	386
Furniture and fixtures	3,216	64	-	3,280	2,333	130	-	2,463	817	883
Office equipments	4,904	339	-	5,243	4,233	306	-	4,539	704	671
Mobile phone	1	-	-	1	1	-	-	1	-	-
Building	30,329	5,033	-	35,362	8,850	1,101	-	9,951	25,411	21,479
Plant and machinery	11,117	2,544	-	13,661	7,789	1,349	-	9,138	4,523	3,328
Electrical equipment	219	-	-	219	207	2	-	209	10	12
Lease hold improvement	1,581	42	-	1,623	1,299	117	-	1,416	207	282
Land	2,667	2,206	-	4,873	-	-	-	-	4,873	2,667
Vehicles	1,596	397	-	1,993	965	132	-	1,097	896	631
Right to use	5,989	3,827	-	9,816	3,961	1,112	-	5,073	4,743	2,028
Total (a)	63,348	14,766	-	78,114	30,981	4,482	-	35,463	42,651	32,367
(b) Other Intangible assets										
BSE/MCX cards	648	-	-	648	648	-	-	648	-	-
PMS licence	1	-	-	1	1	-	-	1	-	-
Customer rights	1,152	-	-	1,152	896	79	-	975	177	256
Licences	19	-	-	19	19	-	-	19	-	-
Software	9,195	1,987	-	11,182	6,152	1,277	-	7,429	3,753	3,043
Goodwill	90	-	-	90	90	-	-	90	-	-
Total (b)	11,105	1,987	-	13,092	7,806	1,356	-	9,162	3,930	3,299
Total (a+b)	74,453	16,753	-	91,206	38,787	5,838	-	44,625	46,581	35,666

Note: There has been no change of amount due to revaluation to Property, plant and equipment and other intangible assets during the year ended 31 March 2024 and 31 March 2023. There has been acquisition of a subsidiary during the previous year as a result of which PPE of the same has been consolidated above in year ended March 2023.

Note 14: Other Non – Financial Assets

Particulars	As at 31 March 2024	As at 31 March 2023
Prepaid expenses	16,289	19,088
Advances and other non-financial assets	3,012	3,653
Indirect tax credit receivable	2,702	3,580
Other Advances	46	92
Capital advances	1,998	2,215
	24,047	28,628

Note 15: Payables

Particulars	As at 31 March 2024	As at 31 March 2023
Trade payables#		
total outstanding dues of Micro & small enterprises*	2,697	2,276
total outstanding dues of creditors other than Micro small & medium enterprises	5,53,675	3,47,949
	5,56,372	3,50,225

#Trade payables includes balances due to parties other than clients which are highly insignificant in terms of value.

*Due to Micro and Small Enterprises

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 15: Payables *Contd.*

The Micro and Small Enterprises have been identified on the basis of the information provided by the vendors to the Company.

Particulars	As at 31 March 2024	As at 31 March 2023
The principal amount remaining unpaid at the year end*	2,697	2,276
The Interest amount remaining unpaid at the year end	-	-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the year (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
The amount of interest accrued and remaining unpaid at the year end	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23	-	-
The balance of MSMED parties as at the year end	2,697	2,276

*Trade payable to MSME comprise of amount not due to the vendor being provisional expenses where actual invoice is not received / not approved by the company and also consist portion of Goods and Service Tax (GST) on invoices which is not reflecting on the GST portal.

Note 15 (i) : Trade Payables ageing schedule

For the year ended 31 March 2024

Particulars	Outstanding for following periods from the date of transactions				Total
	Less than 1 year	1-2 year	2 - 3 year	More than 3 years	
(i) MSME	2,694	2	0	1	2,697
(ii) Others	5,28,548	481	40	31	5,29,100
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - others	-	-	-	24,575	24,575
Total	5,31,242	483	40	24,607	5,56,372

For the year ended 31 March 2023

Particulars	Outstanding for following periods from the date of transactions				Total
	Less than 1 year	1-2 year	2 - 3 year	More than 3 years	
(i) MSME	2,275	0	1	0	2,276
(ii) Others	3,22,741	248	55	329	3,23,373
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - others	-	-	-	24,576	24,576
Total	3,25,016	248	56	24,905	3,50,225

Note 16 : Debt securities

Particulars	As at 31 March 2024	As at 31 March 2023
At Amortised cost		
Secured		
Secured redeemable non-convertible debentures	2,14,470	1,46,924

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 16 : Debt securities *Contd.*

Particulars	As at 31 March 2024	As at 31 March 2023
Unsecured		
Unsecured redeemable non-convertible debentures	21,399	31,366
Commercial paper	6,15,183	5,18,222
	8,51,052	6,96,512
Debt Securities in India	8,51,052	6,96,512
Debt Securities Outside India	-	-
	8,51,052	6,96,512

Note – Refer note 47 for the details of security provided against the debt facility availed by the Group

As at 31 March 2024

NCD Series	Units	Amount	Security provided	Charge %	Rate of Interest p.a	Maturity date
SERIES N-1 /F.Y.23 /F.Y.25	9,000	93,421	Pari Passu on all present & future receivables (Margin Funding Book, cash & cash equivalents, loans, Other Receivables etc)	1.1 times of the amount outstanding including interest	9.25%	01-Nov-24
SERIES M-2 /F.Y.22 /F.Y.25	987	10,932	Pari Passu on all present & future receivables arising from security receipts & or Receivables of the Company	1 time of the amount outstanding including interest	8.50%	20-Dec-24
SERIES M-2 /F.Y.22 /F.Y.25	373	4,139	Pari Passu on All present & future receivables arising from security receipts & or Receivables of the Company	1 time of the amount outstanding including interest	8.50%	20-Dec-24
SERIES M-1 /F.Y.21 /F.Y.24	140	1,606	Pari Passu on all present & future margin funding receivables	1 time of the amount outstanding including interest	8.00%	03-Feb-25
SERIES M-1 /F.Y.21 /F.Y.24	321	3,682	Pari Passu on all present & future margin funding receivables	1 time of the amount outstanding including interest	8.00%	03-Feb-25
SERIES M-2/ F.Y.23/ F.Y.25	284	2,840	Pari - passu charge on all present and future Margin trading facility receivables	1 time of the amount outstanding including interest	7.50%	07-Feb-25
SERIES N-1 /F.Y.24 / F.Y.26	81,000	85,259	Pari Passu on all present & future receivables (Margin Funding Book, cash & cash equivalents, loans, Other Receivables etc)	1.1 times of the amount outstanding including interest	9.50%	12-Sep-25

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 16 : Debt securities *Contd.*

As at 31 March 2024

NCD Series	Units	Amount	Security provided	Charge %	Rate of Interest p.a	Maturity date
SERIES N-1 /F.Y.24 / F.Y.27	1,170	1,232	Pari Passu on all present & future receivables (Margin Funding Book, cash & cash equivalents, loans, Other Receivables etc)	1.1 times of the amount outstanding including interest	8.80%	24-Aug-26
SERIES N-1 /F.Y.24 / F.Y.34	6,000	6,300	Pari Passu on all present & future receivables (Margin Funding Book, cash & cash equivalents, loans, Other Receivables etc)	1.1 times of the amount outstanding including interest	9.30%	16-Sep-33
SERIES N-1 /F.Y.24 / F.Y.35	5,000	5,059	Pari Passu on all present & future receivables of the Company	1.05 times of the amount outstanding including interest	9.20%	14-Feb-34
Grand Total	1,04,275	2,14,470				

As at 31 March 2023

NCD Series	Units	Amount	Security provided	Charge %	Rate of Interest p.a	Maturity date
SERIES M-1 /F.Y.21 /F.Y.24	10	122	Pari Passu on All present & future margin funding receivables	1 time of the amount outstanding including interest	8.25%	18-Apr-23
SERIES A-9 / F.Y.21/ F.Y.23 INE658R07406	750	7,500	Exclusive charge over specific receivables	1.25 times of the amount outstanding	9.45%	21-Apr-23
SERIES A (2016-17)/07 INE658R07125	997	9,970	Exclusive charge over specific receivables	1.25 times of the amount outstanding	9.85%	15-May-23
SERIES A-6 / F.Y.21/ F.Y.23 INE658R07372	250	2,500	Exclusive charge over specific receivables	1.1 times of the amount outstanding	9.79%	22-Jun-23
SERIES A-7 / F.Y.21/ F.Y.23 INE658R07380	500	5,000	Exclusive charge over specific receivables	1.2 times of the amount outstanding	9.50%	23-Jun-23
SERIES A-8 / F.Y.21/ F.Y.23 INE658R07398	500	5,000	Exclusive charge over specific receivables	1.1 times of the amount outstanding	9.60%	29-Jun-23
SERIES M-1 /F.Y.22 /F.Y.24	30	360	Pari Passu on All present & future margin funding receivables	1 time of the amount outstanding including interest	8.00%	20-Jul-23
SERIES M-1 /F.Y.22 /F.Y.24	158	1,580	Pari - passu charge on all present and future Margin trading facility receivables	1 time of the amount outstanding including interest	7.25%	14-Mar-24

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 16 : Debt securities *Contd.*

As at 31 March 2023

NCD Series	Units	Amount	Security provided	Charge %	Rate of Interest p.a	Maturity date
SERIES N-1 /F.Y.23 /F.Y.25	9,000	93,398	Pari Passu on all present & future receivables (Margin Funding Book, cash & cash equivalents, loans , Other Receivables etc)	1.1 times of the amount outstanding including interest	9.25%	01-Nov-24
SERIES M-2 /F.Y.22 /F.Y.25	987	10,080	Pari Passu on All present & future receivables arising from security receipts & or Receivables of the Company	1 time of the amount outstanding including interest	8.50%	20-Dec-24
SERIES M-2 /F.Y.22 /F.Y.25	373	3,809	Pari Passu on All present & future receivables arising from security receipts & or Receivables of the Company	1 time of the amount outstanding including interest	8.50%	20-Dec-24
SERIES M-1 /F.Y.21 /F.Y.24	140	1,486	Pari Passu on All present & future margin funding receivables	1 time of the amount outstanding including interest	8.00%	03-Feb-25
SERIES M-1 /F.Y.21 /F.Y.24	321	3,407	Pari Passu on All present & future margin funding receivables	1 time of the amount outstanding including interest	8.00%	03-Feb-25
SERIES M-2 /F.Y.23 /F.Y.25	284	2,840	Pari - passu charge on all present and future Margin trading facility receivables	1 time of the amount outstanding including interest	7.50%	07-Feb-25
Grand Total	14,300	1,47,052				

Note : Repayment schedule includes unamortised borrowing cost of ₹Nil lakh and ₹128 lakhs for 31 March 2024 and 31 March 2023 respectively .

Unsecured Debentures and Bonds As at 31 March 2024

NCD Series	Amount	Units	Interest Rate p.a	Maturity date
Series MOHFL U-K1 FY2021-22 INE658R08180 (previous ISININE658R08172)	21,500	2,150	7.27%	10-Feb-25
Total	21,500	2,150		

Unsecured Debentures and Bonds As at 31 March 2023

NCD Series	Amount	Units	Interest Rate p.a	Maturity date
SERIES A (2016-17)/11 INE658R08123	2,500	250	11.00%	07-Aug-26
Series MOHFL U-K1 FY2021-22 INE658R08180 (previous ISIN INE658R08172)	29,000	2,900	7.27%	10-Feb-25
Total	31,500	3,150		

a) Rate of interest of cash credit was 3M MCLR (Marginal cost of funds-based Lending Rate) + 1.00% and was secured by way of hypothecation of receivables. Further, it was repayable on demand.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 16 : Debt securities *Contd.*

- b) Securitisation liability represents amounts received in respect of securitisation transactions (net of repayments & investment therein) as these transactions do not meet the derecognition criteria specified under Ind AS. These are secured by way of hypothecation of designated assets on finance receivables.
- c) U.S. International Development Finance Corporation (DFC) has provided long term loan under ECB route at fixed ROI and same is fully hedged with AD Cat-I bank
- d) Terms of repayment of terms loans / NHB / ECB are as follows:

As at 31 March 2024

- (i) Term loans from Banks / Financial Institutions / NHB secured by way of exclusive hypothecation of receivables i.e. loans and advances.

Maturity	0-1 years	1-3 years	3-5 years	> 5 years	Total
Rate of interest					
3.90% to 10.05% annually*	45,035	84,007	63,211	35,120	2,27,373
Total	45,035	84,007	63,211	35,120	2,27,373

- (ii) Terms of maturity of securitisation liability

Maturity	0-1 years	1-3 years	3-5 years	> 5 years	Total
Rate of interest					
9.35% annually	437	860	858	7,353	9,508
Total	437	860	858	7,353	9,508

- (iii) Term loan ECB (Secured by way of exclusive hypothecation of receivables i.e. loans and advances)

Maturity	0-1 years	1-3 years	3-5 years	> 5 years	Total
Rate of interest					
5.39% to 7.16% (Fully hedged basis)	2,469	6,583	6,583	25,509	41,144
Total	2,469	6,583	6,583	25,509	41,144

As at 31 March 2023

- (i) Term loans from Banks / Financial Institutions / NHB secured by way of exclusive hypothecation of receivables i.e. loans and advances.

Maturity	0-1 years	1-3 years	3-5 years	> 5 years	Total
Rate of interest					
3.90% to 10.20% annually*	45,522	66,940	46,271	32,920	1,91,653
Total	45,522	66,940	46,271	32,920	1,91,653

- (ii) Terms of maturity of securitisation liability

Maturity	0-1 years	1-3 years	3-5 years	> 5 years	Total
Rate of interest					
9.00% annually	538	1,100	1,081	8,865	11,584
Total	538	1,100	1,081	8,865	11,584

- (iii) Term loan ECB (Secured by way of exclusive hypothecation of receivables i.e. loans and advances)

Maturity	0-1 years	1-3 years	3-5 years	> 5 years	Total
Rate of interest					
6.31% to 7.16% (Fully hedged basis)*	-	2,851	3,802	17,777	24,430
Total	-	2,851	3,802	17,777	24,430

* Secured against hypothecation of receivables i.e. loans and advances. (Refer note 47)

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 16 : Debt securities *Contd.*

Note:

- There are no borrowings guaranteed by directors and others as at March 31, 2024 and as at March 31, 2023 except as on March 31, 2024, out of term loans amounting to ₹3,752 lakhs were additionally secured by Bank Guarantee of ₹750 Lakhs extended by Axis Bank Limited in favour of National Housing Bank.
- There has not been any default in repayment of borrowings and interest during the year ended March 31, 2024, (no default during the year ended March 31, 2023).
- The Company has utilised the borrowings from banks and financial institutions for the purpose for which it was availed.
- The Company has not entered into any transaction or arrangement with any person(s) or entity(ies) including foreign entities (intermediaries) which would result in onward lending to or on behalf of the lender."

Commercial Papers As at 31 March 2024

Rate of interest is ranging from 8.67% - 9.32% for commercial paper outstanding.

The aforesaid commercial paper are repayable on maturity and the tenure is 85 days to 365 days

Commercial Papers As at 31 March 2023

Rate of interest is ranging from 5.00% - 9.30% for commercial paper outstanding.

The aforesaid commercial paper are repayable on maturity and the tenure is 86 days to 365 days

Note 17 : Borrowings (Other than debt securities)

Particulars	As at 31 March 2024	As at 31 March 2023
At Amortised cost		
Term loans		
(i) from banks	1,83,827	1,47,626
(ii) from Securitisation	9,508	11,584
(iii) from NHB Refinance	43,546	44,027
(iv) Term Loan ECB	41,144	24,430
(v) from other parties*	2,500	-
Demand loans		
(i) from banks**	2,18,985	99,386
(ii) from other parties***	23,999	4,027
Cash credit from banks#	-	(0)
Total (A)	5,23,509	3,31,080
Borrowings in India	4,82,365	3,06,650
Borrowings outside India	41,144	24,430
Total (B)	5,23,509	3,31,080
Secured	5,23,509	3,31,080
Unsecured	-	-
Total (C)	5,23,509	3,31,080

* Term loans from financial institutions are secured against loans (Margin trading facility) of the Company, repayable on maturity dated 05 April 2025. (Rate of interest is ranging from 8.30 % to 9.90%)

**Demand loans from banks and other parties are secured against the property, plant and equipment and trade receivables of the group. (Rate of interest is ranging from 8.30 % to 9.90%)

Note:

- During the year, the Company had made quarterly submissions to banks or financial institutions or debenture trustees; however, there were no material discrepancies noted between the quarterly statements / revised returns filed and the financial statements of the respective quarter. (Refer Note 62)
- During the year under audit, the company has not defaulted in repayment of principal and interest.

***It consists of loan of ₹4,013 lakhs (Previous Year ₹4,027 Lakhs) from Tata Capital Limited carrying floating interest rate of 9% p.a. & loan of ₹19,986 lakhs (Previous Year ₹Nil) from Aditya Birla Finance Limited carrying floating interest in the range of 9.35% to 9.70% which is payable on demand.

#Cash credit from banks of ₹NIL and ₹0.45 lakh represents debit balances in cash credit accounts as at 31 March 2024 & 31 March 2023 respectively.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 18 : Deposits

Particulars	As at 31 March 2024	As at 31 March 2023
Security deposit	4,187	170
	4,187	170

Note 19 : Other Financial Liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Interest accrued and not due on borrowings & debentures	1,653	3,388
Unpaid dividend	97	40
Margin money	2,35,076	2,17,305
Other payables	6,409	3,765
Accrued salaries and benefits	35,153	14,874
Provision for Expense	6,710	5,726
Book overdraft	15,094	3,770
Lease liabilities (Refer note 42)	10,230	5,188
	3,10,422	2,54,056

Note 20: Current Tax Liabilities (net)

Particulars	As at 31 March 2024	As at 31 March 2023
Provisions for tax (net of advance tax and tax deducted at source)	4,311	3,666
	4,311	3,666

Note 21 : Provisions

Particulars	As at 31 March 2024	As at 31 March 2023
For employee benefits		
Gratuity unfunded (Refer note 44, 50)	4,752	3,769
Heritage club benefit (Refer note 44, 50)	467	380
Service charges	21	22
Ex - gratia payable (Refer note 44)	1,884	4,219
Compensated absences (Refer note 44)	1,473	1,293
	8,597	9,683

Note 22 : Deferred Tax Liabilities (net)

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred tax liabilities (net) (Refer note 39)	35,402	21,046
	35,402	21,046

Note 23: Other Non Financial Liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Advance received from customers	3,464	1,388
Withholding and other taxes payables	5,861	1,969
Other Payables*	1,946	1,946
Prepaid Brokerage	924	935
	12,195	6,238

*Amount payable to IBEF on account of GST Paid under protest relating to MO Alternate Investment Advisors Private Limited.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 24 Equity Share Capital

Particulars	31 March 2024		31 March 2023	
	Number	Amount	Number	Amount
Authorised shares				
Equity shares of Re. 1 each (previous year Re. 1 each)	1,12,00,00,000	11,200	1,12,00,00,000	11,200
Preference shares of ₹100 each (Previous year ₹100 each)	62,00,000	6,200	62,00,000	6,200
Total	1,12,62,00,000	17,400	1,12,62,00,000	17,400
Issued, subscribed and Paid-up				
Equity shares of Re.1 each fully paid up (previous year Re. 1 each)	14,90,07,291	1,490	14,79,47,126	1,479
Total	14,90,07,291	1,490	14,79,47,126	1,479

Issued capital is net off of buyback of shares, shares acquired and cancelled in the scheme of arrangement and re-issuance of shares.

a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

Particulars	31 March 2024		31 March 2023	
	Number	Amount	Number	Amount
Outstanding at the beginning of the year	14,79,47,126	1,479	14,90,62,919	1,491
Stock options exercised under the ESOS	10,60,165	11	3,38,752	3
Buyback	-	-	(14,54,545)	(15)
Outstanding at the end of the year	14,90,07,291	1,490	14,79,47,126	1,479

b) Terms/rights attached to shares :

Equity shares

The Company has one class of equity shares having a par value of Re. 1 each (previous year: having a par value of Re. 1 each). Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of the equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all the preferential amounts. However, no such preferential amounts exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2024, dividend recognized as distribution to equity shareholders was ₹17.00 per share consisting of final dividend of ₹3.00 per share for previous year ended 31 March 2023 and interim dividend of ₹14 per share for year ended 31 March 2024. The total dividend appropriated amounts to Rs.25,233 lakhs (Previous Year: Rs.14,823 lakhs)

c) Shares reserved for issue under options

Information relating to the Employee Stock Option Scheme (ESOS), including details regarding options issued, exercised and lapsed during the year and options outstanding at the end of the reporting period is set out in note 51.

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

Equity Shareholders	31 March 2024		31 March 2023	
	Number	Amount	Number	Amount
Motilal Oswal Family Trust	3,85,34,320	25.86%	4,29,72,734	29.05%
Mr. Raamdeo Agarawal	4,00,82,015	26.90%	4,00,82,015	27.09%
Mr. Motilal Oswal*	-	0.00%	79,01,093	5.34%
Parag Parikh Flexi Cap Fund	78,48,858	5.27%	78,48,858	5.31%
Mr. Navin Agrawal	76,35,072	5.12%	76,35,072	5.16%

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 24 Equity Share Capital *Contd.*

* Holding as on 31 March 2024 is less than 5%

e) Details of promoters shareholding in the Company

Equity Shareholders	31 March 2024		31 March 2023		
	Number	Amount	Number	Amount	
Motilal Oswal Family Trust	3,85,34,320	25.86%	4,29,72,734	29.05%	(10.33%)
Mr. Raamdeo Agarawal	4,00,82,015	26.90%	4,00,82,015	27.09%	-
Mr. Motilal Oswal	34,58,679	2.32%	79,01,093	5.34%	(56.23%)
Raamdeo Agarawal HUF	44,93,264	3.02%	44,93,264	3.04%	-
Ms. Suneeta Agrawal	63,71,877	4.28%	63,71,877	4.31%	-
Mr. Vaibhav Agrawal	2,54,479	0.17%	2,54,479	0.17%	-
Mr. Dhairya Agrawal	1,25,000	0.08%	1,25,000	0.08%	-
Ms. Vimla Oswal	1,24,566	0.08%	1,24,566	0.08%	-
Mr. Karoon Ramgopal Agarawal	75,000	0.05%	1,00,000	0.07%	(25.00%)
Ms. Suman Agrawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Vedika Karnani	1,00,000	0.07%	1,00,000	0.07%	-
Mr. Vinay R. Agrawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Anita Anandmurthy Agrawal	80,000	0.05%	80,000	0.05%	-
Mr. Sukhdeo Ramgopal Agarawal	77,812	0.05%	77,812	0.05%	-
Mr. Satish Agrawal	72,020	0.05%	78,020	0.05%	(7.69%)
Mr. Govinddeo R Agarawal	55,770	0.04%	55,770	0.04%	-
Mr. Rajendra Gopilal Oswal	54,996	0.04%	54,996	0.04%	-
Mr. Pratik Mehta	22,35,207	1.50%	12,000	0.01%	18,526.73%
Ms. Vimladevi Salecha	1,430	0.00%	1,430	0.00%	-
Motilal Oswal HUF	867	0.00%	867	0.00%	-
OSAG Enterprises LLP	2,000	0.00%	2,000	0.00%	-
Ms. Natasha Aniruddha Malpani	22,19,207	1.49%	-	0.00%	100.00%
Mr. Pratik Motilal Oswal	22,19,207	1.49%	-	0.00%	100.00%
Ms. Pratiksha Pratik Mehta	22,19,207	1.49%	-	0.00%	100.00%

Name of shareholder	As at 31 March 2023		As at 31 March 2022		% change
	No. of shares held	% of holding	No. of shares held	% of holding	
Motilal Oswal Family Trust	4,29,72,734	29.05%	4,33,41,158	29.08%	(0.85%)
Mr. Raamdeo Agarawal	4,00,82,015	27.09%	4,03,69,047	27.08%	(0.71%)
Mr. Motilal Oswal	79,01,093	5.34%	77,87,622	5.22%	1.46%
Raamdeo Agarawal HUF	44,93,264	3.04%	45,35,574	3.04%	(0.93%)
Ms. Suneeta Agrawal	63,71,877	4.31%	64,27,605	4.31%	(0.87%)
Mr. Vaibhav Agrawal	2,54,479	0.17%	2,54,479	0.17%	-
Mr. Dhairya Agrawal	1,25,000	0.08%	-	0.00%	100.00%
Ms. Vimla Oswal	1,24,566	0.08%	1,25,987	0.08%	(1.13%)
Mr. Karoon Ramgopal Agarawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Suman Agrawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Vedika Karnani	1,00,000	0.07%	1,00,000	0.07%	-
Mr. Vinay R. Agrawal	1,00,000	0.07%	1,00,000	0.07%	-
Ms. Anita Anandmurthy Agrawal	80,000	0.05%	80,000	0.05%	-
Mr. Sukhdeo Ramgopal Agarawal	77,812	0.05%	78,500	0.05%	(0.88%)
Mr. Satish Agrawal	78,020	0.05%	78,020	0.05%	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 24 Equity Share Capital *Contd.*

Name of shareholder	As at 31 March 2023		As at 31 March 2022		% change
	No. of shares held	% of holding	No. of shares held	% of holding	
Mr. Govinddeo R Agarawal	55,770	0.04%	55,770	0.04%	-
Mr. Rajendra Gopilal Oswal	54,996	0.04%	54,996	0.04%	-
Mr. Pratik Mehta	12,000	0.01%	12,000	0.01%	-
Ms. Vimladevi Salecha	1,430	0.00%	1,430	0.00%	-
Motilal Oswal HUF	867	0.00%	867	0.00%	-
OSAG Enterprises LLP	2,000	0.00%	2,000	0.00%	-

- f) i) In the financial year 2022-23 the Company has bought back 14,54,545 fully paid-up shares by capitalisation of securities premium.
- ii) In the financial year 2020-21 the Company has bought back 19,09,144 fully paid-up shares by capitalisation of securities premium. Further, 18,68,445 shares were allotted for consideration other than cash and also 8,63,74,063 shares were reissued pursuant to the Scheme of Arrangement.

Note 25 : Other Equity

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Reserves and surplus :		
a) Securities premium		
Balance at the beginning of the year	37,498	51,051
Addition during the year on account of share issue	7,696	2,373
Add: Transfer from Employee stock option reserve	2,072	74
Less: Buyback of shares	-	(16,000)
Balance as at end of the year	47,266	37,498
b) Capital redemption reserve		
Balance at the beginning of the year	2,538	2,523
Add: Due to buyback of shares	-	15
Balance as at end of the year	2,538	2,538
c) Employee stock options outstanding reserve		
Balance at the beginning of the year	9,449	7,115
Addition during the year	2,493	2,903
Less: Transfer to securities premium account	(2,072)	(74)
Less: Transfer to General reserve	(1)	(495)
Balance as at end of the year	9,869	9,449
d) Statutory reserve		
Balance at the beginning of the year	12,009	7,982
Add: Transfer from Retained earnings	2,650	4,027
Balance as at end of the year	14,659	12,009
e) Capital reserve on consolidation		
Balance at the beginning of the year	4,008	3,409
Add : Gain on Bargain Purchase*	-	599
Balance as at end of the year	4,008	4,008
* Refer Note 61 on business combination		
f) General reserve		
Balance at the beginning of the year	37,532	18,080
Add: Transfer from Employee stock options outstanding reserve	1	495
Add: Transfer from Other comprehensive income	3,938	18,957
Balance as at end of the year	41,472	37,532
g) Foreign currency translation reserve		

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 25 : Other Equity *Contd.*

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	376	(26)
Addition during the period	64	402
Balance as at end of the year	440	376
h) Retained earnings		
Balance at the beginning of the year	4,98,949	4,30,698
Add: Net profit for the year	2,44,107	93,169
Less:- Interim Dividend	(20,794)	(10,353)
Less:- Final Dividend	(4,450)	(4,472)
Less:- Transfer to Statutory Reserve	(2,650)	(4,027)
Add/(Less): Actuarial gain/(losses) on post retirement benefit plan (net of taxes)	(181)	125
Add: Merger Adjustment	400	-
Less: Buyback Transaction cost	-	(3,843)
Less: Business combination cost	-	(2,223)
Less:- Transfer to Non-controlling interest	(91)	(125)
Balance as at end of the year	7,15,290	4,98,949
i) Other comprehensive income		
Balance at the beginning of the year	21,294	45,025
Add : Other comprehensive income for the year	18,677	(4,774)
Less : Transfer to General Reserve	(3,938)	(18,957)
	36,033	21,294
j) Impairment reserve		
Balance at the beginning of the year	90	90
Add: Transferred from statement of profit and loss	-	-
Balance as at the end of the year	90	90
k) Share Application Money Pending Allotment		
Balance at the beginning of the year	-	-
Add: Transferred from statement of profit and loss	22	-
Balance as at the end of the year	22	-
	8,71,687	6,23,745

Nature and purpose of Other Reserve :

Securities Premium

Securities premium account is use to record the premium received on issue of shares and it also includes transfer from ESOS reserve when the options are exercised . The reserve will be utilised in accordance with the provisions of the Act.

Capital Redemption Reserve

The capital redemption reserve is created to be utilised towards redemption of preference shares and it also includes addition arising on account of buyback of shares. The reserve will be utilised in accordance with provision of the Act.

Employee stock options outstanding reserve

Share option outstanding account is used to recognize the grant date fair value of equity settle instruments issued to employees under the stock option scheme of the company.

Statutory Reserve

The Company creates a reserve fund in accordance with the provisions of section 29C of The National Housing Bank Act, 1987 and section 45-IC of the Reserve Bank of India Act, 1934 and transfers therein an amount of equal to/more than twenty per cent of its net profit of the year, before declaration of dividend.

Capital reserve on consolidation

Capital reserve is the excess of net assets taken over cost of consideration paid for subsidiaries.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 25 : Other Equity *Contd.*

General reserve

The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss. general reserve is used to transfer to debenture redemption reserve.

Foreign currency translation reserve

Foreign currency translation reserve is created out of Exchange differences in translating the financial statements of foreign operations.

Impairment reserve

Where impairment allowance under Ind AS 109 is lower than the provisioning required under prudential norms on Income Recognition, Asset Classification and Provisioning (IRACP) (including standard asset provisioning), NBFCs /HFCs shall appropriate the difference from their net profit or loss after tax to a separate 'Impairment Reserve'. The balance in the 'Impairment Reserve' shall not be reckoned for regulatory capital. Further, no withdrawals shall be permitted from this reserve without prior permission from the Department of Supervision, RBI.

Retained earnings

Retained earnings represents accumulated profits of the company.

Other comprehensive income

Other comprehensive income consists of cumulative gains on the fair valuation of equity instruments measured at fair value through other comprehensive income.

Note 26: Interest Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
On financial assets measured at amortised cost		
Interest Income on		
Home loans	53,063	49,603
Non-Housing loans	41,678	24,265
Treasury Investments	1,378	1,314
Interest Income on other activities		
Margin Trading Facility	28,653	14,556
Delayed payment by customers	18,230	11,175
Interest on Deposits	74	-
Interest on Bonds	48	-
Interest on Fixed deposit with banks	46,348	21,916
	1,89,472	1,22,829

Note 27 : Dividend Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Dividend Income	858	882
	858	882

Note 28 : Rental Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Rental income	53	26
	53	26

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 29 : Fees and Commission Income *Contd.*

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Brokerage and related activities		
Brokerage income	2,26,819	1,68,249
Research and advisory fees	2,294	1,678
Distribution income	16,558	12,116
Depository income	8,459	7,097
	2,54,130	1,89,140
Investment banking fees	9,592	2,905
Asset management and advisory fees		
Portfolio Management Fees	27,554	27,285
Investment management and advisory fees from :		
- Mutual funds	18,991	16,619
- Alternate investment funds	19,509	10,794
- Private Equity	18,267	15,761
Wealth management & Advisory fees	14,488	10,838
	98,809	81,297
	3,62,531	2,73,342

Note 30 : Net Gain on Fair Value Changes

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
On financial instruments designated at fair value through profit or loss		
	1,46,511	13,876
	1,46,511	13,876
Fair Value changes:		
Realised	20,240	29,577
Unrealised	1,26,271	(15,701)
	1,46,511	13,876
Net gain on fair value changes included in:		
Treasury Investments	1,43,571	10,980
Brokerage and related activities	1,499	2,433
Asset Management and advisory fees	1,003	337
Housing finance	438	126
	1,46,511	13,876

Note 31 : Other Operating Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Incidental income:		
Broking Business	5,793	5,523
Investment Banking Business	18	22
Asset management Business	2	0
Housing finance Business	1,539	1,212
	7,352	6,757

Note 32 : Other Income

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Profit on sale of property, plant and equipment	(94)	-
Interest income	158	64
Other non operating income (Subscription fees, Recovery of OPE, etc)	6,179	1,892
Net gain or loss on foreign currency transaction and translation	32	44
	6,275	2,000

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 33 : Finance Cost

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
On Financial liabilities measured at Amortised Cost		
Interest on borrowings	26,494	13,809
Interest cost on securitization	966	-
Interest on debt securities	69,282	41,954
Other borrowing cost	3,841	3,396
Interest on lease liability (refer note 42)	831	424
	1,01,414	59,583

Note 34 : Fees and Commission Expense

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Brokerage sharing with intermediaries		
Broking	97,976	72,288
Wealth management	706	546
	98,682	72,834
Placement fees		
Private equity	439	290
	439	290
Depository and processing charges		
Broking	1,560	1,279
Asset Management	235	270
	1,795	1,549
Distribution cost and spillover expense		
Portfolio management services	6,375	7,248
Alternative investment fund	6,330	4,070
	12,705	11,318
Advisory referral and other expenses		
Broking	34	(31)
Private equity	129	171
	163	140
	1,13,784	86,131

Note 35 : Impairment on Financial Instruments

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Impairment on financial instruments at Amortised cost		
Loans	2,472	3,042
Receivables	2,926	1,237
	5,398	4,279

Note 36 : Employee Benefits Expense

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Salary, bonus and allowances	1,19,591	89,840
Contribution to provident fund and other benefits	3,625	3,096
Expenses on employee stock option scheme (also refer note 51)	2,493	2,897
Staff welfare expenses	6,149	3,859
Gratuity and other long term benefits (refer note 50)	1,123	1,146
	1,32,981	1,00,838

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 37 : Depreciation and Amortization Expenses

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Depreciation of property, plant and equipment (refer note 13)	4,258	3,370
Amortisation on other intangible assets	1,462	1,356
Amortization on lease (refer note 42)	2,538	1,112
	8,258	5,838

Note 38 : Other Expenses

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Rates and taxes	611	418
Rent	863	1,533
Insurance	1,202	1,050
Repairs and maintenance	980	775
Computer repairs and maintenance	3,161	2,631
Legal and professional charges	7,845	5,585
Remuneration to auditors (also refer note. 41)	142	148
Membership and subscription	682	335
Data processing charges	1,169	1,017
Marketing and brand promotion expenses	14,268	9,761
Advertisement expenses	2,262	2,651
Printing and stationery	981	542
Power and fuel	1,123	1,134
Communication expenses	2,473	3,040
Travelling and conveyance expenses	3,404	2,710
Donations	14	43
Corporate social responsibility expenses (also refer note 46)	2,315	1,754
Entertainment expenses	173	149
Foreign exchange fluctuation	(16)	(87)
SEBI registration fees	10	-
Miscellaneous expenses	4,367	3,629
	48,029	38,818

Note : 39.1 Tax expense

The Group pays taxes according to the rates applicable in India and tax laws of foreign countries. Most taxes are recorded in the income statement and relate to taxes payable for the reporting period (current tax), but there is also a charge or credit relating to tax payable for future periods due to income or expenses being recognised in a different period for tax and accounting purposes (deferred tax). Tax is charged to equity when the tax benefit exceeds the cumulative income statement expense on share plans. The Group provides for current tax according to the tax laws of India using tax rates that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns in respect of situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities. Deferred tax is provided, using the liability method, on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax is recognised in respect of all temporary differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. A deferred tax asset is recognised when it is considered recoverable and herefore recognised only when, on the basis of all available evidence, it can be regarded as probable that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying temporary differences can be deducted. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the temporary differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

A. Tax expense recognised in Profit & loss

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
A. Tax expense recognised in Profit & loss:		
Current tax expense		
Current tax for the year	43,445	29,062
Total current tax expense	43,445	29,062
Deferred taxes		
Change in deferred tax liabilities	15,507	1,823
Net deferred tax expense	15,507	1,823
Short/(excess) provision for earlier years	(326)	58
	58,626	30,943

B. Tax recognised/(credit) through other comprehensive income:

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Remeasurement of defined benefit plan	329	(43)
Equity instruments through other comprehensive income	(444)	693
Total	(115)	650

Note : 39.2 Tax reconciliation (for profit and loss)

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Profit/(loss) before income tax expense	3,03,188	1,24,225
Applicable tax rate	25.17%	25.17%
Tax at the rate	76,312	31,267
Tax effect of amounts which are not deductible / not taxable in calculating taxable income		
Expenses not deductible for tax purpose	567	443
Exempt income	(4,062)	(190)
Reversal of Deferred tax	4	(93)
Tax adjustment of previous years	(259)	370
Tax exemption on special reserve	(443)	(581)
Prior Period tax liability on assessment	(8)	51
Miscellaneous disallowance	(122)	(146)
Remeasurement of defined benefit plan	(7)	11
Origination and reversal of temporary tax difference	6,059	2,448
Effect of different tax rates on subsidiaries and investments	(19,415)	(2,637)
Effective tax	58,626	30,943

Note : 39.3 Net Deferred Tax

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Deferred tax liability on account of :		
Timing difference on Property, plant and equipment as per books and Income Tax Act, 1961	1,807	1,629
Unrealised gain / (loss) on financial instruments	26,223	13,649
Amortization of distribution costs	7,526	7,597
Net changes in fair value of investments	(7)	-
Impairment of Loans and trade receivables	(1,631)	(1,000)

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note : 39.3 Net Deferred Tax

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Provision for employees benefits	(358)	(155)
Long Term Capital Loss of previous years	(29)	(29)
Expenses allowable u/s. 43B on payment basis	(747)	(631)
Preliminary Expenses	16	-
Effect of different tax rates on subsidiaries and investments	2,602	(14)
Total deferred tax liabilities (A)	35,402	21,046
Deferred tax assets on account of:		
Impairment of Loans and trade receivables	1,636	1,783
Carried forward losses	14	60
Timing difference on property, plant and equipments as per books and as per Income Tax Act, 1961	184	198
Amortization of distribution costs	4,328	4,188
Provision for employees benefits	121	74
Provision for VAT	13	13
Difference in ROU and Lease liability	13	-
Unrealised gain / (loss) on financial instruments	-	(152)
Written Down Value of Fixed Assets	1	-
Preliminary expense	(1)	6
Unamortized borrowing cost	(356)	(249)
Deposit and rent Equalization	-	58
Reserve created u/s 36(1)(viii) of Income Tax Act	(127)	88
Total deferred tax assets (B)	5,826	6,067
Net deferred tax (Assets) / Liabilities (A-B)	29,576	14,979

Note : 39.4 Movement of Deferred Tax

Particulars	As at 31 March 2024	Recognised through retained earnings	Recognised through Other Comprehensive Income	As at 31 March 2023	Recognised through profit and loss	Recognised through Other Comprehensive Income	As at 01 April 2022
Deferred tax liabilities on account of:							
Timing difference on Property, plant and equipment as per books and Income Tax Act, 1961	1,807	177	-	1,629	106	-	1,524
Unrealised gain / (loss) on financial instruments	26,223	12,575	-	13,649	(756)	-	14,405
Amortization of distribution costs	7,526	(71)	-	7,597	1,535	-	6,062
Net changes in fair value of investments	(7)	(7)	-	-	-	-	-
Impairment of Loans and trade receivables	(1,631)	(631)	-	(1,000)	(311)	-	(690)
Provision for employees benefits	(358)	(203)	-	(155)	108	-	(263)
Long Term Capital Loss of previous years	(29)	-	-	(29)	46	-	(75)
Expenses allowable u/s 43B on payment basis	(747)	(116)	-	(631)	(70)	-	(561)
Impairment of investments	-	-	-	-	278	-	(278)

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note : 39.4 Movement of Deferred Tax

Particulars	As at 31 March 2024	Recognised through retained earnings	Recognised through Other Comprehensive Income	As at 31 March 2023	Recognised through profit and loss	Recognised through Other Comprehensive Income	As at 01 April 2022
Loss on private equity investment	-	-	-	-	(5)	-	5
Preliminary Expenses	16	16	-	-	1,179	-	(1,179)
Remeasurement of defined benefit plan	-	-	-	-	-	(40)	40
Effect of different tax rates on subsidiaries and investments	2,602	2,616	-	(14)	178	-	(193)
Total deferred tax liabilities	35,402	14,356	-	21,046	2,288	(40)	18,797
Deferred tax assets on account of:							
Impairment of Loans and trade receivables	1,636	(147)	-	1,783	(366)	-	2,149
Carried forward losses	14	(46)	-	60	(620)	-	680
Timing difference on property, plant and equipments as per books and as per Income Tax Act, 1961	184	(14)	-	198	56	-	142
Amortization of distribution costs	4,328	140	-	4,188	519	-	3,669
Provision for employees benefits	121	375	(329)	74	51	43	(20)
Provision for VAT	13	(0)	-	13	-	-	13
Difference in ROU and Lease liability	13	13	-	-	-	-	-
Unrealised gain / (loss)	-	(293)	444	(152)	636	(693)	(95)
Written Down Value of Fixed Assets	1	-	-	-	-	-	-
Preliminary expense	(1)	(7)	-	6	1	-	6
Unamortized borrowing cost	(356)	(106)	-	(249)	(60)	-	(189)
Deposit and rent Equalization	-	(58)	-	58	(0)	-	58
Reserve created u/s 36(1)(viii) of Income Tax Act	(127)	(215)	-	88	148	-	(60)
Total deferred tax assets	5,826	(358)	115	6,067	365	(650)	6,353
Total deferred tax Assets/ liability (net)	29,576	14,714	(115)	14,979	1,923	610	12,444

Note:

- i) The company offsets tax assets and liabilities if and only if it has legally enforceable rights to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities related to income tax levied by the same tax authorities.
- ii) Deferred tax recognised through profit and loss also includes deferred tax on associate

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 40 : Contingent liabilities and commitments to the extent not provided for

(A) Contingent liabilities:

Particulars	As at 31 March 2024	As at 31 March 2023
(a) Guarantees / securities given (Refer note i)	2,80,003	3,23,380
(b) Demand in respect of income tax matters for which appeal is pending (Refer note ii)	3,424	3,404
(c) Claim against the company (Refer note iii)	646	992

(B) Capital & other commitments:

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Undrawn committed sanctions to borrowers	60,161	27,717
(ii) Estimated amount of contracts remaining to be executed on capital account	5,155	4,415
(iii) Uncalled liability on shares and other investments partly paid:		
(1) India Business Excellence Fund IV	13,625	21,604
(2) India Realty Excellence Fund V	2,081	2,081
(3) India Realty Excellence Fund VI	17,370	-

(i) The Company has provided bank guarantees aggregating to Rs 2,80,003 lakhs (Previous year :Rs 3,23,380 lakhs) as on 31 March 2024 for the following purposes to:

- 1) National Stock exchange - ₹2,24,143 lakhs (Previous year : ₹2,87,375 lakhs) for meeting margin requirements.
- 2) NCDEX - ₹2,500 lakhs (Previous year: ₹4,500 lakhs) for meeting margin requirements.
- 3) MCX - ₹51,800 lakhs (Previous year: ₹30,000 lakhs) for meeting margin requirements.
- 4) Hindalco Industries Limited - Rs.1,500 lakhs (Previous year: ₹1,500 lakhs) for margin deposit.
- 5) Municipal Corporation of Greater Mumbai - ₹5 lakhs (Previous year: ₹5 lakhs) for security deposit.
- 6) Bombay High Court - ₹55 lakhs (Previous year: Nil) for security deposit.

(ii) Demand in respect of Income Tax matters for which appeal is pending is ₹3,424 lakhs (Previous year Rs.3,404 lakhs). This is disputed by the Company and hence not provided for. The Company has paid demand of Rs.279 lakhs till date (Previous year ₹493 lakhs) under protest. These does not include interest u/s 234(b) & u/s 234(c) as same in the books of accounts depends on the outcome of demand. The Group is contesting the demands and the management believes that its position will likely be upheld in the appellat process. No tax expenses has been accrued in the financial statement for the tax demand raised. The management believes that ultimate outcome of this proceeding will not have a material adverse effect on the Group's financial position and operating results.

(iii) Claims against the Company:

Pending Against Forum	Number of cases as at 31 March 2024	As at 31 March 2024	Number of cases as at 31 March 2023	As at 31 March 2023
Civil cases*	17	646	14	992
Total	17	646	14	992

*The proceedings/ Appeals held at Supreme court/ High court/District court are considered as "Civil cases".

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(All amounts are in INR Lakhs, unless otherwise stated)

Note 41 : Auditors' Remuneration

Particulars	As at 31 March 2024	As at 31 March 2023
As Auditors:		
Statutory audit	116	121
In other capacity:		
Certification	15	21
Out of pocket expenses	11	6
Total	142	148

Note 42: Lease

a) Operating lease income (Company as a lessor)

The adoption of the new standard Ind AS 116, resulted in recognition of 'Right of Use' (ROU) asset and a lease liability, it will result in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments.

Information about leases for which the company is a lessee are presented below:

(A) Right of use assets for the year ended 31 March 2024

Particulars	As at 31 March 2024	As at 31 March 2023
Balance as at 1 April	4,743	2,028
Additions during the year	8,513	3,827
Adjustments/Deletions during the year	(865)	-
Amortisation on Right-Of-Use (ROU) assets	(2,538)	(1,112)
Closing balance	9,853	4,743

The changes in the carrying value of right of use assets for the year ended 31 March, 2024 and 31 March, 2023 has been disclosed in Note 13.

(B) Lease liabilities for the year ended 31 March 2024

Particulars	As at 31 March 2024	As at 31 March 2023
Balance as at 1 April	5,188	2,698
Additions during the year	(983)	-
Adjustments/Deletions during the year	8,082	3,808
Add: Interest cost accrued during the period	831	424
Less: Payment of lease liabilities	(2,887)	(1,742)
Closing balance	10,230	5,188

(C) Maturity analysis - Undiscounted Cashflows of Contractual maturities of lease liabilities as at 31 March 2024

Particulars	As at 31 March 2024	As at 31 March 2023
up to one year	3,075	1,661
one to 5 years	7,744	4,269
more than 5 years	1,815	376
Total	12,634	6,306

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(All amounts are in INR Lakhs, unless otherwise stated)

(D) Maturity analysis of lease liabilities

Particulars	As at 31 March 2024	As at 31 March 2023
Within 12 months	2,308	1,279
After 12 months	7,922	3,909
Total	10,230	5,188

(E) Amount recognised in statement of profit & loss for the year ended 31 March 2024

Particulars	As at 31 March 2024	As at 31 March 2023
Interest cost on lease liabilities	831	424
Amortisation on right of use assets	2,538	1,112
Rental Expenses recorded for short-term lease payments and payments for leases of low-value assets not included in the measurement of the lease liability	954	2,323

(F) Amount recognised in statement of cash flows for the year ended 31 March 2024

Particulars	As at 31 March 2024	As at 31 March 2023
Cash payments for the principal & interest portion of the lease liability within financing activities	2,304	1,765
Short-term lease payments, payments for leases of low-value assets and variable lease payments not included in the measurement of the lease liability within operating activities.	954	2,323

Note 43 : Earnings per share

Basic earnings per share

Basic earnings per share (EPS) is calculated by dividing the profit for the year by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share

Diluted EPS is calculated by dividing the profit for the year by the weighted average number of ordinary shares outstanding during the year for the purpose of basic EPS plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

Particulars	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Net Profit attributable to equity shareholders [A] (Rs in lakhs)	2,44,106	93,169
Weighted average number of equity shares for Basic EPS Face value Re. 1 each [B] (In numbers)	14,82,72,290	14,81,35,120
Basic Earnings per share (EPS) on PAT (Before OCI) (Rs.) [A/B]	164.63	62.89
Net Profit attributable to equity shareholders for calculation of Diluted EPS (Rs in lakhs) [C]	2,44,106	93,169
Weighted average number of equity shares issued (face value of Re. 1 each) (In numbers) [D]	14,82,72,290	14,81,35,120
Weighted average number of additional equity shares outstanding for Diluted EPS (In numbers) (E)	15,70,004	5,44,997
Weighted average number of equity shares outstanding for Diluted EPS (In numbers) F = [D+E]	14,98,42,294	14,86,80,117
Diluted Earnings per share (EPS) on PAT (Before OCI) (Rs.) [C/F]	162.91	62.66

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(All amounts are in INR Lakhs, unless otherwise stated)

Note 44 : Provisions made for the year ended 31 March 2024 comprises of

Particulars	Opening balance as on 01 April 2023	Provided during the year ended 31 March 2024	Paid /reversed during the year ended 31 March 2024	Closing balance as on 31 March 2024
Ex-gratia	4,219	1,799	4,134	1,884
Compensated absences	1,293	183	3	1,473
Gratuity	3,769	1,635	652	4,752
Heritage Club	380	87	-	467
Total	9,661	3,704	4,789	8,576

Particulars	Opening balance as on 01 April 2022	Provided during the year ended 31 March 2023	Paid /reversed during the year ended 31 March 2023	Closing balance as on 31 March 2023
Ex-gratia	3,080	4,113	2,974	4,219
Compensated absences	1,051	1,005	763	1,293
Gratuity	3,335	856	422	3,769
Heritage Club	212	189	21	380
Total	7,678	6,163	4,180	9,661

Note 45 : Dividend Distribution

During the year ended 31 March 2024, dividend recognized as distribution to equity shareholders was ₹17.00 per share consisting of final dividend of ₹3.00 per share for previous year ended 31 March 2023 and interim dividend of ₹14 per share for year ended 31 March 2024.

Note 46 : Corporate social responsibility

a) Gross amount required to be spent by the Group:

Particulars	31 March 2024	31 March 2023
Amount required to be spent	2,310	1,683
Amount actually spent	2,315	1,754
Shortfall/(excess) if any during the year	(5)	(71)
Total of previous year shortfall, if any	-	-
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year should be shown separately	NA	NA

b) Amount spent during the year on :

Particulars	Amount Paid	
	31 March 2024	31 March 2023
a) Construction/acquisition of any asset*	417	1,188
b) On purposed other than (a) above	1,898	566
Total	2,315	1,754

1. The Company undertakes through Motilal Oswal Foundation & other trusts the following activities in the nature of Corporate social responsibility (CSR):
 - a. Promoting education, including special education and employment enhancing vocational skills, especially among children, women, and elderly, contribution to COVID relief program, PM cares fund;
 - b. Promotion of health care, including preventive health care and sanitation;
 - c. Measures for the benefit of armed forces veterans, war widows, and their dependents;

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(All amounts are in INR Lakhs, unless otherwise stated)

d. Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources.

2. Above includes a contribution of Rs.1,356 lakhs (Previous year Rs 1,554 lakhs) to Motilal Oswal Foundation which is classified as related party under IndAS 24 - " Related Party Disclosures".

*As represented by Motilal Oswal foundation, Amount of ₹417 lakhs (Previous Year : ₹1,188 lakhs) has been spent by the Company for the construction/ acquisition of a new asset.

Note 47 : Assets pledged as security

Particulars	As at 31 March 2024	As at 31 March 2023
Financial assets		
First charge		
Cash and cash equivalents		
In current accounts	-	1,28,715
Fixed deposit	16,250	-
Receivables		
Trade receivables	45,750	32,250
Loans	7,50,260	5,48,188
Investments	1,51,067	1,81,885
Non-financial assets		
First charge		
Property, plant and equipment*	64,995	39,864
Total assets pledged as security	10,28,323	9,30,902

Terms and conditions:

1. Above mentioned Cash & cash equivalents, Trade receivables, Loans, Property & Investments are pledged with banks and NBFCs with a cover in the range of 0.5 to 2 times against borrowing facilities taken by the Group.

*Value of Premises is based on the market value as per valuation report.

Note 48 : Credit Ratings

Nature of borrowing	As at 31 March 2024			As at 31 March 2023		
	Rating / Outlook			Rating / Outlook		
	CRISIL	India Ratings	ICRA	CRISIL	India Ratings	ICRA
I. Short Term						
a. Commercial paper						
Motilal Oswal Financial Services Limited	CRISIL A1+	IND A1+	[ICRA]A1+	CRISIL A1+	IND A1+	[ICRA]A1+
Motilal Oswal Home Finance Limited	CRISIL A1+	-	[ICRA]A1+	CRISIL A1+	-	[ICRA]A1+
Motilal Oswal Finvest Limited	CRISIL A1+	IND A1+	-	CRISIL A1+	IND A1+	-
II. Long Term						
a. Non-Convertible Debentures						
Motilal Oswal Financial Services Limited	CRISIL AA Stable	IND AA/ Stable		CRISIL AA Stable	IND AA/ Stable	[ICRA]AA (Stable)
Motilal Oswal Home Finance Limited	CRISIL AA / Stable	IND AA / Stable	[ICRA] AA (Stable)	CRISIL AA / Stable	IND AA / Stable	[ICRA] AA (Stable)
Motilal Oswal Finvest Limited	CRISIL AA/ Stable	IND AA / Stable	[ICRA] AA (Stable)	CRISIL AA/ Stable	IND AA / Stable	

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(All amounts are in INR Lakhs, unless otherwise stated)

Note 48 : Credit Ratings

Nature of borrowing	As at 31 March 2024			As at 31 March 2023		
	Rating / Outlook			Rating / Outlook		
	CRISIL	India Ratings	ICRA	CRISIL	India Ratings	ICRA
b. Market linked Debentures						
Motilal Oswal Financial Services Limited	-	IND PP-MLD AA/Stable	PP-MLD[ICRA] AA (Stable)	-	IND PP-MLD AA/Stable	PP-MLD[ICRA] AA (Stable)
Motilal Oswal Home Finance Limited	-	-	-	CRISIL PPMLD AA / Stable	-	-
Motilal Oswal Finvest Limited	-	IND PP-MLD AA/Stable	PP-MLD[ICRA] AA (Stable)	CRISIL PPMLD AA / Stable	IND PP-MLD AA/Stable	-
c. Bank Borrowings						
Motilal Oswal Financial Services Limited	-	IND AA/ Stable	[ICRA]AA (Stable)	-	IND AA/ Stable	[ICRA]AA (Stable)
Motilal Oswal Home Finance Limited	CRISIL AA / Stable	IND AA / Stable	-	CRISIL AA / Stable	IND AA / Stable	-

Note: These ratings indicate strong degree of safety regarding timely servicing of financial obligations of the Group.

Note 49 Related Party Disclosure

I. List of related parties and their relationship:

A) Enterprises in which Key Managerial Personnel have control

- OSAG Enterprises LLP

B) Enterprises in which Key Management Personnel and their relatives exercises Significant Influence

- Raamdeo Agarawal HUF
- Textile Exports Private Limited
- Motilal Oswal Foundation
- Motilal Oswal HUF
- Motilal Oswal Family Trust
- Boundless Media Private Limited
- Shalibhadra N Shah HUF
- Like Minded Wealth Creation Trust
- Agarawal Portfolios
- Navshital Consultants LLP
- Gracious Advisors LLP
- Opulency Advisors and Consultants LLP
- Maniramka Advisors and Consultants LLP

c) Key management personnel

1. Mr. Motilal Oswal	Managing Director and Chief executive officer
2. Mr. Raamdeo Agarawal	Non-Executive Chairman
3. Mr. Navin Agarwal	Non-Executive Director
4. Mr. Ajay Menon	Whole-time Director
5. Mr. Rajat Rajgarhia	Whole-time Director
6. Mr. Shalibhadra Shah	Chief Financial Officer

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

c) Key management personnel

7. Mr. Kailash Purohit	Company Secretary & Compliance Officer
8. Mr. Chitradurga Narasimha Murthy	Independent Director
9. Mr. Pankaj Bhansali	Independent Director
10. Mrs. Divya Sameer Momaya	Independent Director
11. Mr. Chandrashekhar Anant Karnik	Independent Director
12. Mrs. Swanubhuti Jain	Independent Director

c) Relatives of Key Management Personnel

1. Ms. Vimla Oswal	- Spouse of Mr. Motilal Oswal
2. Mr. Pratik Oswal	- Son of Mr. Motilal Oswal
3. Ms. Vimladevi Salecha	- Sister of Mr. Motilal Oswal
4. Mr. Rajendra Gopilal Oswal	- Brother of Mr. Motilal Oswal
5. Ms. Natasha Oswal	- Daughter-in-law of Mr. Motilal Oswal
6. Mr. Pratik Mehta	- Son-in-law of Mr. Motilal Oswal
7. Ms. Suneeta Agarawal	- Spouse of Mr. Raamdeo Agarawal
8. Mr. Vaibhav Agarawal	- Son of Mr. Raamdeo Agarawal
9. Mr. Dhairya Agarawal	- Grandson of Mr. Raamdeo Agarawal
10. Ms. Vedika Karnani	- Daughter-in-law of Mr. Raamdeo Agarawal
11. Dr. Karoon Ramgopal Agarawal	- Brother of Mr. Raamdeo Agarawal
12. Mr. Vinay R. Agarawal	- Brother of Mr. Raamdeo Agarawal
13. Mr. Sukhdeo Ramgopal Agarawal	- Brother of Mr. Raamdeo Agarawal
14. Mr. Govinddeo R. Agarawal	- Brother of Mr. Raamdeo Agarawal
15. Mr. Satish Agarawal	- Brother of Mr. Raamdeo Agarawal
16. Ms. Suman Agarawal	- Sister of Mr. Raamdeo Agarawal
17. Ms. Anita Anandmurthy Agarawal	- Sister of Mr. Raamdeo Agarawal
18. Ms. Chanda Agarwal	- Mother of Mr. Navin Agarawal
19. Ms. Asha Menon	- Sister of Mr. Ajay Menon
20. Ms. Kamalam Menon	- Mother of Mr. Ajay Menon
21. Ms. Priti Shah	- Spouse of Mr. Shalibhadra Shah
22. Ms. Lalita Rajgarhia	- Mother of Mr. Rajat Rajgarhia

E) Associate

- India Reality Excellence Fund II LLP

II. Transactions with related parties and outstanding balances:

a) Transactions with related parties:

Particulars	Name of the related party	Key managerial personnel/ relative of key managerial personnel		Other related parties*		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Interest income/ (expense)	Mr. Shalibhadra Shah	-	3	-	-	-	3
	Like Minded Wealth Creation Trust	-	-	-	6	-	6
	Mr. Ajay Menon	-	0	-	-	-	0
Total		-	3	-	6	-	9
Managerial remuneration**	Mr. Motilal Oswal	240	249	-	-	240	249
	Mr. Navin Agarwal	1,727	1,425	-	-	1,727	1,425
	Mr. Ajay Menon	1,648	1,033	-	-	1,648	1,033
	Mr. Rajat Rajgarhia	910	449	-	-	910	449

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(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Name of the related party	Key managerial personnel/ relative of key managerial personnel		Other related parties*		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Managerial remuneration**	Mr. Shalibhadra Shah	295	187	-	-	295	187
	Mr. Kailash Purohit	51	36	-	-	51	36
	Mr. Pratik Oswal	19	52	-	-	19	52
Total		4,890	3,431	-	-	4,890	3,431
Subscription of equity shares (under ESOP scheme) including premium	Mr. Ajay Menon	400	-	-	-	400	-
	Mr. Rajat Rajgarhia	140	-	-	-	140	-
	Mr. Shalibhadra Shah	168	6	-	-	168	6
	Mr. Kailash Purohit	21	-	-	-	21	-
Total		729	6	-	-	729	6
Lapse of equity shares (under ESOP scheme)	Mr. Ajay Menon	-	43	-	-	-	43
Total		-	43	-	-	-	43
Director sitting fees	Mr. Chitradurga Narasimha Murthy	4	2	-	-	4	2
	Mr. Pankaj Bhansali	4	2	-	-	4	2
	Mrs. Divya Sameer Momaya	3	2	-	-	3	2
	Mr. Chandrashekhar Anant Karnik	4	2	-	-	4	2
	Mrs. Swanubhuti Jain	4	4	-	-	4	4
	Total		19	12	-	-	19
Director commission	Mr. Raamdeo Agarawal	240	240	-	-	240	240
	Mr. Chitradurga Narasimha Murthy	6	3	-	-	6	3
	Mr. Pankaj Bhansali	5	3	-	-	5	3
	Mrs. Divya Sameer Momaya	5	3	-	-	5	3
	Mr. Chandrashekhar Anant Karnik	7	7	-	-	7	7
	Mrs. Swanubhuti Jain	5	3	-	-	5	3
Total		268	259	-	-	268	259
Reimbursement of expenses	Mr. Raamdeo Agarawal	-	74	-	-	-	74
Total		-	74	-	-	-	74
Donation given	Motilal Oswal Foundation	-	-	1,356	1,554	1,356	1,554
Total		-	-	1,356	1,554	1,356	1,554
Rent (received)/paid	Boundless Media Private Limited	-	-	(1)	(1)	(1)	(1)
	Textile Exports Private Limited	-	-	15	16	15	16
Total		-	-	14	15	14	15
Business support service (received)/paid	Boundless Media Private Limited	-	-	(1)	(1)	(1)	(1)
Total		-	-	(1)	(1)	(1)	(1)
Brokerage and depository income	Mr. Motilal Oswal	-	3	-	-	-	3
	Mr. Raamdeo Agarawal	1	4	-	-	1	4
	Mr. Navin Agarwal	0	1	-	-	0	1
	Mr. Ajay Menon	2	1	-	-	2	1
	Mr. Rajat Rajgarhia	1	2	-	-	1	2
	Mr. Shalibhadra Shah	0	1	-	-	0	1

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Name of the related party	Key managerial personnel/ relative of key managerial personnel		Other related parties*		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Brokerage and depository income	Mr. Kailash Purohit	0	0	-	-	0	0
	Ms. Vimla Oswal	-	3	-	-	-	3
	Ms. Natasha Oswal	-	0	-	-	-	0
	Mr. Pratik Mehta	0	0	-	-	0	0
	Ms. Vimladevi Salecha	-	0	-	-	-	0
	Mr. Rajendra Oswal	0	0	-	-	0	0
	Motilal Oswal Family Trust	-	-	-	10	-	10
	India Reality Excellence Fund II LLP	-	-	0	0	0	0
	OSAG Enterprises LLP	-	-	-	0	-	0
	Ms. Vedika Karnani	-	0	-	-	-	0
	Dr. Karoon Ramgopal Agarawal	1	0	-	-	1	0
	Mr. Vinay R. Agarawal	0	0	-	-	0	0
	Mr. Sukhdeo Ramgopal Agarawal	6	3	-	-	6	3
	Mr. Govinddeo R. Agarawal	-	0	-	-	-	0
	Mr. Satish Agarawal	1	0	-	-	1	0
	Ms. Anita Anandmurthy Agrawal	0	0	-	-	0	0
	Raamdeo Agarawal HUF	-	-	-	3	-	3
	Navshital Consultants LLP	-	-	-	0	-	0
	Gracious Advisors LLP	-	-	-	0	-	0
	Opulency Advisors and Consultants LLP	-	-	-	0	-	0
	Ms. Kamalam Menon	4	0	-	-	4	0
	Ms. Asha Menon	2	1	-	-	2	1
	Ms. Lalita Rajgarhia	-	0	-	-	-	0
	Ms. Suneeta Agarawal	-	1	-	-	-	1
	Mrs. Divya Sameer Momaya	0	0	-	-	0	0
	Like Minded Wealth Creation Trust	0	-	-	-	0	-
Ms. Priti Shah	0	0	-	-	0	0	
Shalibhadra N Shah HUF	-	-	0	0	0	0	
Total		18	20	0	13	18	33
Brokerage/Other sharing	Mr. Sukhdeo Ramgopal Agarawal	4	4	-	-	4	4
	Dr. Karoon Ramgopal Agarawal	1	0	-	-	1	0
	Ms. Kamalam Menon	-	0	-	-	-	0
	Ms. Asha Menon	1	0	-	-	1	0
	Mr. Satish Agrawal	0	-	-	-	0	-
Total		6	4	-	-	6	4

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Name of the related party	Key managerial personnel/ relative of key managerial personnel		Other related parties*		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Partnership gain/ (loss)	India Reality Excellence Fund II LLP	-	-	212	423	212	423
Total		-	-	212	423	212	423
Loans given/ (received)	Mr. Shalibhadra Shah	20	-	-	-	20	-
	Mr. Kailash Purohit	3	-	-	-	3	-
	Like Minded Wealth Creation Trust	-	-	2	43	2	43
Total		23	-	2	43	25	43
Loans repayment (received)/ given	Mr. Shalibhadra Shah	(7)	-	-	-	(7)	-
	Mr. Kailash Purohit	(0)	-	-	-	(0)	-
Total		(7)	-	-	-	(7)	-
Dividend paid	Mr. Motilal Oswal	1,343	774	-	-	1,343	774
	Mr. Raamdeo Agarawal	6,814	4,004	-	-	6,814	4,004
	Motilal Oswal HUF	-	-	0	0	0	0
	Raamdeo Agarawal HUF	-	-	764	451	764	451
	Ms. Suneeta Agarawal	1,083	639	-	-	1,083	639
	Ms. Vimla Oswal	21	12	-	-	21	12
	Mr. Rajendra Gopilal Oswal	9	5	-	-	9	5
	Dr. Karoon Ramgopal Agarawal	13	10	-	-	13	10
	Mr. Vinay R. Agarawal	17	10	-	-	17	10
	Mr. Sukhdeo Ramgopal Agarawal	13	8	-	-	13	8
	Mr. Govinddeo R. Agarawal	9	6	-	-	9	6
	Mr. Dhairya Agrawal	21	9	-	-	21	9
	Mr. Pratik Mehta	3	1	-	-	3	1
	Ms. Suman Agrawal	17	10	-	-	17	10
	Mr. Satish Agrawal	13	8	-	-	13	8
	Ms. Anita Anandmurthy Agrawal	14	8	-	-	14	8
	Ms. Vimladevi Salecha	0	0	-	-	0	0
	Ms. Vedika Karnani	17	10	-	-	17	10
	Mr. Vaibhav Raamdeo Agarawal	43	25	-	-	43	25
	Mr. Pratik Motilal Oswal	377	-	-	-	377	-
	Motilal Oswal Family Trust	-	-	6,928	4,308	6,928	4,308
	Mr. Navin Agarwal	1,298	766	-	-	1,298	766
	Mr. Ajay Menon	67	37	-	-	67	37
	Mr. Rajat Rajgarhia	297	173	-	-	297	173
	Mr. Shalibhadra Shah	9	4	-	-	9	4
	Mr. Kailash Purohit	0	-	-	-	0	-
	OSAG Enterprises LLP	-	-	0	0	0	0
Total		11,498	6,519	7,692	4,759	19,190	11,278

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Name of the related party	Key managerial personnel/ relative of key managerial personnel		Other related parties*		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Portfolio management services fee	Mr. Raamdeo Agarwal	4	4	-	-	4	4
	Ms. Suneeta Agarwal	68	46	-	-	68	46
	Mr. Shalibhadra Shah	2	2	-	-	2	2
	Mr. Ajay Menon	1	1	-	-	1	1
	Ms. Chanda Agarwal	0	0	-	-	0	0
	Ms. Vedika Karnani	-	1	-	-	-	1
	Mr. Vaibhav Agarwal	-	14	-	-	-	14
Total		75	68	-	-	75	68

b) Outstanding balances of related parties:

Particulars	Name of the related party	Key managerial personnel/ relative of key managerial personnel		Other related parties*		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Loans and advances given / (received)	Mr. Shalibhadra Shah	13	-	-	-	13	-
	Mr. Kailash Purohit	3	-	-	-	3	-
	Like Minded Wealth Creation Trust	-	-	63	61	63	61
Total		16	-	63	61	79	61
Other receivables / (payables)	OSAG Enterprises LLP	-	-	1	2	1	2
	Boundless Media Private Limited	-	-	1	0	1	0
	Like Minded Wealth Creation Trust	-	-	1	1	1	1
Total		-	-	3	3	3	3

c) Maximum / outstanding balance in respect of investments in related parties :

Particulars	Name of the related party	Key managerial personnel/ relative of key managerial personnel		Other related parties*		Total	
		For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023	For the Year ended 31 March 2024	For the Year ended 31 March 2023
Investment outstanding balance	India Reality Excellence Fund II LLP	-	-	573	1,455	573	1,455

Note : As the liabilities for defined benefit plans are provided on actuarial basis for the Company as a whole, the amounts pertaining to Key Management Personnel are not included above.

*Other related parties includes Associate and Enterprises over which Key Management Personnel/Relative of Key Management Personnel exercise control/significant influence.

** The above numbers are in the nature of Short term employee benefits as per IND AS 24.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Managerial remuneration does not include provision for gratuity and Insurance premiums for medical and life. Post employment benefits and other long term benefits are determined for all the employees on actuarial valuation basis. Hence, it is not possible to identify and segregate such compensation pertaining to KMP's for other long term employee benefits and post retirement employee benefits.

Note 50 Disclosure pursuant to Ind AS -19 "Employee benefits" is given as below:

a) Defined Contribution Plan

Contribution to defined contribution plans, recognised as expense for the year is as under :

Particulars	31 March 2024	31 March 2023
Contribution to Provident Fund and Administrative Expenses	3,246	2,750
Contribution to ESIC	157	188
Contribution to Labour welfare fund	4	4
Contribution to NPS	218	154
Total	3,625	3,096

b) Defined benefit plan

The Group provides for gratuity benefit which is a defined benefit plan covering all its eligible employees. This plan is unfunded. The gratuity benefits are subject to a maximum limit of up to ₹20 lakhs. The following table set out the status of the gratuity plan as specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules 2014 (as amended) under Ind AS 19 "Employee benefits" and the reconciliation of opening and closing balances of the present value of the defined benefit obligation.

Particulars	Gratuity		Heritage club benefits	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
i) Actuarial assumptions				
Mortality	IALM (2012-014) Ultimate	IALM (2012-014) Ultimate	IALM (2012-014) Ultimate	IALM (2012-014) Ultimate
Discount Rate (per annum)	3.73%-7.34%	3.73%-7.34%	3.93%	3.93%
Rate of escalation in salary (per annum)	3.22%-9.27%	3.22%-9.27%	-	-
Expected rate of return on plan assets (per annum)	-	-	-	-
Employee Attrition Rate (Past Service)	PS: 0 to 37 : 54.71%	PS: 0 to 37 : 54.71%	PS: 0 to 37 : 54.43%	PS: 0 to 37 : 54.43%
Expected average remaining service				
D1 to D5				
E1 to E3				
M1 to M3 & MT				
VI to V6				
ii) Changes in present value of obligations (PVO)				
PVO at beginning of period	3,769	3,335	380	212
Interest cost	188	140	-	-
Current service cost	884	852	87	168
Transfer In-Liability	81	0	-	-
Transfer Out-Liability	(82)	(4)	-	-
Benefits paid	(598)	(385)	-	-

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Gratuity		Heritage club benefits	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
Contributions by plan participants	-	-	-	-
Actuarial (Gain)/Loss on obligation	510	(169)	-	-
PVO at end of period	4,752	3,769	467	380
III) Interest expense				
Interest cost	188	140	-	-
IV) fair value of plan assets				
Fair Value of Plan Assets at the beginning	-	-	-	-
Interest income	-	-	-	-
V) Net Liability				
PVO at beginning of period	3,769	3,335	380	212
Net Liability at the beginning of the period	3,769	3,335	380	212
VI) Net Interest				
Interest Expenses	188	140	-	-
Net Interest	188	140	-	-
VII) Actual return on plan assets				
Less Interest income included above	-	-	-	-
Return on plan assets excluding interest income	-	-	-	-
VIII) Actuarial (Gain)/loss on obligation				
Due to Demographic Assumption	351	(164)	-	-
Due to Financial Assumption	114	(84)	-	-
Due to Experience	45	79	-	-
Total Actuarial (Gain)/Loss	510	(169)	-	-
IX) Fair Value of Plan Assets				
Contributions by Employer	598	385	-	-
Benefits Paid	(598)	(385)	-	-
X) Past Service Cost Recognised				
Recognised Past service Cost-non vested benefits	-	-	-	-
XI) Amounts to be recognized in the balance sheet and statement of profit & loss account				
PVO at end of period	4,752	3,769	467	380
Funded Status	(4,752)	(3,769)	(467)	(380)
Net Asset/(Liability) recognized in the balance sheet	(4,752)	(3,769)	(467)	(380)

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Gratuity		Heritage club benefits	
	As at 31 March 2024	As at 31 March 2023	As at 31 March 2024	As at 31 March 2023
XII) Expense recognised in the statement of profit and loss				
Current service cost	884	852	87	168
Net Interest	188	140	-	-
Transfer In-Liability	16	0	-	-
Transfer Out-Liability	(0)	(4)	-	-
Expense recognized in the statement of profit and loss	1,088	988	87	168
XIII) Other Comprehensive Income (OCI)				
Actuarial (Gain)/Loss recognized for the period	510	(169)	-	-
Unrecognized Actuarial (Gain)/Loss from previous period	-	-	-	-
Total Actuarial (Gain)/Loss recognized in (OCI)	510	(169)	-	-
XIV) Movement in liability recognized in balance sheet				
Opening net liability	3,769	3,335	380	212
Adjustment to opening balance	-	-	-	-
Transfer In-Liability	80	0	-	-
Transfer Out-Liability	(82)	(4)	-	-
Expenses as above	1,073	992	87	168
Contribution paid	(598)	(385)	-	-
Other Comprehensive Income(OCI)	510	(169)	-	-
Closing net liability	4,752	3,769	467	380
XV)Projected Service Cost 31 Mar 2024	1,183	783	-	-

XVI) Sensitivity Analysis

Particulars	DR: Discount Rate		ER : Salary escalation rate:	
	PVO DR +1%	PVO DR -1%	PVO ER +1%	PVO ER -1%
PVO	4,529	4,203	4,893	4,080

XVII) Expected Pay-out

Year	Expected			Expected Outgo		
	Outgo First	Outgo Second	Outgo Third	Fourth	Fifth	Outgo Six to Ten year
	948	731	611	564	549	1,728

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Asset Liability Comparisons

Particulars	31-Mar-20	31-Mar-21	31-Mar-22	31-Mar-23	31-Mar-24
PVO at End of period	2,474	2,742	3,336	3,769	4,752
Plan Assets	-	-	-	-	-
Surplus / (Deficit)	(2,474)	(2,742)	(3,336)	(3,769)	(4,752)
Experience adjustments on plan assets	-	-	-	-	-

Note: 51 Disclosure relating to Employee Stock Option Scheme

Details of stock options

Motilal Oswal Asset Management Company Limited -Employees' Stock Option Scheme - II (ESOP - II)

The ESOP - II was approved by the Board of Directors at their meeting held on 21 July, 2014 for grant of 50 lakhs equity shares of Rs.10 each.

During the year ended 31 March 2017, the Company has sub divided 650 lakhs equity share of ₹10 each into 6500 lakhs equity share of Re. 1 each. Hence, the options granted are also sub-divided in the same proportion.

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -V (ESOS-V)

The Scheme was approved by Board of Directors on 18 October 2007 and by the shareholders on 4 December 2007 by postal ballot and is for issue of 2,500,000 options representing 2,500,000 Equity shares of Re. 1 each

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -VI (ESOS-VI)

The Scheme was approved by Board of Directors on 21 April 2008 and by the shareholders in AGM dated 08 July 2008 and is for issue of 5,000,000 options representing 5,000,000 Equity shares of Re. 1 each

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -VII (ESOS-VII)

The Scheme was approved by Board of Directors on 19 July 2014 and by the shareholders in AGM dated 22 August 2014 and is for issue of 2,500,000 options representing 2,500,000 Equity shares of Re. 1 each

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -VIII (ESOS-VIII)

The Scheme was approved by Board of Directors on 27 April 2017 and by the shareholders in AGM dated 27 July 2017 and is for issue of 3,000,000 options representing 3,000,000 Equity shares of Re. 1 each

Motilal Oswal Financial Services Limited -Employees Stock Option Scheme -IX (ESOS-IX)

The Scheme was approved by Board of Directors on 29 April 2021 and by the shareholders in AGM dated 09 August 2021 and is for issue of 3,000,000 options representing 3,000,000 Equity shares of Re. 1 each

Motilal Oswal Wealth Management Company Limited -Employees' Stock Option Scheme - I (ESOS - I)

The ESOS - I was approved by the Board of Directors at its meeting on April 22, 2016 and by the members at the meeting held on April 29, 2016) consisting of 8,000 Stock Option of Rupees 10 each. Pursuant to approval of the members at its meeting dated February 20, 2017 for sub-division of face value of equity shares from Rupees 10 to Rupee 1 each, the total number of options allotted and granted also stands sub-divided i.e. total kitty of 80,000 stock option of Rupee 1 each.

Motilal Oswal Home Finance Ltd -Employees' Stock Option Scheme 2014 - (ESOS - 2014)

The Scheme was approved by Board of Directors on 11 September 2014 and by the shareholders in EGM dated 16 October 2014 for issue of 50,000,000 options representing 50,000,000 Equity shares of Re. 1 each. The grant of stock options for the aforesaid scheme has been done in three tranches.

Motilal Oswal Home Finance Ltd - Employees' Stock Option Scheme 2016 (ESOS-2016)

The Scheme was approved by Board of Directors on 29 April 2016 and by the shareholders in AGM dated 07 July 2016 for issue of 50,000,000 options representing 50,000,000 Equity shares of Re. 1 each. The grant of stock options for the aforesaid scheme has been done in five tranches.

Motilal Oswal Home Finance Ltd - Employees' Stock Option Scheme 2017 (ESOS-2017)

The Scheme was approved by Board of Directors on 25 April 2017 and by the shareholders in EGM dated 25 May 2017 for issue of 10,000,000 options representing 10,000,000 Equity shares of Re. 1 each. The grant of stock options for the aforesaid scheme has been done in two tranches.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Motilal Oswal Home Finance Ltd – Employees’ Stock Option Scheme 2017 (ESOS-2017 H Co.) (Issued to Holding Company Employees)

The Scheme was approved by Board of Directors on 25 April 2017 and by the shareholders in EGM dated 25 May 2017 for issue of 30,000,000 options representing 30,000,000 Equity shares of Re. 1 each.

Motilal Oswal Home Finance Ltd – Employees’ Stock Option Scheme 2022 (IV)

The Scheme was approved by Board of Directors on 26 April 2022 and by the shareholders meeting dated 24 June 2022 for issue of 100,000,000 options representing 100,000,000 Equity shares of Re. 1 each.

Motilal Oswal Home Finance Ltd – Employees’ Stock Option Scheme 2023 (V)

The Scheme was approved by Board of Directors on 26 April 2023 and by the shareholders meeting dated 22 June 2023 for issue of 100,000,000 options representing 100,000,000 Equity shares of Re. 1 each.

The activity in the stock options during the year ended 31 March 2024 and 31 March 2023 is set below:

Particulars	As at 31 March 2024		As at 31 March 2023	
	In Numbers	Weighted Average Exercise Price (In Rs.)	In Numbers	Weighted Average Exercise Price (In Rs.)
The MOAMC (ESOP-II) : (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	-	-	4,00,000	22.00
Add: Granted	-	-	-	-
Less: Exercised	-	-	-	-
Less: Forfeited	-	-	-	-
Less: Lapsed	-	-	4,00,000	22.00
Option outstanding end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-
The MOFSL (ESOP-V) : (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	30,000	794.10	20,000	430.10
Add Granted	-	-	20,000	905.00
Less: Exercised	12,000	627.75	10,000	287.90
Less: Forfeited	-	-	-	-
Less: Lapsed	-	-	-	-
Option outstanding end of the year	18,000	905.00	30,000	794.10
Exercisable at the end of the year	-	-	10,000	572.30
The MOFSL (ESOP-VI) : (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	69,595	685.96	59,595	649.20
Add Granted	-	-	30,000	905.00
Less: Exercised	1,000	905.00	-	-
Less: Forfeited	-	-	-	-
Less: Lapsed	-	-	20,000	905.00
Option outstanding end of the year	68,595	682.76	69,595	685.96
Exercisable at the end of the year	33,345	606.14	28,095	588.60
The MOFSL (ESOP-VII) : (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	3,31,050	679.64	3,92,550	635.06
Add Granted	1,04,776	1,223.00	50,000	905.00
Less: Exercised	91,150	610.44	29,200	596.72
Less: Forfeited	-	-	-	-
Less: Lapsed	85,150	666.90	82,300	633.32
Option outstanding end of the year	2,59,526	927.49	3,31,050	679.64

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(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024		As at 31 March 2023	
	In Numbers	Weighted Average Exercise Price (In Rs.)	In Numbers	Weighted Average Exercise Price (In Rs.)
Exercisable at the end of the year	57,250	607.32	1,46,050	581.45
The MOFSL (ESOP-VIII) : (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	25,85,585	737.87	24,44,050	740.74
Add Granted	1,80,248	905.55	6,58,535	741.35
Less: Exercised	7,10,075	753.63	3,750	700.00
Less: Forfeited	-	-	-	-
Less: Lapsed	2,30,450	723.80	5,13,250	756.28
Option outstanding end of the year	18,25,308	750.08	25,85,585	737.87
Exercisable at the end of the year	3,61,650	775.03	7,89,800	789.51
The MOFSL (ESOP-IX) : (Face value of Re. 1/- each)				
Option outstanding at the beginning of the year	23,23,004	735.60	26,59,172	692
Add Granted	5,07,931	563.30	1,74,634	736
Less: Exercised	2,45,940	653.96	2,95,802	253
Less: Forfeited	-	-	-	-
Less: Lapsed	3,23,754	578.51	2,15,000	856
Option outstanding end of the year	22,61,241	728.27	23,23,004	735.60
Exercisable at the end of the year	1,69,592	778.61	2,85,870	451.03
The MOWML (ESOS-I) : (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	-	-	-	-
Add Granted	-	-	-	-
Less: Exercised	-	-	-	-
Less: Forfeited	-	-	-	-
Less: Lapsed	-	-	-	-
Option outstanding end of the year	-	-	-	-
Exercisable at the end of the year	-	-	-	-
The MOHFL (ESOS 2014) : (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	2,27,49,500	3.65	2,42,23,000	3.39
Add Granted	1,16,80,000	4.20	82,80,500	4.25
Less: Exercised	28,07,000	3.29	20,43,000	3.26
Less: Lapsed	60,99,500	3.72	77,11,000	3.56
Option outstanding end of the year	2,55,23,000	3.93	2,27,49,500	3.65
Exercisable at the end of the year	37,99,750	3.55	1,44,750	3.50
The MOHFL (ESOS 2016) : (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	3,35,40,640	3.94	4,10,72,000	3.54
Add: Granted	2,27,55,000	4.20	2,88,09,250	4.25
Less: Exercised	11,56,250	3.47	7,17,610	3.03
Less: Lapsed	1,27,85,965	3.80	3,56,23,000	3.75
Option outstanding end of the year	4,23,53,425	4.13	3,35,40,640	3.94
Exercisable at the end of the year	46,50,700	4.19	9,19,393	3.44
The MOHFL (ESOS 2017) - Grant I : (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	60,87,500	4.16	13,42,000	3.63
Add: Granted	29,35,000	4.20	81,17,500	4.25
Less: Exercised	1,40,000	3.50	6,16,000	4.20
Less: Lapsed	12,00,000	4.25	27,56,000	4.16

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(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024		As at 31 March 2023	
	In Numbers	Weighted Average Exercise Price (In Rs.)	In Numbers	Weighted Average Exercise Price (In Rs.)
Option outstanding end of the year	76,82,500	4.17	60,87,500	4.16
Exercisable at the end of the year	12,77,250	4.25	-	-
The MOHFL (ESOS 2017) (Holding company): (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	5,50,000	4.05	43,53,000	2.05
Add: Granted	-	-	1,00,000	4.25
Less: Exercised	85,000	4.03	29,78,500	1.64
Less: Lapsed	90,000	4.25	9,24,500	2.42
Option outstanding end of the year	3,75,000	4.00	5,50,000	4.05
Exercisable at the end of the year	-	-	-	-
The MOHFL (ESOS 2022): (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	4,93,85,000	4.25	-	-
Add: Granted	6,25,95,000	4.36	5,55,47,500	4.25
Less: Exercised	2,29,500	4.25	-	-
Less: Lapsed	1,57,25,000	4.26	61,62,500	4.25
Option outstanding end of the year	9,60,25,500	4.32	4,93,85,000	4.25
Exercisable at the end of the year	64,99,000	4.25	-	-
The MOHFL (ESOS 2023): (Face value of Re. 1 each)				
Option outstanding at the beginning of the year	-	-	-	-
Add: Granted	9,62,85,000	2.79	-	-
Less: Exercised	-	-	-	-
Less: Lapsed	40,000	4.50	-	-
Option outstanding end of the year	9,62,45,000	2.79	-	-
Exercisable at the end of the year	-	-	-	-

Fair value on the grant date

The fair value at grant date is determined using "Black Scholes Model" which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option. All the underlying assumption considered for fair valuation is based on Motilal Oswa Financial Services Limited fair valuation.

Employees' Stock Options Scheme (ESOP) :

Particulars	MOAMC Scheme II	MOFSL Scheme V	MOFSL Scheme VI	MOFSL Scheme VII	MOFSL Scheme VIII	MOFSL Scheme IX	Scheme I (MOWM)
Date of Grant	Various dates	Various Dates	Various Dates	Various Dates	Various Dates	Various Dates	Various dates
Date of Board Approval	Various dates	Various Dates	Various Dates	Various Dates	Various Dates	Various Dates	22 April 2016
Date of Shareholder's approval	21 July 2011	4 December 2007	8 July 2008	22 August 2014	27 July 2017	9-Aug-2021	29 April 2016
Method of Settlement	Equity shares	Equity shares	Equity shares	Equity shares	Equity Shares	Equity Shares	Equity Shares
Vesting Period	Not later than 6 years from the date of grant	1 year to 5 years	1 year to 5 years	1 year to 7 years	1 year to 4 years	1 Years to 6 Years	Not later than 7 years from the date of grant

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(All amounts are in INR Lakhs, unless otherwise stated)

Employees' Stock Options Scheme (ESOP) :

Particulars	MOAMC Scheme II	MOFSL Scheme V	MOFSL Scheme VI	MOFSL Scheme VII	MOFSL Scheme VIII	MOFSL Scheme IX	Scheme I (MOWM)
Weighted Average Remaining Contractual Life							
Current year -Granted but not Vested	-	6.87 years	6.45 years	5.33 years	4.22 years	6.81 Years	-
Current year -Vested but not exercised	-	0 years	2.59 years	0.31 years	0.72 years	0.34 years	-
Current year -Weighted Average Share Price at the date of exercise for stock options exercised during the year	-	₹967.79	₹1838.55	₹1166.28	₹1429.34	₹1320.39	-
Previous year -Granted but not Vested	-	3.59 years	4.62 years	4.58 years	4.27 years	2.25 Years	-
Previous year -Vested but not exercised	-	0.75 years	1 years	0.41 years	0.79 years	0.02 years	-
Previous year -Weighted Average Share Price at the date of exercise for stock options exercised during the year	-	₹777.40	-	₹746.87	₹742.04	₹662.04	-
Exercise Period	Within a period of 84 months from the date of vesting	Within 1 to 5 years of vesting of options					1 year to 3 years from the date of vesting and as per terms and conditions of scheme and grant
Vesting Conditions	Vesting of options would be subject to continued employment with the Company and/or its holding/ subsidiary and thus the options would vest on passage of time. In addition to this, the Remuneration/ Compensation Committee may also specify certain performance parameters subject to which the options would vest. In case of performance based vesting, the options would vest on achievement of performance parameters irrespective of the time horizon. However no such performance based vesting is mentioned in the ESOP-I Scheme in MOWML.						
Weighted Average Fair Value of options (granted but not vested) as on grant date	-	₹365 (Previous year ₹351.13)	₹253.72 (Previous year ₹240.45)	₹603.72 (Previous year ₹244.72)	₹307.20 (Previous year ₹257.82)	₹376.88 (Previous year ₹382.12)	-
Range of Risk free interest rate	7.13%	7.10%	5.63% - 7.1%	5.63% - 7.25%	5.63% - 7.38%	5.63% - 7.38%	7.37% - 7.72%
Dividend yield	1.00%	1.00%	1% - 1.38%	1% - 1.38%	0.5% - 1.38%	1.09% - 1.38%	1%
Expected volatility	40.00%	40.00%	40.00%	40.00%	40.00%	40.00%	40.00%

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(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	MOHFL ESOS 2014	MOHFL ESOS 2016	MOHFL ESOS 2017	MOHFL ESOS 2017 H Co.	MOHFL ESOS 2022 (IV)	MOHFL ESOS 2023 (V)
Date of Grant	Various dates	Various dates	Various dates	Various dates	Various dates	Various dates
Date of Board Approval	11-Sep-14	29-Apr-16	25-Apr-17	25-Apr-17	26-Apr-22	26-Apr-23
Date of Shareholder's approval	16-Oct-14	07-Jul-16	25-May-17	25-May-17	24-Jun-22	22-Jun-23
Method of Settlement	Equity shares	Equity shares	Equity shares	Equity shares	Equity shares	Equity shares
Vesting Period	1 year to 4 years	1 year to 4 years	1 year to 4 years	1 year to 5 years	1 year to 6 years	1 year to 6 years
Weighted Average Remaining Contractual Life						
Current year. -Granted but not Vested	6.52 Years	6.7 Years	6.67 Years	6.73 Years	6.55 Years	8.79 Years
Current year -Vested but not exercised	0.77 Years	0.61 Years	1 Years	0 Years	0.35 Years	0 Years
Current year -Weighted Average Share Price at the date of exercise for stock options exercised during the year	4.34	4.35	4.36	4.34	4.36	-
Weighted Average Remaining Contractual Life						
Previous year -Granted but not Vested	2.41 Years	2.35 Years	2.52 Years	2.82 Years	2.45 Years	-
Previous year -Vested but not exercised	0 Years	0 Years	0 Years	0 Years	0 Years	-
Previous year -Weighted Average Share Price at the date of exercise for stock options exercised during the year	4.13	4.13	4.13	4.13	4.13	-
Exercise Period	Within a period of 5 years from the date of vesting or in case of resignation, the options shall be exercised within 90 days from the date of resignation or such extended period as may be decided by the Nomination and Remuneration Committee.					
Vesting Conditions	Vesting of Options would be subject to continued employment with the Company and/or its holding/subsidiary, and thus the Options would vest on passage of time. In addition to this, the Remuneration/Compensation Committee may also specify certain performance parameters subject to which the options would vest. In case of performance based vesting, the options would vest on achievement of performance parameters irrespective of the time horizon.					
Weighted Average Fair Value of options (granted but not vested) as on grant date (In Rs.)	1.72	1.84	1.74	1.16	1.43	2.51
Range of Risk free interest rate	5.63% - 7.37%	5.63% - 7.25%	6.18% - 7.25%	5.63% - 7.1%	7.06% - 7.38%	7.06% - 7.25%
Dividend yield	1.00%	1.00%	1.00%	1.00%	1.00%	1.00%
Expected volatility of shares price*	40%	40%	40%	40%	40%	40%

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note

The vesting period of the Grant I & II of MOHFL ESOS 2014 and Grant I of ESOS 2016 has been extended from 6 months to 1 year pursuant to the resolution passed by the nomination and remuneration committee at its meeting held on 22 January 2018.

*Expected volatility has been calculated of listed holding company shares of Motilal Oswal Financial Services Limited long term average since listing.

The exercise pricing formula for MOAMC ESOP schemes are as under:

Scheme II

The Committee shall have the authority to determine the Exercise Price having regard to the valuation report of an independent practicing chartered accountant that may be based on such valuation method, as may be considered suitable by him, including but not restricted to the Net Asset Value Method, Discounted Cash Flow Method, Earnings Capitalisation Method, Dividend Yield Model, etc. and may also rely upon the future projections of the Company which would be prepared by the management from time to time having regard to the future potential and prospects of the Company.

The Committee shall in its absolute discretion, have the authority to grant the Options at such discount as it may deem fit.

The exercise pricing formula for MOWML ESOP schemes are as under:

The Committee shall have the authority to determine the Exercise Price having regard to the valuation report of an independent practicing chartered accountant that may be based on such valuation method, as may be considered suitable by him, including but not restricted to the Net Asset Value Method, Discounted Cash Flow Method, Earnings Capitalisation Method, Dividend Yield Model, etc. and may also rely upon the future projections of the Company which would be prepared by the management from time to time having regard to the future potential and prospects of the Company.

The Committee shall in its absolute discretion, have the authority to grant the Options at such discount as it may deem fit.

The exercise pricing formula for MOFSL ESOP schemes are as under:

Scheme V

Exercise price shall be the closing price of the Company's equity shares quoted on the BSE immediately preceding the date of Grant of the Stock Options, which for this purpose shall be the date on which the Committee grant the Stock Options, discounted by such percentage as may be determined by the Committee in the best interest of the various stakeholders in the prevailing market conditions

Scheme VI

Exercise price shall be the closing price of the Company's Equity Shares, prior to the date of grant of the Options, on the Stock Exchanges where the highest trading volume is recorded, discounted/increased by such percentage as may be determined by the Committee.

Scheme VII

Exercise price shall be the closing price of the Company's Equity Shares, prior to the date of grant of the Options, on the Stock Exchanges where the highest trading volume is recorded, discounted/increased by such percentage as may be determined by the Committee.

Scheme VIII

Exercise price shall be the closing price of the Company's Equity Shares, prior to the date of grant of the Options, on the Stock Exchanges where the highest trading volume is recorded, discounted/increased by such percentage as may be determined by the Committee.

Scheme IX

Exercise price shall be the closing price of the Company's Equity Shares, prior to the date of grant of the Options, on the Stock Exchanges where the highest trading volume is recorded, discounted/increased by such percentage as may be determined by the Committee.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)
The exercise pricing formula for MOHFL ESOS 2014, MOHFL ESOS 2016, MOHFL ESOS 2017 & MOHFL ESOS 2017 H Co are as under:

The nomination and remuneration committee shall have the authority to determine the exercise price having regard to the valuation report of an independent practicing chartered accountant that may be based on such valuation method, as may be considered suitable by him, including but not restricted to the Net Asset Value Method, Discounted Cash Flow Method, Earnings Capitalisation Method, Dividend Yield Model, etc. and may also rely upon the future projections of the Company, which would be prepared by the management from time to time having regard to the future potential and prospects of the Company. The said committee shall in its absolute discretion, have the authority to grant the options at such discount as it may deem fit.

Other Information regarding Employee Share Based Payment Plan is as below

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Expense arising from employee share based payment plans	2,493	2,897
Total carrying amount at the end of the period	9,869	9,449

The Company provides a sensitivity analysis to show the impact to the Company's profit before taxation in the event that forfeiture and performance condition assumptions exceed or are below the Company's estimations by the stated percentages.

Impact on the income statement on account of change in the assumption of estimate of exercising of options	For the year ended 31 March 2024	For the year ended 31 March 2023
(+)5%	(137)	(171)
(-)5%	137	171

Note 52 : Segment Reporting

The Chief Operating Decision Maker monitors the operating results of the business segment separately for the purpose of making decision about resource allocation and performance assessment. Segment performance evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements. The operating segments have been identified considering the nature of services, the differing risks and returns, the organization structure and the internal financial reporting system.

The business segment has been considered as the primary segment for disclosure. The primary business of the Group comprises of "Capital Market", "Asset and Wealth management", "Home Finance" and "Treasury Investments".

Capital Market activities includes broking services to clients, research and advisory services, financial product distribution, depository services, investment banking, margin trading funding, etc.

Asset and Wealth Management includes fee based services for management of assets.

Home Finance represents interest and other related income from affordable housing finance business.

Treasury Investments include investment and financing activities.

Since the business operations of the Group are primarily concentrated in India, the Group is considered to operate only in the domestic segment.

The accounting principles consistently used in the preparation of the financial statements are also consistently applied to record income and expenditure of individual segments.

Income and direct expenses in relation to segments are categorized based on items that can be individually identifiable to that segment. Certain expenses such as taxes, etc. are not specifically allocable to specific segments.

Assets / Liabilities to the extent directly identifiable to a segment have been categorized separately; others have been shown as "unallocable" in the total column. Other balance sheet items such as deferred tax liability are similarly not allocated to segments.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

During the quarter ending 31st March 2024, the company has adjusted capital allocation to the Operating & Treasury Investments segment. Consequently, segmental figures have been reorganized across all reporting periods. Additionally, Private Client Group, a subdivision of the Capital Markets segment, has been delineated from the Capital Markets and included in Asset & Wealth Management Segment, acknowledging akin client characteristics to the Wealth Management Business. Further during the quarter ending 31st March 2024, the company has also started levying interest on the capital being used by Treasury segment which pertains to different segments. This also has been adjusted retrospectively in all the comparative period presented for segment reporting. Both these changes are not having any impact on the financial statement of the company for either of the period presented herein.

Particulars	For the year ended	
	31 March 2024	31 March 2023
1. Revenue:		
1. Capital Market	3,70,583	2,63,772
a) External Revenue	2,57,133	1,83,769
b) Interest Income	1,13,450	80,003
2. Asset and Wealth Management	2,08,539	1,42,740
a) External Revenue	1,47,711	1,17,514
b) Interest Income	60,828	25,226
3. Home Finance	58,907	53,193
a) External Revenue	3,140	1,851
b) Interest Income	55,767	51,342
4. Treasury Investments	1,45,099	13,594
a) External Revenue	1,43,721	12,280
b) Interest Income	1,378	1,314
5. Unallocated	95	47
a) External Revenue	95	47
b) Interest Income	-	-
6. Inter-Segment	(70,171)	(53,634)
a) External Revenue	(28,220)	(18,578)
b) Interest Income	(41,951)	(35,056)
7. Total	7,13,052	4,19,712
a) External Revenue	5,23,580	2,96,883
b) Interest Income	1,89,472	1,22,829
1. Capital Market		
a) Interest Expense	47,118	28,157
b) Depreciation and amortization	7,232	5,032
2. Asset and Wealth Management		
a) Interest Expense	31,281	10,948
b) Depreciation and amortization	311	288
3. Home Finance		
a) Interest Expense	25,042	21,856
b) Depreciation and amortization	521	369
4. Unallocated		
a) Interest Expense	-	-
b) Depreciation and amortization	-	-
5. Treasury Investments		
a) Interest Expense	41,001	34,307
b) Depreciation and amortization	194	149
6. Inter-Segment		
a) Interest Expense	(43,028)	(35,685)
b) Depreciation and amortization	-	-

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(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	For the year ended	
	31 March 2024	31 March 2023
7. Total		
a) Interest Expense	1,01,414	59,583
b) Depreciation and amortization	8,258	5,838
2. Segment results		
(a) Capital Market	1,09,096	73,552
(b) Asset and Wealth Management	79,193	57,729
(c) Home Finance	17,352	17,758
(d) Treasury Investments	1,00,376	(20,643)
(e) Unallocated	(2,306)	(1,870)
Less : Inter segment	(523)	(2,301)
Total segment results	3,03,188	1,24,225
Tax expense:		
Current tax	43,445	29,062
Deferred tax	15,507	1,823
Short/(excess) provision for earlier years	(326)	58
Profit from ordinary activities	2,44,562	93,282
Add : Share of profit/(loss) from associate (net of taxes)	(1)	196
Profit after tax including share of associate	2,44,561	93,478
Less: Non controlling interest	455	309
Net profit/(loss) attributable to Owners of parent	2,44,106	93,169
3. Segment assets		
(a) Capital Market	20,36,569	12,45,825
(b) Asset and Wealth Management	3,15,371	1,92,598
(c) Home Finance	4,53,565	4,12,254
(d) Treasury Investments	6,39,764	4,69,727
(e) Unallocated	9,957	10,647
Less : Inter segment assets	(2,72,305)	(30,057)
Total segment assets	31,82,921	23,00,994
4. Segment liabilities		
(a) Capital Market	16,59,445	11,56,736
(b) Asset and Wealth Management	2,51,234	1,66,464
(c) Home Finance	3,26,149	2,99,749
(d) Treasury Investments	41,168	35,677
(e) Unallocated	45,575	26,681
Less : Inter segment liabilities	(17,524)	(12,631)
Total segment liabilities	23,06,047	16,72,676

Note: 53 Revenue from contracts with customers

The Group determines revenue recognition through the following steps:

1. Identification of the contract, or contracts, with a customer.
2. Identification of the performance obligations in the contract.
3. Determination of the transaction price.
4. Allocation of the transaction price to the performance obligations in the contract.
5. Recognition of revenue when, or as, we satisfy a performance obligation.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

a) Nature of services

- (i) Broking and other related activities - Income from services rendered as a broker is recognised upon rendering of the services, in accordance with the terms of contract. Income from services rendered on behalf of depository is recognised upon rendering of the services, in accordance with the terms of contract.
- (ii) Interest income on home loan, loan against shares, MTF and other interest - Interest is earned from clients on amounts funded to them and on delayed payments. Interest income is recognised on a time proportion basis taking into account the amount outstanding from customers or on the financial instrument and the rate applicable.
- (iii) Portfolio management fee, Investment management and advisory fees - The Group is an Investment Manager and provide, investment management and administrative services to the Schemes of Motilal Oswal Mutual Fund ('the Fund'), provides Portfolio Management Services ('PMS') to clients, investment management services to Alternate Investment Funds and provide investment advisory services to onshore and offshore clients. The Group earns managements fees from respective businesses.

b) Disaggregation of revenue

Revenue from contracts with customers:

Particulars	31 March 2024	31 March 2023
(i) Broking and other related activities	2,54,130	1,89,140
(ii) Interest income	1,89,472	1,22,829
(iii) Portfolio management fee, Investment management and advisory fees	1,08,401	84,201
	5,52,003	3,96,170

Revenue disaggregation by business segment has been included in segment information (refer note 52).

c) Contract balances

Receivables - The outstanding balance as at 31 March 2024 : INR 1,91,820 lakhs, 31 March 2023: INR 1,02,912 lakhs (also refer note 7).

Loans and advances - The outstanding balance as at 31 March 2024 : ₹10,04,636 lakhs, 31 March 2023: ₹7,21,764 lakhs (also refer note 8).

d) Performance obligations and timing of revenue recognition

(i) Broking and other related activities:-

Income from services rendered as a broker is recognised upon rendering of the services.

Fees for subscription based services are received periodically but are recognised as earned on a pro-rata basis over the term of the contract.

Commissions from distribution of financial products are recognised upon allotment of the securities to the applicant or as the case may be, on issue of the insurance policy to the applicant.

(ii) Interest income on loans and MTF:-

Interest income is recognised on a time proportion basis taking into account the amount outstanding from customers or on the financial instrument and the rate applicable.

Interest is earned on delayed payments from clients and amounts funded to them as well as term deposits with banks.

(iii) Portfolio management fee, Investment management fees and advisory:-

Performance obligation of fee from asset management and portfolio management services are completed as per the terms and conditions of the asset management agreement. The usual payment term for the performance obligation of the company is one to three month.

Income from advisory services is recognised upon rendering of the services.

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(All amounts are in INR Lakhs, unless otherwise stated)

Note 54 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.

Particulars	As at 31 March 2024			As at 31 March 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Financial assets						
Cash and cash equivalents	5,28,567	-	5,28,567	2,57,631	-	2,57,631
Bank balance other than cash and cash equivalents above	6,64,389	14,175	6,78,564	5,87,800	38,260	6,26,060
Receivables						
(i) Trade receivables	1,60,300	31,512	1,91,812	74,460	28,449	1,02,909
(ii) Other receivables	8	-	8	3	-	3
Loans	6,66,451	3,38,185	10,04,636	3,86,641	3,35,123	7,21,764
Investments	50,152	5,99,913	6,50,065	59,050	4,19,646	4,78,696
Other financial assets	33,117	3,186	36,303	26,323	2,845	29,168
Non-financial assets						
Current tax assets (net)	245	2,523	2,768	56	3,431	3,487
Deferred tax assets (net)	333	5,493	5,826	27	6,040	6,067
Property, plant and equipment	2,419	54,517	56,936	1,158	41,493	42,651
Other intangible assets	-	3,389	3,389	-	3,930	3,930
Other non-financial assets	10,765	13,282	24,047	8,436	20,192	28,628
Total assets	21,16,746	10,66,175	31,82,921	14,01,585	8,99,409	23,00,994
Financial liabilities						
Derivative financial instruments						
Payables						
(i) Trade payables	5,31,242	25,130	5,56,372	3,25,016	25,209	3,50,225
Debt securities	7,57,882	93,170	8,51,052	5,53,653	1,42,859	6,96,512
Borrowings (Other than debt securities)	2,91,906	2,31,603	5,23,509	1,51,709	1,79,371	3,31,080
Deposits	-	4,187	4,187	-	170	170
Other financial liabilities	3,01,792	8,630	3,10,422	2,50,197	3,859	2,54,056
Non-financial liabilities						
Current tax liabilities (net)	4,311	-	4,311	3,666	-	3,666
Provisions	6,695	1,902	8,597	8,100	1,583	9,683
Deferred tax liabilities (net)	12	35,390	35,402	-	21,046	21,046
Other non-financial liabilities	12,195	0	12,195	6,070	168	6,238
Total liabilities	19,06,035	4,00,012	23,06,047	12,98,411	3,74,265	16,72,676
Net	2,10,711	6,66,163	8,76,874	1,03,174	5,25,143	6,28,318

Note 55 Fair Value Measurement

a) Financial instruments by category

Particulars	As at 31 March 2024			As at 31 March 2023		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Cash and cash equivalents	-	-	5,28,567	-	-	2,57,631
Bank balance other than cash and cash equivalents above	-	-	6,78,564	-	-	6,26,060
Receivables	-	-				

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	As at 31 March 2024			As at 31 March 2023		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
(I) Trade receivables	-	-	1,91,812	-	-	1,02,909
(II) Other receivables	-	-	8	-	-	3
Loans	-	-	10,04,636	-	-	7,21,764
Investments	5,40,139	1,00,957	8,969	4,11,843	61,726	5,127
Other financial assets	-	-	36,303	-	-	29,168
Total financial assets	5,40,139	1,00,957	24,48,859	4,11,843	61,726	17,42,662
Financial liabilities						
Payables						
(I) Trade payables						
(i) total outstanding dues of micro enterprises and small enterprises	-	-	2,697	-	-	2,276
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	5,53,675	-	-	3,47,949
Debt securities	-	-	8,51,052	-	-	6,96,512
Borrowings (Other than debt securities)	-	-	5,23,509	-	-	3,31,080
Deposits	-	-	4,187	-	-	170
Other financial liabilities	-	-	3,10,422	-	-	2,54,056
Total financial liabilities	-	-	22,45,542	-	-	16,32,043

b) Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount 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. This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the Indian Accounting standard. An explanation of each level follows underneath the table.

Level 1: Level 1 hierarchy includes financial instruments measured using unadjusted quoted prices. For example, listed equity instruments that have quoted market price.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

As at 31 March 2024

Assets and liabilities measured at fair value - recurring fair value measurements	Level 1	Level 2	Level 3	Total
Financial assets				
Financial investments at FVTPL				
- Mutual funds	3,03,599	-	-	3,03,599
- Quoted equity	11,417	-	-	11,417
- Alternative Investment funds	-	26,343	-	26,343
- Private equity funds	-	-	1,18,100	1,18,100

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(All amounts are in INR Lakhs, unless otherwise stated)

As at 31 March 2024

Assets and liabilities measured at fair value - recurring fair value measurements	Level 1	Level 2	Level 3	Total
- Real estate funds	-	-	23,410	23,410
- Unquoted equity and preference shares	-	-	38,370	38,370
- Unquoted Security receipts	-	-	17,267	17,267
- Debentures and Bonds - Unquoted			1,633	1,633
Financial Investments at FVOCI				
- Quoted equity shares	1,00,957	-	-	1,00,957
Total financial assets	4,15,973	26,343	1,98,780	6,41,096

As at 31 March 2023

Assets and liabilities measured at fair value - recurring fair value measurements	Level 1	Level 2	Level 3	Total
Financial assets				
Financial investments at FVTPL				
- Mutual funds	2,11,398	-	-	2,11,398
- Quoted equity	2,428	-	-	2,428
- Alternative Investment funds	-	15,613	-	15,613
- Private equity funds	-	-	99,227	99,227
- Real estate funds	-	-	25,390	25,390
- Unquoted equity and preference shares	-	-	32,671	32,671
- Unquoted Security receipts	-	-	19,646	19,646
- Debentures and Bonds - Unquoted			5,470	5,470
Financial Investments at FVOCI				
- Quoted equity shares	61,726	-	-	61,726
Total financial assets	2,75,552	15,613	1,82,404	4,73,569

II. Valuation techniques used to determine fair value

Specific valuation techniques used to value financial instruments include :

- Quoted equity investments - Quoted closing price on stock exchange
- Mutual fund - net asset value of the scheme
- Alternative investment funds - net asset value of the scheme
- Unquoted equity and preference investments - price multiples of comparable companies.
- Private equity funds - NAV of the audited financials of the funds.
- The fair values for investment in security receipt are based on the quoted market prices given by independent rating agency.
- Real estate fund - net asset value, based on the independent valuation report or financial statements of the company. Income approach or market approach based on the independent valuation report.

III. Fair value of financial instrument measured at amortised cost

Financial assets not measured at fair value includes cash and cash equivalents, trade receivables, loans and other financial assets. These are financial assets whose carrying amounts approximate fair value, due to their short-term nature.

Additionally, financial liabilities such as trade payables and other financial liabilities are not measured at FVTPL, whose carrying amounts approximate fair value, because of their short-term nature.

c) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the year ended 31 March 2024 and 31 March 2023:

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(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Private Equity Funds	Real Estate Funds	Debentures and Bonds	Security receipts	Unquoted Shares	Total
As at 1 April 2022	85,210	20,395	8,036	21,746	36,213	1,71,600
Additions	18,841	13,129	2,310	5,048	150	39,478
Disposals	(6,127)	(8,329)	(4,876)	(5,618)	(920)	(25,870)
Gains/(losses) recognised in statement of profit and loss	1,303	195	-	(1,530)	(2,772)	(2,804)
As at 31 March 2023	99,227	25,390	5,470	19,646	32,671	1,82,404
Additions	11,157	16,847	388	1,452	51	29,895
Disposals	(6,405)	(19,330)	(4,225)	(9,906)	-	(39,866)
Gains/(losses) recognised in statement of profit and loss	14,121	503	-	6,075	5,648	26,347
As at 31 March 2024	1,18,100	23,410	1,633	17,267	38,370	1,98,780

d) Transfers between levels 2 and 3

There are no transfers between Level 2 and Level 3 during the year

e) Valuation inputs and relationships to fair value

The quantitative information about the significant unobservable inputs used in level 3 fair value measurements is summarised below.

i) Sensitivity analysis

Particulars	As at 31 March 2024	As at 31 March 2023
Fair value of instruments	1,98,780	1,82,404
Significant unobservable inputs		
Net worth of the fund at Fair value		
- increase by 1000 bps	19,878	18,240
- decrease by 1000 bps	(19,878)	(18,240)

Note 56: Financial Risk Management

The Group is exposed primarily to fluctuations in credit, liquidity and price risk which may adversely impact the fair value of its financial instrument. The Group has a risk management policy which covers risk associated with the financial assets and liabilities. The focus of the risk management is to assess the unpredictability of the financial environment and to mitigate potential adverse effect on the financial performance of the Group.

The Group's principal financial liabilities comprises of borrowings from bank/financial institutions, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include Investments, loans, receivables and cash and cash equivalents that derive directly from its operations.

A Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's loans and advances to customers. For risk management reporting purposes, the Group considers and consolidates all elements of credit risk exposure.

Management of credit risk

The Board of Directors has delegated responsibility for the oversight of credit risk to the Risk Management Committee, which in turn has appointed the Interest Rate Reset Committee (IRRC) which is the Internal committee and the meeting of the said committee (IRRC) is conducted on a monthly basis, the objective of which is to determine the retail prime lending rates (RPLR) based on market scenarios such as borrowing costs of the Group, repo rates by Reserve Bank of India (RBI), the Interest Rate Reset Committee recommends the Asset Liability Management Committee for the changes in the prevailing RPLR for their further approval.

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(All amounts are in INR Lakhs, unless otherwise stated)

The Risk Management Committee develops the credit risk management framework, policies, procedures, reviews the same on periodic basis which is further noted and approved by the Board of Directors. The Risk Management Committee also reviews delinquent accounts and makes decisions on recovery actions. Credit reviews are conducted regularly to monitor the health of the loan portfolio and to detect early signs of weaknesses and deviations.

The Risk Management Committee manages risk on a portfolio-wide basis and recommends alternative portfolio strategies, analyses results of portfolio management actions and develops portfolio limits for each portfolio segment for approval of the Board of Directors. Credit risk concentration is addressed by setting a credit portfolio mix limit and monitoring the limits on a regular basis. Credit stress tests are also conducted periodically to determine the impact of security values and other stress parameters on the loan portfolio. The Group also conducts annual valuation of delinquent accounts, to determine the actual value and marketability of the collateral which is adequately factored in Capital Adequacy Ratio. This allows the Group to assess the potential financial impact of losses arising from plausible adverse scenarios on the Group's loan portfolio.

Expected credit loss measurements

(i) Expected credit loss measurement for Loans :

Ind AS 109 outlines a 'three-stage' model for impairment based on changes in credit quality since initial recognition as summarised below:

1. A financial instrument that is not credit-impaired on initial recognition is classified in 'Stage 1' and has its credit risk continuously monitored by the Group.
2. If a significant increase in credit risk ('SICR') since initial recognition is identified, the financial instrument is moved to 'Stage 2' but is not yet deemed to be credit-impaired.
3. If the financial instrument is credit-impaired, the financial instrument is then moved to 'Stage 3'.

Financial instruments in Stage 1 have their ECL measured at an amount equal to the portion of lifetime expected credit losses that result from default events possible within the next 12 months. Instruments in Stages 2 or 3 have their ECL measured based on expected credit losses on a lifetime basis.

The following diagram summarises the impairment requirements under Ind AS 109 (other than purchased or originated credit-impaired financial assets):

Change in credit quality since intial recognition

Stage 1 (Initial recognition)	Stage 2 (Significant increase in credit risk since initial recognition)	Stage 3 (Credit-impaired assets)
12- month expected credit lossess	lifetime expected credit losses	lifetime expected credit losses

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The key judgements and assumptions adopted by the Group in addressing the requirements of the standard are discussed below:

Significant increase in credit risk (SICR)

The Group considers a financial instrument to have experienced a significant increase in credit risk when one or more of the following quantitative, qualitative or backstop criteria have been met:

a. Quantitative criteria:

When days passed dues from the borrower is more than 30 days but less than 90 days.

b. Qualitative criteria:

If the borrower meets one or more of the following criteria:

- a. In short-term forbearance
- b. Direct debit cancellation
- c. Extension to the terms granted.
- d. Previous arrears within the last [12] months

Default and credit-impaired assets

The Group defines a financial instrument as in default, which is fully aligned with the definition of credit impaired, when it meets one or more of the following criteria:

a. Quantitative criteria

The borrower is more than 90 days past due on its contractual payments.

b. Qualitative criteria

The borrower meets unlikeliness to pay criteria, which indicates the borrower is in significant financial difficulty. These are instances where:

- a. The borrower is in long-term forbearance
- b. The borrower is deceased
- c. The borrower is insolvent
- d. Concessions have been made by the lender relating to the borrower's financial difficulty
- e. It is becoming probable that the borrower will enter bankruptcy

The criteria above have been applied to home finance loans consistent with the definition of default used for internal credit risk management purposes. The default definition has been applied consistently to model the Probability of Default (PD), Exposure at Default (EAD) and Loss given Default (LGD) throughout the Group's expected loss calculations.

Measuring ECL - Explanation of inputs, assumptions and estimation techniques

The Expected Credit Loss (ECL) is measured on either a 12-month basis (12M) or Lifetime basis depending on whether a significant increase in credit risk has occurred since initial recognition or whether an asset is considered to be credit-impaired. Expected credit losses are the discounted product of the Probability of Default (PD), Exposure at Default (EAD), and Loss Given Default (LGD), defined as follows:

- The PD represents the likelihood of a borrower defaulting on its financial obligation (as per "Definition of default and credit-impaired" above), either over the next 12 months (12M PD), or over the remaining lifetime (Lifetime PD) of the obligation.
- The exposure at default (EAD) represents the gross carrying amount of the financial instruments subject to the impairment calculation, addressing both the client's ability to increase its exposure while approaching default and potential early repayments too.
- To calculate the EAD for a Stage 1 loan, the Group assesses the possible default events within 12 months for the calculation of the 12M ECL. For stage 2, Stage 3 Financial Assets, the exposure at default is considered for events over the lifetime of the instruments."

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(All amounts are in INR Lakhs, unless otherwise stated)

- Loss Given Default (LGD) represents the Group's expectation of the extent of loss on a defaulted exposure. LGD varies by type of counterparty, type and seniority of claim and availability of collateral or other credit support. LGD is expressed as a percentage loss per unit of exposure at the time of default. LGD is calculated on a 12-month or lifetime basis, where 12-month LGD is the percentage of loss expected to be made if the default occurs in the next 12 months and Lifetime LGD is the percentage of loss expected to be made if the default occurs over the remaining expected lifetime of the loan.

The ECL is determined by projecting the PD, LGD and EAD for each three bucket explained above and for each individual exposure or collective segment. These three components are multiplied together and adjusted for the likelihood of survival (i.e. the exposure has not prepaid or defaulted in an earlier month). This effectively calculates an ECL for each three buckets, which is then discounted back to the reporting date and summed. The discount rate used in the ECL calculation is the original effective interest rate or an approximation thereof.

The Lifetime PD is developed by applying a maturity profile to the current 12M PD. The maturity profile looks at how defaults develop on a portfolio from the point of initial recognition throughout the lifetime of the loans. The maturity profile is based on historical observed data and is assumed to be the same across all assets within a portfolio and credit grade band. This is supported by historical analysis.

The 12-month and lifetime EADs are determined based on the expected payment profile. Estimate of an exposure at a future default date – expected changes in exposure after the reporting date, including repayment of principal and interest, and expected drawdowns on committed facilities. This is based on the contractual repayments owed by the borrower over a 12month or lifetime basis. This will also be adjusted for any expected overpayments made by a borrower. Early repayment/refinance assumptions are also incorporated into the calculation.

The 12-month and lifetime LGDs are determined based on the factors which impact the recoveries made post default. These vary by collateral type.

- For secured products, this is primarily based on collateral type and projected collateral values, historical discounts to market/book values due to forced sales, time to repossession and recovery costs observed. the Group given its experience of sale of properties taken into possession we have experienced that there is 22.5 % loss incurred on the Outstanding amount (Principal + Interest). Hence the Group have taken 22.5% as LGD for computation of ECL on Stage 1 / 2 and 3 books.
- For unsecured products basically written off cases , LGD's has been maintained at 100% as loss given default as the Group don't foresee any cash flow on those assets.

Forward-looking economic variable/assumptions used are – such as how the maturity profile of the PDs and how collateral values change etc. – are monitored and reviewed on a quarterly basis. While estimating the expected credit losses, the Group reviews macro-economic developments occurring in the economy and market it operates in. On a periodic basis, the Group analyses if there is any relationship between key economic trends like GDP, inflations rates set by International Monetary Fund, inflation etc. with the estimate of PD, LGD determined by the Group based on its internal data. While the internal estimates of PD, LGD rates by the Group may not be always reflective of such relationships, temporary overlays are embedded in the methodology to reflect such macro-economic trends reasonably.

Loss allowance

The loss allowance recognised in the period is impacted by a variety of factors, as described below:

- a. Transfers between Stage 1 and Stages 2 or 3 due to financial instruments experiencing significant increases (or decreases) of credit risk or becoming credit-impaired in the period, and the consequent "step up" between 12-month and Lifetime ECL;
- b. Additional allowances for financial instruments de-recognised in the period;
- c. Impact on the measurement of ECL due to changes in PDs, EADs and LGDs in the period, arising from regular refreshing of inputs to models;
- d. Financial assets derecognised during the period and write-offs of allowances related to assets that were written off during the period.

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(All amounts are in INR Lakhs, unless otherwise stated)

Write-off policy

The Group writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include

- (i) ceasing enforcement activity and
- (ii) where the Group's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full."

The Group may write-off financial assets that are still subject to enforcement activity. The Group may still seek to recover amounts it is legally entitled to recover in full, but which have been fully / partially written off due to no reasonable expectation of full recovery.

Modification of financial assets

The Group sometimes modifies the terms of home loans provided to customers due to commercial renegotiations, or for distressed loans, with a view to maximising recovery.

Such restructuring activities include extended payment term arrangements, payment holidays and payment forgiveness. Restructuring policies and practices are based on indicators or criteria which, in the judgement of management, indicate that payment will most likely continue. These policies are kept under continuous review.

The risk of default of such assets after modification is assessed at the reporting date and compared with the risk under the original terms at initial recognition, when the modification is not substantial and so does not result in derecognition of the original asset. The Group monitors the subsequent performance of modified assets and it may determine that the credit risk has significantly improved after restructuring, so that the assets are moved from Stage 3 or Stage 2 (Lifetime ECL) to Stage 1 (12-month ECL). This is only the case for assets which have performed in accordance with the new terms for a year or more. Currently there has not been any such case.

(II) Expected credit loss measurement for Trade receivables :

The loss allowance has been measured using lifetime ECL except for financial assets on which there has been no significant increase in credit risk since initial recognition. At each reporting date, the Company assesses whether financial assets carried at amortised cost is credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred since initial recognition.

A simplified approach has been considered for measuring expected credit losses (ECLs) of trade receivables at an amount equal to lifetime ECLs. The ECLs on trade receivables are calculated based on actual historic credit loss experience over the preceding three to five years on the total balance of trade receivables. For the purpose of computation of ECL, the term default implies an event where amount due towards margin requirement and / or mark to market losses for which the client was unable to provide funds / collaterals to bridge the shortfall, the same is termed as margin call triggered.

Based on the Industry practices and business environment in which the entity operates, Management considers unsecured receivables as default if the payment is overdue for more than 90 days for direct customer. For franchisee customers, aggregate of unsecured receivables as reduced by franchisee deposit/ future brokerages are considered as default. Management would also consider balance in client's family accounts and collaterals in form other than the securities while considering the secured position of the client. Management would also consider impairment on client balance which are unsecured and overdue for less than 90 days on case to case basis, based on their scope of recoverability. For litigation cases, management could provide enhanced provision if the probability of outflow of economic resource is higher. If there are specific cases which are overdue for more than 90 days and the management is very confident of its recovery in near future, impairment loss would not be provided for such cases based on the approval of business head for each reporting period. Probability of default (PD) on these receivables is considered at 100% and treated as credit impaired.

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(All amounts are in INR Lakhs, unless otherwise stated)

(iii) Expected credit loss measurement for Margin Trading Facility (MTF) loan :

Loans includes Margin Trading Facility (MTF), Loans to staff and loans to subsidiaries for which staged approach is taken into consideration for determination of ECL."

Stage 1 : All positions in the MTF loan book are considered as stage 1 asset for computation of expected credit loss. For exposures where there has not been a significant increase in credit risk since initial recognition and not credit impaired post origination. Loan to subsidiary and staff are considered in stage 1 for determination of ECL. Exposure to credit risk in stage 1 is computed considering historical probability of default, market movements and macro-economic environment.

Stage 2 : Exposures under stage 2 include dues up to 90 days pertaining to principal amount, interest and any other charges on the MTF loan book which are unsecured. While arriving at the secured position of the client, management would also consider balance in client's family accounts, securities in other segment and collaterals in form other than the securities while considering the secured position of the client. At each reporting date, the Company assesses whether there has been a significant increase in credit risk for financial assets since initial recognition. In determining whether credit risk has increased significantly since initial recognition, the Company uses days past due information and other qualitative factors to assess deterioration in credit quality of a financial asset.

For credit exposures where there has been a significant increase in credit risk since initial recognition but that are not credit impaired, a lifetime ECL is recognised."

Stage 3 : Exposures under stage 3 include dues past 90 days pertaining to principal amount, interest and any other charges on MTF loan book which are unsecured. Financial assets are assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of the asset have occurred. For financial assets that have become credit impaired, a lifetime ECL is recognised.

B Liquidity risk and funding management

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, the Company's treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. In addition, the Company's liquidity management policy involves projecting cash flows and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

(i) Analysis of financial assets and liabilities by remaining contractual maturities

The table below summarises the maturity profile of the Company's financial assets and liabilities.

As at 31 March 2024

Contractual maturities of assets and liabilities	Less than 1 year	1 to 5 years	Above 5 Years	Total
Financial assets				
Cash and cash equivalents	5,28,567	-	-	5,28,567
Bank balance other than cash and cash equivalents above	6,64,389	14,175	-	6,78,564
Receivables	-	-	-	-
(i) Trade receivables	1,60,300	31,512	-	1,91,812
(ii) Other receivables	8	-	-	8
Loans	6,66,451	2,17,671	1,20,514	10,04,636
Investments	50,152	5,99,913	-	6,50,065
Other financial assets	33,117	3,186	-	36,303
Total financial assets	21,02,984	8,66,457	1,20,514	30,89,955
Financial liabilities				
Payables				

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(All amounts are in INR Lakhs, unless otherwise stated)

As at 31 March 2024

Contractual maturities of assets and liabilities	Less than 1 year	1 to 5 years	Above 5 Years	Total
(I) Trade payables	5,31,242	25,130	-	5,56,373
Debt securities	7,57,882	82,170	11,000	8,51,052
Borrowings (Other than debt securities)	2,91,906	1,61,617	69,986	5,23,509
Deposits	-	4,187	-	4,187
Other financial liabilities	3,01,792	8,599	31	3,10,422
Total financial liabilities	18,82,822	2,81,703	81,017	22,45,542

As at 31 March 2023

Contractual maturities of assets and liabilities	Less than 1 year	1 to 5 years	Above 5 Years	Total
Financial assets				
Cash and cash equivalents	2,57,631	-	-	2,57,631
Bank balance other than cash and cash equivalents above	5,87,800	38,260	-	6,26,060
Receivables	-	-	-	-
(I) Trade receivables	74,460	28,449	-	1,02,909
(II) Other receivables	3	-	-	3
Loans	3,86,641	1,13,569	2,21,554	7,21,764
Investments	59,050	4,19,646	-	4,78,696
Other financial assets	26,323	2,845	-	29,168
Total financial assets	13,91,908	6,02,769	2,21,554	22,16,231
Financial liabilities				
Payables				
(I) Trade payables	3,25,016	25,209	-	3,50,225
Debt securities	5,53,653	1,42,859	-	6,96,512
Borrowings (Other than debt securities)	1,51,709	1,18,835	60,536	3,31,080
Deposits	-	170	-	170
Other financial liabilities	2,50,197	3,841	18	2,54,056
Total financial liabilities	12,80,575	2,90,914	60,554	16,32,043

C Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: Foreign currency risk, interest rate risk and price risk.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.

Foreign currency risk management

In respect of the foreign currency transactions, the Group hedges part of the exposures in foreign currency. However, the management believes that the same is insignificant in nature and will not have a material impact on the Group.

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(All amounts are in INR Lakhs, unless otherwise stated)

(ii) Cash flow and fair value interest rate risk

The Group's main interest rate risk arises from long-term borrowings/ debt securities and loans with variable rates, which expose the Group to cash flow interest rate risk. The Group is exposed to interest rate risk as it is involved in lending business. Interest rate risk can arise from either macro events in economy or due to company's financial position. Group tries to mitigate this risk by taking all positive measures which can boost profitability and strengthens company's balance sheet. Group takes continuous efforts to reduce its cost of funds by diversifying its liability mix and deepening its relationship with lenders.

The Group's fixed rate borrowings are not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Interest rate risk exposure

Out of the total Assets and Liabilities, exposure to the interest rate risk of the Group is mainly towards borrowings/ debt securities (other than non-convertible debentures and term loans) and loan assets.

Particulars	31 March 2024	31 March 2023
Loans:		
Variable rate Loans	8,56,626	6,47,316
Fixed rate Loans	1,48,010	74,448
Total Loans	10,04,636	7,21,764
Borrowings:		
Variable rate borrowing	4,96,424	4,01,490
Fixed rate borrowing	8,78,137	6,26,103
Total Borrowing	13,74,561	10,27,593

Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates. Other components of equity change as a result of an increase/decrease in the fair value of the cash flow hedges related to borrowings.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates (all other variables being constant) of the Group's statement of profit and loss and equity.

Particulars	Impact on profit after tax	
	31 March 2024	31 March 2023
Loans		
Interest rates – increase by 100 basis points	(6,410)	(4,844)
Interest rates – decrease by 100 basis points	6,410	4,844
Borrowings		
Interest rates – increase by 100 basis points	(3,715)	(3,004)
Interest rates – decrease by 100 basis points	3,715	3,004
Security receipts		
Interest rates – increase by 100 basis points	129	147
Interest rates – decrease by 100 basis points	(129)	(147)

Exposure of price risk

The company is exposed to price risk from its investment in mutual funds, equity shares, exchange traded funds classified in the balance sheet at fair value through profit and loss or fair value through other comprehensive income.

The Investments held by the Company are ancillary to the Investment management business objective.

The investment in long term mutual fund is for high-RoE opportunities. They also serve as highly liquid "resources" available for future investments in business, if required.

Particulars	31 March 2024	31 March 2023
Exposure to price risk	6,41,096	4,73,569

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(All amounts are in INR Lakhs, unless otherwise stated)

Sensitivity to price risk

The following table summarises the impact of sensitivity of NAVs / price with all other variables held constant. The below impact on the Company's profit before tax is based on changes in the NAVs / price of the investments held at FVTPL/FVOCI at balance sheet date:

Sensitivity	31 March 2024	31 March 2023
Impact on profit before tax for 10% increase in NAV/price	64,110	47,357
Impact on profit before tax for 10% decrease in NAV/price	(64,110)	(47,357)

Sensitivity to foreign currency risk

The following table demonstrates the sensitivity to a reasonably possible change in foreign exchange rates (all other variables being constant) of the Group's net receivable/(payable).

Particulars	31 March 2024	31 March 2023
Exposure to foreign currency risk	(153)	146

Sensitivity	31 March 2024	31 March 2023
Impact on profit before tax for 10% increase foreign exchange rate	(15)	15
Impact on profit before tax for 10% decrease foreign exchange rate	(15)	15

Note 57 : Capital management

The Group manages its capital to ensure that the Group will be able to continue as going concern while maximizing the return to stakeholder through the optimization of the debt and equity balance.

For the purpose of the Group's capital management, capital includes issued capital and other equity reserves. The primary objective of the Group's capital management is to maximize shareholders value. The Group manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The capital composition is as follows:

Particulars	31 March 2024	31 March 2023
Gross debt*	13,76,214	10,30,981
Cash and cash equivalents	(5,28,567)	(2,57,631)
Net debt (A)	8,47,647	7,73,350
Total equity (B)	8,76,874	6,28,318
Gearing ratio (A / B)	0.97	1.23

*Debt includes debt securities and borrowings (other than debt securities) including outstanding interest.

Note: 58 Principles and assumptions used for consolidated financial statements and proforma adjustments:

- a) The Consolidated Financial Statements have been prepared by applying the principles laid in the Indian Accounting Standard (Ind AS) - 110 "Consolidated Financial Statements" and (Ind AS) - 28 "Investments in Associates and Joint Ventures" issued by the Institute of Chartered Accountants of India for the purposes of these Consolidated Balance Sheet, Consolidated Statement of Profit and Loss, Consolidated Statement of Cash Flows, Consolidated Statement of Changes in Equity and Summary of material accounting policies and other explanatory information to the consolidated financial statements, together referred to in as 'Consolidated Financial Statements.'

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

The list of subsidiaries and associates in the consolidated financial statements are as under :-

Motilal Oswal Financial Services Limited ('the Company' or 'the holding company') shareholding in the following companies as on 31 March 2024 and 31 March 2023 is as under:

Name of the Entities	Country of incorporation	Proportion of ownership interest	
		As at 31 March 2024	As at 31 March 2023
I) Name of the Subsidiary Companies			
a) Direct Subsidiaries			
Motilal Oswal Commodities Broker Private Limited	India	100	100
Motilal Oswal Investment Advisors Limited	India	100	100
MO Alternate Investment Private Limited	India	100	100
Motilal Oswal Finvest Limited	India	100	100
Motilal Oswal Wealth Management Limited	India	100	100
Motilal Oswal Asset Management Company Limited	India	100	100
Motilal Oswal Trustee Company Limited	India	100	100
Motilal Oswal Securities International Private Limited	India	100	100
Motilal Oswal Capital Markets (Singapore) Pte. Limited.	Singapore	100	100
Motilal Oswal Capital Markets (Hong Kong) Private Limited	Hong Kong	100	100
Motilal Oswal Home Finance Limited	India	97.49	97.60
Motilal Oswal Finsec IFSC Limited	India	100	100
Motilal Oswal Broking & Distribution Limited (Formerly known as Glide Tech Investment Advisory Private Limited)	India	100	100
TM Investment Technologies Private Limited	India	61.64	61.64
MO Alternative IFSC Limited	India	100.00	100
b) Step down Subsidiaries			
India Business Excellence Management Company	Mauritius	100.00	100
Motilal Oswal Asset Management (Mauritius) Limited	Mauritius	100.00	100
Motilal Oswal Capital Limited	India	100.00	100
II) Associate Enterprise			
India Reality Excellence Fund II LLP	India	20.44	20.44

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 59: Foreign currency transactions:

(i) Expenditure in foreign currency (On accrual basis)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Travelling and conveyance expenses	169	86
Interest cost on borrowings	1	-
Legal and professional charges	114	77
Rent	19	17
Data Processing charges	-	2
Marketing & brand promotion expense	142	143
Audit Fees	1	1
Salary and allowances	16	20
PF Contribtuion	1	1
Gratuity	1	0
Membership and subscription	484	358
Repairs And Maintenance Charges	6	1
Insurance Charges	0	0
Computer maintenance and software charges	456	322
Lodging and boarding expenses	-	-
Training charges	31	-
Rates and taxes	-	-
Power and fuel	1	0
Communication Charges	20	129
Advisory and other fees	417	382
Placement fees	14	628
Distribution fees	117	693
Set up fees	4	26
Miscellaneous expenses	21	56
Total	2,035	2,942

(ii) Income in foreign currency (On accrual basis)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Research and advisory fees	1,548	2,170
Recovery of Expenses	317	279
Interest on Income Tax refund	0	-
Management Fees	10	-
Total	1,875	2,449

(iii) Unhedged foreign currency exposure:

Particulars	Currency	As at 31 March 2024	As at 31 March 2023
a) Payables			
Foreign currency exposure outstanding	USD (USA Dollar)	1	1
	INR (Indian Rupees)	94	44
	GBP (Pound Sterling)	0	-
	INR (Indian Rupees)	9	-
	HKD (Hongkong Dollar)	2	5

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Currency	As at 31 March 2024	As at 31 March 2023
	INR (Indian Rupees)	21	51
	SGD (Singapore Dollar)	2	6
	INR (Indian Rupees)	110	394
Foreign currency receivable in next 5 years including interest	USD (USA Dollar)	1	1
	INR (Indian Rupees)	94	44
	GBP (Pound Sterling)	0	-
	INR (Indian Rupees)	9	-
	HKD (Hongkong Dollar)	2	5
	INR (Indian Rupees)	21	51
	SGD (Singapore Dollar)	2	6
	INR (Indian Rupees)	110	394
Unhedged foreign currency exposure	USD (USA Dollar)	1	1
	INR (Indian Rupees)	94	44
	GBP (Pound Sterling)	0	-
	INR (Indian Rupees)	9	-
	HKD (Hongkong Dollar)	2	5
	INR (Indian Rupees)	21	51
	SGD (Singapore Dollar)	2	6
	INR (Indian Rupees)	110	394
b) Payables			
Foreign currency exposure outstanding	USD (USA Dollar)	1	0
	INR (Indian Rupees)	108	41
	HKD (Hongkong Dollar)	0	3
	INR (Indian Rupees)	5	27
	SGD (Singapore Dollar)	4	4
	INR (Indian Rupees)	274	275
Foreign currency payable in next 5 years including interest	USD (USA Dollar)	1	0
	INR (Indian Rupees)	108	41
	HKD (Hongkong Dollar)	0	3
	INR (Indian Rupees)	5	27
	SGD (Singapore Dollar)	4	4
	INR (Indian Rupees)	274	275
Unhedged foreign currency exposure	USD (USA Dollar)	1	0
	INR (Indian Rupees)	108	41
	HKD (Hongkong Dollar)	0	3
	INR (Indian Rupees)	5	27
	SGD (Singapore Dollar)	4	4
	INR (Indian Rupees)	274	275
c) Deposits			
Foreign currency exposure outstanding	USD (USA Dollar)	0	0
	INR (Indian Rupees)	9	9
Foreign currency exposure in next 5 years including interest	USD (USA Dollar)	-	-
	INR (Indian Rupees)	-	-
Unhedged foreign currency exposure	USD (USA Dollar)	0	0
	INR (Indian Rupees)	9	9

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 60 : Additional disclosure pertaining to Subsidiaries/Associate as per division III of Companies Act, 2013

FY 23-24

Name of the entity	Net Assets (i.e. Total Assets - Total Liabilities)		Share in Profit & (Loss)		Share in other comprehensive income		Share in total comprehensive income	
Parent								
Motilal Oswal Financial Services Limited	67.75%	5,91,594	61.05%	1,49,038	69.60%	12,867	61.67%	1,61,905
Subsidiaries								
Indian								
Motilal Oswal Commodities Broker Private Limited	0.10%	875	0.00%	(7)	0.00%	-	0.00%	(7)
Motilal Oswal Investment Advisors Limited	2.65%	23,110	3.59%	8,764	-0.05%	(9)	3.33%	8,755
Motilal Oswal Finvest Limited	17.54%	1,53,130	8.92%	21,778	30.90%	5,716	10.47%	27,494
Motilal Oswal Wealth Management Limited	3.98%	34,733	4.89%	11,939	-0.08%	(14)	4.54%	11,925
MO Alternate Investment Private Limited	2.03%	17,724	2.09%	5,110	-0.13%	(23)	1.94%	5,087
Motilal Oswal Asset Management Company Limited	19.04%	1,66,240	23.35%	56,987	-0.14%	(25)	21.69%	56,962
Motilal Oswal Trustee Company Limited	0.01%	96	0.01%	29	0.00%	(0)	0.01%	29
Motilal Oswal Securities International Private Limited	0.06%	550	0.01%	30	-0.03%	(6)	0.01%	24
Motilal Oswal Home Finance Limited	14.74%	1,28,714	5.43%	13,252	-0.03%	(5)	5.04%	13,247
Motilal Oswal Capital Limited	0.10%	891	0.02%	44	0.00%	-	0.02%	44
Motilal Oswal Broking And Distribution Limited (Formerly Glide Tech Investment Advisory Private Ltd.)	0.20%	1,760	0.20%	485	-0.02%	(3)	0.18%	482
Motilal Oswal Finsec IFSC Limited	0.22%	1,905	0.13%	319	0.00%	0	0.12%	319
TM Investment Technologies Private Limited	0.14%	1,217	0.14%	333	-0.02%	(3)	0.13%	330
MO Alternative IFSC Private Limited	0.23%	1,991	0.42%	1,020	0.00%	1	0.27%	721
Foreign								
Motilal Oswal Capital Markets (Honkong) Private Limited	0.02%	194	0.01%	29	0.00%	-	0.01%	29
Motilal Oswal Capital Markets (Singapore) Pte. Limited	0.06%	487	0.01%	37	0.00%	-	0.01%	37
India Business Excellence Management Company	0.23%	2,039	-0.14%	(338)	0.00%	-	-0.13%	(338)
Motilal Oswal Asset Management (Mauritius) Private Limited	0.06%	504	0.06%	155	0.00%	-	0.06%	155
Total	129.16%	11,27,754	110.19%	2,69,004	100.00%	18,496	109.37%	2,87,200

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

FY 23-24

Name of the entity	Net Assets (i.e. Total Assets - Total Liabilities)		Share in Profit & (Loss)		Share in other comprehensive income		Share in total comprehensive income	
Associates								
Indian								
India Reality Excellence Fund II LLP	0.00%	-	0.00%	(1)	0.00%	-	0.00%	(1)
Total	0.00%	-	0.00%	(1)	0.00%	-	0.00%	(1)
Eliminations Adjusted	-28.73%	(2,50,880)	-10.01%	(24,442)	0.00%	-	-9.19%	(24,142)
Net Total	100.43%	8,76,874	100.18%	2,44,561	100.00%	18,496	100.18%	2,63,057
Non Controlling Interest in all Subsidiaries & Associates*								
Indian								
Motilal Oswal Home Finance Limited	-0.38%	(3,231)	-0.13%	(329)	0.00%	-	-0.13%	(329)
TM Investment Technologies Private Limited	-0.05%	(466)	-0.05%	(126)	0.00%	-	-0.05%	(126)
Grand Total	100%	8,73,177	100%	2,44,106	100%	18,496	100%	2,62,602

* Foreign entities and associate does not have NCI

FY 22-23

Name of the entity	Net Assets (i.e. Total Assets - Total Liabilities)		Share in Profit & (Loss)		Share in other comprehensive income		Share in total comprehensive income	
Parent								
Motilal Oswal Financial Services Limited	71.23%	4,45,354	60.87%	56,695	74.57%	(3,466)	60.14%	53,229
Subsidiaries								
Indian								
Motilal Oswal Commodities Broker Private Limited	0.14%	883	0.00%	(1)	0.00%	-	0.00%	(1)
Motilal Oswal Investment Advisors Limited	1.96%	12,258	1.22%	1,133	-0.05%	2	1.28%	1,135
Motilal Oswal Finvest Limited	18.59%	1,16,204	6.98%	6,499	27.25%	(1,267)	5.91%	5,232
Motilal Oswal Wealth Management Limited	3.65%	22,835	4.84%	4,507	-0.18%	8	5.10%	4,516
MO Alternate Investment Private Limited	1.96%	12,255	4.65%	4,332	-0.47%	22	4.92%	4,354
Motilal Oswal Asset Management Company Limited	19.21%	1,20,078	18.19%	16,952	-0.69%	32	19.19%	16,984
Motilal Oswal Trustee Company Limited	0.01%	67	0.01%	6	0.00%	(0)	0.01%	5
Motilal Oswal Securities International Private Limited	0.08%	526	0.03%	23	0.08%	(4)	0.02%	20
Motilal Oswal Home Finance Limited	18.36%	1,14,772	14.64%	13,636	-0.32%	15	15.42%	13,651
Motilal Oswal Capital Limited	0.00%	-	0.04%	34	0.00%	-	0.04%	34

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

FY 22-23

Name of the entity	Net Assets (i.e. Total Assets - Total Liabilities)		Share in Profit & (Loss)		Share in other comprehensive income		Share in total comprehensive income	
Motilal Oswal Broking And Distribution Limited (Formerly Glide Tech Investment Advisory Private Ltd.)	0.09%	577	0.21%	199	-0.16%	7	0.23%	207
Motilal Oswal Finsec IFSC Limited	0.25%	1,560	0.15%	136	0.00%	0	0.15%	136
TM Investment Technologies Private Limited	0.14%	886	-0.04%	(37)	-0.02%	1	-0.04%	(36)
MO Alternative IFSC Private Limited	0.00%	5	0.77%	721	0.00%	(0)	0.81%	721
Foreign			0.00%					
Motilal Oswal Capital Markets (Honkong) Private Limited	0.03%	162	0.02%	23	0.00%	-	0.03%	23
Motilal Oswal Capital Markets (Singapore) Pte. Limited	0.07%	451	0.02%	16	0.00%	-	0.02%	16
India Business Excellence Management Company	0.38%	2,350	0.06%	60	0.00%	-	0.07%	60
Motilal Oswal Asset Management (Mauritius) Private Limited	0.05%	343	-0.34%	(316)	0.00%	-	-0.36%	(316)
Total	136.20%	8,51,566	112.32%	1,04,618	100.01%	(4,650)	112.94%	99,970
Associates								
Indian								
India Reality Excellence Fund II LLP	0.23%	1,455	0.21%	196	0.00%	-	0.22%	196
Total	0.23%	1,455	0.21%	196	0.00%	-	0.22%	196
Eliminations Adjusted	-35.94%	(2,24,703)	-12.17%	(11,336)	0.00%	-	-12.81%	(11,336)
Net Total	100.49%	6,28,318	100.34%	93,478	100.01%	(4,650)	100.35%	88,830
Non Controlling Interest in all Subsidiaries & Associates*								
Indian								
Motilal Oswal Home Finance Limited	-0.44%	(2,754)	-0.35%	(322)	0.00%	-	-0.36%	(322)
TM Investment Technologies Private Limited	-0.05%	(340)	0.01%	13	-0.01%	(1)	0.01%	12
Grand Total	100%	6,25,224	100%	93,169	100%	(4,649)	100%	88,520

*Foreign entities and associate does not have NCI

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note 61 : Business Combinations

(A) Summary of Acquisition:

The parent entity acquired 100 % stake in MO Alternative IFSC Private Ltd. from its erstwhile shareholders, resulting MO Alternative IFSC Private Ltd. becoming a subsidiary w.e.f. 12th December 2022. The acquisition would bring synergies to the Group as MO Alternative IFSC Private Ltd. is in the same line of business as the Motilal Oswal Group is.

1. Purchase consideration – ₹5 Lakhs
2. For the purpose of preparation of the Group's audited consolidated financial statements, MO Alternative IFSC Private Ltd. has been considered as a subsidiary with effect from close of business on 11th December 2022.

The assets and liabilities recognised as a result of the acquisition as on 30th November 2022 are as follows:

Particulars	Fair value (₹ In Lakhs)
Property, plant and equipment	48
Total non - current assets	48
Current assets	
Trade receivables	503
Cash & cash equivalents	131
Loans	0
Other financial assets	9
Other Non - financial assets	926
Total current assets	1,569
Total assets - (1)	1,617
Financial liabilities	
(i) Payables	994
(ii) Other financial liabilities	53
Total non - current liabilities	1,047
Current liabilities	
Other non-financial liabilities	0
Total current liabilities	0
Contingent liabilities	-
Total liabilities - (2)	1,047
Net assets - (3) = (1) - (2)	570

Note: The above figures are from the unaudited financials of MO Alternative IFSC Private Ltd. as on 30th November 2022. There are no material changes in the above figures between the acquisition date and 30th November 2022

3. Calculation of Capital Reserve / Goodwill

Particulars	(₹ In Lakhs)
Total Consideration	5
Add: NCI based on Fair Value of net assets	-
Less: Net assets acquired	(604)
Goodwill / (Capital Reserve) arising on acquisition	(599)

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

(B) Accounting policy choice of non-controlling interest:

The group recognises non-controlling interest in an acquired entity at the present ownership instruments' proportionate share in the recognised amounts of the acquiree's identifiable net assets.

(C) Revenue and profit / (loss) contribution:

Revenue from operations of ₹365 Lakhs and Profit after Tax of ₹340 Lakhs has been included in the Previous Year's Consolidated Statement of Profit & Loss.

(D) Purchase Consideration – Cash Outflow:

Particulars	(₹ In Lakhs)
Outflow of cash to acquire the stake	
Cash Consideration	5
Less: Balance acquired	(131)
Net Outflow of Cash – Investing Activities	(126)

(E) There are no acquisition related costs to acquire the stake in this Company.

(F) The revenue and profit before tax of the combined entity for the previous reporting period would have increased by ₹945 lakhs and ₹381 lakhs approximately, if the acquisition date for the business combination occurred during the previous year in MO Alternative IFSC Private Ltd. had been as of the beginning of the annual reporting period (i.e. 1st April, 2022).

Note 62 : Disclosure pertaining to quarterly statement filed with Banks or Financial Institutions

The Company has availed of the facility (Secured Borrowings) from the lenders inter alia on the condition that, the company shall provide or create or arrange to provide or have created, security interest by way of a first pari passu charge of the receivables and loans.

Details reported in the quarterly statement / revised quarterly returns and as per the books of accounts in the financial year 2023 - 2024

Quarter ended	As per Books of Accounts	As per Statement filed with Bank	Difference
Jun-23	2,34,196	2,34,297	(101)
Sep-23	2,87,328	2,86,996	332
Dec-23	3,78,763	3,77,789	974
Mar-24	4,87,754	4,87,913	(159)

Details reported in the quarterly statement / revised quarterly returns and as per the books of accounts in the financial year 2022 - 2023

Quarter ended	As per Books of Accounts	As per Statement filed with Bank	Difference
Jun-22	1,43,803	1,43,622	181
Sep-22	1,98,204	1,98,817	(613)
Dec-22	2,00,888	2,01,508	(620)
Mar-23	1,90,847	1,91,329	(482)

During the year, the Company had made quarterly submissions to banks or financial institutions or debenture trustees; however, there were no material discrepancies noted between the quarterly statements / revised returns filed and the financial statements of the respective quarter.

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note : 63- There were no significant events after the end of the reporting period which require any adjustment or disclosure in the financial statements other than as stated below:

The Board of Directors at its meeting held on 26 April 2024 have recommended Issuance of 3 Bonus Shares on 1 fully paid-up Equity Share having face value of Re. 1/- each, subject to approval of the Shareholders of the Company.

Note : 64- Additional regulatory information required under (WB) (xvi) of Division III of Schedule III amendment, disclosure of ratios, is not applicable to the Company as it is not a NBFC registered under Section 45-IA of Reserve Bank of India Act, 1934.

Note : 65- The Group does not have any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 during the year ended 31 March 2024 and 31 March 2023.

Note : 66- The Company has bought back 14,54,545 equity shares amounting to Rs.19,843 lakhs under Tender Offer on July 18, 2022 (i.e. settlement date) and the said shares have been extinguished on 22 July 2022.

Note : 67- No proceedings have been initiated or pending against the group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder, as at 31 March 2024 and 31 March 2023.

Note : 68- The Company has not been declared wilful defaulter by any bank or financial Institution or other lender, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India, during the year ended 31 March 2024 and 31 March 2023.

Note : 69- The Holding Company and its subsidiary companies has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or other kind of funds) to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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;

The Holding Company and its subsidiary companies has not received any funds (which are material either individually or in the aggregate) from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note : 70- The Company have no satisfaction of charges which are pending to be filed with ROC.

Note : 71- The Board of Directors of the Motilal Oswal Financial Services Limited. at their Meeting held on July 27, 2023 has, inter-alia, subject to approval of Shareholders of the Motilal Oswal Financial Services Limited. and other applicable statutory & regulatory approvals including the approval of the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench, approved the Scheme of Arrangement between Motilal Oswal Financial Services Limited ("the Transferor Company" or "the Resulting Company" or "MOFSL") and Motilal Oswal Broking and Distribution Limited (formerly Glide Tech Investment Advisory Private Limited & converted into Public Limited Company) ("the Transferee Company" or "MOBDL") and Motilal Oswal Wealth Limited ("the Demerged Company" or "MOWL") and their respective Shareholders ("the Scheme"), under Sections 230-232 of the Companies Act, 2013. The appointed date subject to approval of the NCLT is April 01, 2023. Further, pursuant to the provisions of Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has filed the Scheme along with necessary documents with Stock Exchange(s). Post receipt of shareholder's approval, this event will be considered as highly probable for the purposes of disclosure requirement under IND AS 105 "Non-Current Assets held for sale in discontinued operations".

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Note : 72- The Company has filed Prospectus dated 09 April 2024 for Public Issuance of Secured, Rated, Listed, Redeemable Non-Convertible Debentures of face value of ₹ 1,000 each ("NCDs") for an amount aggregating up to ₹ 500 Crore ("Base Issue Size") with an option to retain oversubscription up to ₹ 500 Crore ("Green Shoe Option") aggregating up to 1,00,00,000 NCDs for an amount up to ₹ 1,000 Crore ("Issue Size" or "Issue Limit") (hereinafter referred to as the "Issue"). The Issue is open for subscription on 23 April 2024 ("Issue Opening date") and is scheduled to close on 07 May 2024 ("Issue Closing date").

Note : 73- Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Note : 74- The amounts reflected as "0" in the financial information are values with less than rupees fifty thousands.

Note : 75- Previous year figures have been regrouped/reclassified wherever necessary to confirm to the current year's classification.

As per our attached report of even date

For Singhi & Co.

Chartered Accountants

Firm Registration No. 302049E

For and on behalf of the Board of Directors

Motilal Oswal Financial Services Limited

CIN: L67190MH2005PLC153397

Sd/-

Amit Hundia

Partner

Membership Number: 120761

Sd/-

Motilal Oswal

Managing Director and
Chief Executive Officer

DIN: 00024503

Sd/-

Raamdeo Agarawal

Non-Executive Chairman
DIN: 00024533

Sd/-

Shalibhadra Shah

Chief Financial Officer

Place : Mumbai

Date : 26 April 2024

Sd/-

Kailash Purohit

Company Secretary

Place : Mumbai

Date : 26 April 2024

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Financial Highlights of Subsidiary for the year ended 31 March 2024

Form AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

Sr. No.	1	2	3	4	5	6	7	8	9	
1	Motilal Oswal Investment Advisors Limited	Motilal Oswal Commodities Broker Private Limited (MOCBPL)	MO Alternate Investment Private Limited	Motilal Oswal Finvest Limited	Motilal Oswal Management Company Limited (MOAMC)	Motilal Oswal Trustee Company Limited (MOTC)	Motilal Oswal Capital Limited (MOCL)	Motilal Oswal Broking and Distribution Ltd (Formerly known as Glide Tech Investment Advisory Private Limited) (MOBDPL)	TM Investment Technologies Pvt. Ltd. (TMITPL)	
2	16-06-06	06-04-06	04-09-09	18-12-07	14-11-08	14-11-08	19-09-2016**	25-11-19	24-07-20	
3	The date since when subsidiary was acquired									
4	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	The reporting period of all the subsidiaries is similar as of holding company								
5	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	NA	NA	NA	NA	NA	NA	NA	NA	
6	Share capital	135	41	300	8,222	6,774	800	1,400	932	
7	Reserves & surplus	22,975	834	17,424	1,44,908	159,466	91	360	285	
8	Total assets	27,233	26,767	29,665	5,60,414	1,94,604	920	1,885	2,128	
9	Total Liabilities	4,123	25,892	11,941	4,07,284	28,364	29	126	911	
10	Investments	25,206	-	4,898	1,07,821	1,62,485	357	1,654	1,463	
11	Turnover	15,237	25	18,522	67,721	108,835	92	898	1,314	
12	Profit before taxation	11,311	(7)	6,772	27,001	68,348	58	614	445	
13	Provision for taxation	2,547	0	1,662	5,223	11,361	14	129	112	
14	Profit after taxation	8,764	(7)	5,110	21,778	56,987	44	485	333	
15	Other Comprehensive Income	(9)	-	(23)	5,716	(25)	-	(3)	(3)	
16	Total Comprehensive Income	8,756	(7)	5,087	27,494	56,962	44	482	330	
17	Proposed dividend	-	-	-	-	-	-	-	-	
18	% of shareholding	100	100	100	100	100	100	100	61.64	

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

1	Sr. No.	10	11	12	13	14	15	16	17	18
2	Name of the subsidiary	Motilal Oswal Wealth Management Limited (MOWML)	Motilal Oswal Securities International Private Limited (MOSIPL)	Motilal Oswal Capital Markets (Hong Kong) Private Limited (MOCMPL(HK))	Motilal Oswal Capital Markets (Singapore) Pte. Limited. (MOCMSPL)	Motilal Oswal Home Finance Limited (MOHFL)	Motilal Oswal Asset Management (Mauritius) Private Limited (MOAMC(Mauritius))	India Business Excellence Management Company (IBEMC)	Motilal Oswal Finsec IFSC Limited (MOFIL)	MO Alternate IFSC Limited (MOA IFSC)
3	The date since when subsidiary was acquired	29-09-08	27-06-11	30-09-11	30-09-11	01-10-13	08-01-2015**	21-03-2014*	07-05-18	12-12-22
4	Reporting period for the subsidiary concerned, if different from the holding company's reporting period									
5	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	NA	NA	1HKD = ₹0.6502	1 SGD = Rs. 61.7510*	NA	1 USD = Rs. 83.3416*	1 USD = Rs. 83.3416*	NA	1 USD = Rs. 83.3416*
6	Share capital	8	457	412	130	60,379	479	18	1,200	5
7	Reserves & surplus	34,725	93	(218)	358	68,336	24	2,021	705	1,986
8	Total assets	46,367	613	204	551	4,55,209	582	2,050	11,434	2,515
9	Total liabilities	11,634	63	10	63	3,26,495	78	11	9,530	524
10	Investments	34,899	-	-	-	-	0	1	541	-
11	Turnover	36,845	267	166	292	58,908	345	296	517	1,255
12	Profit before taxation	15,456	36	29	38	17,128	159	(338)	442	1,020
13	Provision for taxation	3,517	6	-	1	3,876	4	-	123	-
14	Profit after taxation	11,939	30	29	37	13,252	155	(338)	319	1,020
15	Other Comprehensive Income	(14)	(6)	-	-	(5)	-	-	0	1
16	Total Comprehensive Income	11,925	24	29	37	13,247	155	(338)	319	1,021
17	Proposed dividend	-	-	-	-	-	-	-	-	-
18	% of shareholding	100	100	100	100	97.49	100	100	100	100

* through MOAIP; ** through MOAMC

Notes:-

1. There are no subsidiaries which were liquidated or sold off during the year under review. Further, refer note no. 62 on the Scheme of Arrangement
2. Share application money is not included in total liability as well as share capital.
3. Turnover includes other income also.
4. Percentage of shareholding is Effective Shareholding of holding company i.e. Motilal Oswal Financial Services Limited.

The reporting period of all the subsidiaries is similar as of holding company

Notes to Consolidated Financial Statements

(All amounts are in INR Lakhs, unless otherwise stated)

Summary of significant accounting policies and other explanatory information to the Consolidated Financial Statement

Part "B": Associates and Joint Ventures *

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to associate companies and joint ventures

Name of Associates/ Joint Ventures	Latest audited Balance Sheet Date	Shares of Associate/Joint Ventures held by the company on the year end		Description of how there is significant influence	Reason why the associate/joint venture is not consolidated	Networth attributable to Shareholding as per latest audited Balance Sheet	Profit / Loss for the year	
		No.	Amount of Investment in Associates/ Joint Venture				i. Considered in Consolidation	ii. Not Considered in Consolidation
NOT APPLICABLE								

* Disclosure is given only in case of associate/Joint venture company and not in case of other enterprises. The Group consolidates IREF II LLP as an associates and therefore the above statement is not applicable.



www.motilaloswalgroup.com



MOTILAL OSWAL FINANCIAL SERVICES LIMITED

CIN: L67190MH2005PLC153397

Registered Office: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai – 400 025, Maharashtra, India

E-mail: shareholders@motilaloswal.com, **Website:** www.motilaloswalgroup.com

Tel: +91 22 7193 4200/4263 | **Fax:** +91 22 5036 2365

NOTICE OF THE NINETEENTH ANNUAL GENERAL MEETING

Notice is hereby given that the **Nineteenth Annual General Meeting** (“AGM”) of the Members of Motilal Oswal Financial Services Limited (“the Company”) will be held on **Wednesday, August 14, 2024 at 11:00 a.m. (IST)** through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) to transact the below businesses. The venue of the Meeting shall be deemed to be the Registered Office of the Company at Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai – 400 025.

ORDINARY BUSINESSES:

1. To consider and adopt the Audited Standalone Financial Statements of the Company together with the Report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2024.
2. To consider and adopt the Audited Consolidated Financial Statements of the Company together with the Report of the Auditors thereon for the financial year ended March 31, 2024.
3. To confirm the Interim Dividend paid of ₹14/- per Equity Share of face value of ₹1/- each to its Equity Shareholders, as the final dividend for the financial year ended March 31, 2024.
4. Appointment of a Director in place of Mr. Raamdeo Agarawal (DIN: 00024533), who retires by rotation, and being eligible, offers himself for re-appointment.

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Raamdeo Agarawal (DIN: 00024533), who retires by rotation, be and is hereby re-appointed as a Director liable to retire by rotation.”

5. Appointment of a Director in place of Mr. Rajat Rajgarhia (DIN: 07682114), who retires by rotation, and being eligible, offers himself for re-appointment.

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Rajat Rajgarhia (DIN: 07682114), who retires by rotation, be and is hereby re-appointed as a director liable to retire by rotation.”

SPECIAL BUSINESS:

6. Material Related Party Transaction(s) with Motilal Oswal Home Finance Limited, a Material Subsidiary of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s), re-enactment(s), amendment(s), clarification(s) or substitution(s) thereof for the time being in force), the Company’s Policy on Materiality and Dealing with Related Party Transactions, provisions of the Memorandum and Articles of Association of the Company, and recommendations of the Audit Committee and Board, the consent of the Members of the Company be and is hereby accorded for entering into Related Party Transactions and/or carrying out and/or continuing with contracts/arrangements/transactions (whether individual transaction or transactions taken together or series of transactions or otherwise) with Motilal Oswal Home Finance Limited (“MOHFL”), a Material Subsidiary of the Company, from the date of this Annual General Meeting (“AGM”) up to the date of the next AGM for a period not exceeding 15 (fifteen) months with respect to below mentioned Related Party Transactions:

Nature of Transaction	Amount (₹ in Crore)
Granting Loans	500
Availing loans and/or any guarantee/security in connection with a loan in favour of various Banks/Financial Institutions/Debenture Trustees, etc.	275
Other transactions including Rent/Leasing transactions & Rent Deposits, Reimbursement of Expenses, Purchase of Assets, Avail or Provide Services, etc. and such other transactions as may be approved by the Audit Committee and Board.	100
Total	875

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable, including without limitation to settle any question, difficulty or doubt that may arise in this regard.”

By Order of the Board
For Motilal Oswal Financial Services Limited

Sd/-
Kailash Purohit
Company Secretary & Compliance Officer
(ACS No.: 28740)

Place: Mumbai
Date: July 23, 2024

Notes:

1. The Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and various subsequent Circulars latest being 09/2023 dated September 25, 2023 and such other related Circulars issued from time to time (collectively referred to as “MCA Circulars”), and the Securities and Exchange Board of India (“SEBI”) vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and various subsequent Circulars latest being SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 (collectively referred to as “SEBI Circulars”) permitted the holding of the Annual General Meeting (“AGM”/“Meeting”) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”), without the physical presence of the Members (also referred to as “Shareholders”) at a common venue. In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), MCA and SEBI Circulars (as amended from time to time), the AGM of the Company is being held through VC/OAVM, and the Members can attend and participate in the ensuing AGM through VC/OAVM.

For this purpose, necessary arrangements have been made by the Company with National Securities Depository Limited (“NSDL”) and instructions for the process to be followed for attending and participating in the ensuing AGM through VC/OAVM is forming part of this Notice.
2. The Explanatory Statement as required under Section 102 of the Act relating to the Special Business to be transacted at the AGM, is annexed hereto. Further, the Explanatory Statement relating to Ordinary Businesses in Item No. 4 & 5 to be transacted at the AGM is also annexed hereto.
3. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and MCA Circulars, the Company is providing facility of Remote e-Voting (e-Voting from a place other than venue of the Meeting) and e-Voting during the AGM, to its Members in respect of the businesses to be transacted at the AGM.

For this purpose, necessary arrangements have been made by the Company with NSDL to facilitate Remote e-Voting and e-Voting during the AGM. The instructions for the process to be followed for Remote e-Voting and e-Voting during the AGM is forming part of this Notice.
4. Pursuant to Section 105 of the Act read with Rule 19 of the Companies (Management and Administration) Rules, 2014, a Member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote on a poll instead of himself/herself, and the proxy need not be a Member of the Company. However, pursuant to the MCA and SEBI Circulars, since the AGM will be held through VC/OAVM, the physical attendance of the Members in any case has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form is not annexed to this Notice.
5. Pursuant to Section 113 of the Act, representatives of Corporate Members may be appointed for the purpose of voting through Remote e-Voting or for participation and e-Voting during the AGM to be conducted through VC/OAVM. Corporate Members intending to attend the AGM through their authorised representatives are requested to send a Certified True Copy of the Board Resolution and Power of Attorney (PDF/JPG Format), authorizing its representative to attend and vote on their behalf at the AGM. The said Resolution / Authorisation shall be sent to the Company by e-mail through its registered e-mail address at shareholders@motilaloswal.com with a copy marked to evoting@nsdl.com.
6. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for the financial year (“FY”) 2023-24 is being sent only through electronic mode to those Members whose name appear in the Register of Members/Beneficial Owners maintained by the Company/Depositories as on BENPOS date i.e. July 19, 2024 and whose e-mail addresses are registered with the Company / Depositories for communication purpose, unless any Member has requested for a physical copy of the same. Members may note that the Notice and Annual Report for the FY 2023-24 will also be available on website of the Company, i.e. www.motilaloswalgroup.com, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of NSDL at www.evoting.nsdl.com.
7. To support the “Green Initiative”, the Members who have not registered their e-mail addresses are requested to register the same with the Company’s Registrar and Share Transfer Agent (“RTA”) i.e. Link Intime India Private Limited or their Depository Participants, in respect of Shares held in physical/electronic mode, respectively.

8. Process for registration of e-mail id for obtaining Annual Report in electronic mode and User ID / password for e-Voting is annexed to this Notice.
9. The relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. The Members can inspect the same up to the date of the AGM, by sending an e-mail to the Company at shareholders@motilaloswal.com.
10. The Company has appointed Mr. Umashankar K. Hegde, Practicing Company Secretary, as the Scrutinizer for scrutinizing the Remote e-Voting and e-Voting during the AGM, to ensure that the e-Voting process is carried out in a fair and transparent manner.
11. Interim dividend for the financial year ended March 31, 2024 of ₹14/- per Equity Share having face value of ₹1/- each was paid by February 16, 2024.
12. The Member whose name appears on the Register of Members/Beneficial Owners maintained by the Company/Depositories as on cut-off date i.e. Wednesday, August 07, 2024 will only be considered for the purpose of e-Voting.
13. Voting rights shall be reckoned on the paid-up value of Shares registered in the name of the Members/Beneficial Owners maintained by the Company/Depositories as on the cut-off date i.e. Wednesday, August 07, 2024.
14. The Remote e-Voting period commences on Saturday, August 10, 2024 at 09:00 a.m. (IST) and ends on Tuesday, August 13, 2024 at 05:00 p.m. (IST). During this period, the Members holding Shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, August 07, 2024 may cast their vote electronically. The Remote e-Voting module shall be disabled by NSDL for voting thereafter.
15. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members/Beneficial Owners maintained by the Company/Depositories will be entitled to vote at the AGM.
16. The Members attending the AGM should note that those who are entitled to vote but have not exercised their right to vote by Remote e-Voting, may vote during the AGM through e-Voting for all businesses specified in the Notice. The Members who have exercised their right to vote by Remote e-Voting may attend the AGM but shall not vote at the AGM.
17. A person who is not a Member as on the cut-off date i.e. Wednesday, August 07, 2024 should treat this Notice for information purpose only. However, the Members who are holding shares in physical form or who have not registered their e-mail address with the Company/Depositories or any person who acquires Shares of the Company and becomes a Member of the Company after the Notice has been sent electronically by the Company, and holds Shares as of the cut-off date, i.e. Wednesday, August 07, 2024 may obtain the User ID and Password by following the instructions as mentioned in the Notice.
18. The Members can avail the facility of nomination in respect of the Equity Shares held by them in physical form pursuant to the provisions of Section 72 of the Act read with the Rules made thereunder. The Members desiring to avail this facility may send their nomination in Form SH-13 duly filled in to RTA of the Company. Further, the Members desirous of cancelling/varying nomination pursuant to the provisions of the Act are requested to send their requests in Form ISR-3 or SH-14 to RTA of the Company. These forms will be made available on request.
19. The Members holding Shares in dematerialized form are requested to update with their respective Depository Participant, their bank account details (account number, 9 digit MICR code and 11 digit IFSC), e-mail ids and mobile number. The Members holding Shares in physical form may communicate details to the Company/RTA before Wednesday, August 07, 2024 by quoting the Folio No. and attaching a photocopy of the cancelled cheque leaf of their bank account and a self-attested copy of their PAN card. Further, the Members holding Shares in physical form may avail investor services to register PAN, e-mail address, bank details and other KYC details or changes/update thereof by sending requests in Form ISR-1 to RTA of the Company.
20. The SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with Physical Shares and avail various benefits of dematerialisation, the Members are advised to dematerialise the Shares held by them in physical form. The Members can contact the Company or Link Intime India Private Limited, RTA of the Company, for assistance in this regard.

21. Unclaimed/Unpaid Dividend

Pursuant to the provisions of Section 124 and 125 of the Act read with the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividends which remain unclaimed/unpaid for a period of 7 (seven) years are required to be transferred to the Investor Education and Protection Fund ("IEPF").

The Company requests the Members to claim the unclaimed dividends within the prescribed period. The details of the unclaimed dividends are available on the website of the Company at www.motilaloswalgroup.com and Ministry of Corporate Affairs at www.iepf.gov.in. The Members can contact the Company/RTA for claiming the unclaimed dividends standing to the credit in their account.

22. Shares transferred to IEPF

The Equity Shares in respect to which dividend has not been encashed for 7 (seven) consecutive years or more are required to transfer to the IEPF pursuant to Section 124(6) of the Act. Relevant details in this respect are posted on the website of the Company at www.motilaloswalgroup.com in Investor Relations section.

In this regard, the Company has sent intimations to the Members from time to time. The Members are requested to contact the Company or RTA to claim their dividend and in case of any pending legal disputes, provide certified copy of Order from Court/Authority restraining transfer, payment of dividend etc. During the FY 2023-24, the Company has transferred 2,943 Equity Shares to the IEPF.

23. Investor's Service Request

- a. The Members are hereby informed that pursuant to the SEBI Circular dated November 03, 2021 and various subsequent Circulars latest being Master Circular dated May 07, 2024, the Members holding Shares in physical form are requested to furnish / update the following documents to RTA of the Company:
 - i. Form ISR-1 duly filled and signed by the holders stating their name, folio number, complete address with pincode;
 - ii. Self-attested copy of PAN;
 - iii. Self-attested copy of Aadhar/any other Government Issued Address Proof;
 - iv. Cancelled Cheque leaf;
 - v. Form ISR-2 – duly signed and verified by the Banker; and
 - vi. Form SH-13 – Nomination Form or ISR-3 – to opt out from Nomination.
- b. The Members are also informed that pursuant to the aforesaid Circulars, the security holder(s) whose folio(s) do not have PAN, Choice of Nomination, Contact Details, Bank Account Details and Specimen Signature updated, shall be eligible:
 - i. to lodge grievance or avail any service request from the RTA only after furnishing PAN, KYC details and Nomination.

- ii. for any payment including dividend, interest or redemption payment in respect of such folios, only through electronic mode with effect from April 01, 2024.
- c. The Members are also informed that aforesaid payment shall be made only if the folio is KYC compliant i.e. the details of PAN, choice of nomination, contact details, mobile no. complete bank details and specimen signatures are registered.

24. The Members may please note that the SEBI vide its Circular dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz. issue of duplicate securities certificate; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Further, the SEBI vide its Circular dated May 18, 2022 has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, the Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, as the case may be.
25. Additional information of Directors seeking re-appointment as per Item No. 4 & 5 at the ensuing AGM, as required under Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of the Secretarial Standard-2 on General Meetings ("SS-2"), is annexed to the Notice.
26. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for the Members and e-Voting user manual for the Members available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Veena Suvarna at evoting@nsdl.com.
27. Since, the AGM will be held through VC/OAVM, the Route Map of the venue and Attendance Slip are not annexed to this Notice.

Voting Results

1. The Scrutinizer shall, after the conclusion of the AGM, electronically submit the Consolidated Scrutinizer's Report (i.e. votes cast through Remote e-Voting and e-Voting during the AGM) of the total votes cast in favour or against the Resolution and invalid votes, to the Chairman of the AGM or to any other person authorised by the Chairman of the Company.
2. Based on the Scrutinizer's Report, the Company will submit within two working days of the conclusion of the AGM, to the Stock Exchanges, details of the Voting Results as required under Regulation 44(3) of the Listing Regulations.

- The Results declared along with the Scrutinizer's Report will be placed on the website of the Company at www.motilaloswalgroup.com and on the website of NSDL at www.evoting.nsdl.com.

INSTRUCTIONS FOR REMOTE E-VOTING, E-VOTING DURING THE AGM AND JOINING THE AGM

- The Remote e-Voting period begins on Saturday, August 10, 2024 at 09:00 a.m. (IST) and ends on Tuesday, August 13, 2024 at 05:00 p.m. (IST). The Remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners maintained by the Company / Depositories as on the cut-off date i.e. Wednesday, August 07, 2024, may cast their vote electronically. The voting right of the Members shall be in proportion to their Share in the paid-up Equity Share Capital of the Company as on the cut-off date, being Wednesday, August 07, 2024.
- The Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- Pursuant to the provisions of the SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 and Regulation 44 of the Listing Regulations, listed entities are required to provide Remote e-Voting facility to its Members, in respect of all Shareholders' Resolutions. However, it has been observed that the participation by the Public Non-Institutional Members/Retail Members are at a negligible level.

Currently, there are multiple e-Voting Service Providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple User Ids and Passwords by the Members.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

Step 1: Access to NSDL e-Voting system


A. LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL AGM FOR INDIVIDUAL MEMBERS HOLDING SECURITIES IN DEMAT MODE

In terms of the SEBI Circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

The Members are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-Voting facility.

Pursuant to the aforesaid SEBI Circular, login method for e-Voting and joining Virtual AGM for Individual Members holding securities in Demat mode with CDSL/NSDL is given below:

Type of Members	Login Method
Individual Members holding securities in demat mode with NSDL	<ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a Mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or ESP name and you will be re-directed to e-Voting website of NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the Remote e-Voting period or joining virtual AGM & e-Voting during the AGM. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.

Type of Members	Login Method
	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a 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 site wherein you can see e-Voting page. Click on Company name or ESP name i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the Remote e-Voting period or joining virtual AGM & e-Voting during the AGM.</p> <p>4) The Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="598 712 1222 1016" style="text-align: center;"> <p>NSDL Mobile App is available on</p>  </div>
Individual Members holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing User Id and Password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi Username and Password.</p> <p>2) 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 the Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the ESP for casting your vote during the Remote e-Voting period or joining virtual AGM & e-Voting during the AGM. Additionally, there is also links provided to access the system of all ESPs, so that the user can visit the ESP' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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 ESP.</p>
Individual Members (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL site after successful authentication, wherein you can see e-Voting feature. Click on Company name or ESP i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the Remote e-Voting period or joining virtual AGM & e-Voting during the AGM.

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

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

Login type	Helpdesk details
Individual Members holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000
Individual Members holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B. LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL AGM FOR MEMBERS OTHER THAN INDIVIDUAL MEMBERS HOLDING SECURITIES IN DEMAT MODE AND MEMBERS HOLDING SECURITIES IN PHYSICAL MODE

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a Mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-Services i.e. IDeAS, you can Login at <https://www.evoting.nsdl.com/> with your existing IDeAS Login. Once you Login to NSDL e-Services after using your Login credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding Shares i.e. Demat (NSDL or CDSL) or Physical	Your User Id is:
a) For Members who hold Shares in demat account with NSDL	8 Character DP Id followed by 8 Digit Client Id For example if your DP Id is IN300*** and Client Id is 12***** then your user Id is IN300***12*****.
b) For Members who hold Shares in demat account with CDSL	16 Digit Beneficiary Id For example if your Beneficiary Id is 12***** then your user Id is 12*****
c) For Members holding Shares in Physical Form	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user Id is 101456001***

5. Password details for the Members other than Individual Members are given below:
 - a) If you are already registered for e-Voting, then you can use your existing Password to Login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'Initial Password' which was communicated to you. Once you retrieve your 'Initial Password', you need to enter the 'Initial Password' and the system will force you to change your Password.
 - c) How to retrieve your 'Initial Password'?
 - i. If your E-mail Id is registered in your demat account or with the Company, your 'Initial Password' is communicated to you on your E-mail Id. Trace the E-mail sent to you from NSDL from your mailbox. Open the E-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The Password to open the .pdf file is your 8 Digits Client Id for NSDL account, last 8 Digits of Client Id for CDSL

- account or Folio Number for Shares held in physical form. The .pdf file contains your 'User Id' and your 'Initial Password'.
- ii. If your E-mail Id is not registered, please follow steps mentioned below in process for those Members whose E-mail Ids are not registered.
6. If you are unable to retrieve or have not received the "Initial Password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding Shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the Password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) The Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your Password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.
 4. Now you are ready for e-Voting as the Voting page opens.
 5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of Shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 6. Upon confirmation, the message "Vote cast successfully" will be displayed.
 7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 8. Once you confirm your vote on the Resolution(s), you will not be allowed to modify your vote.
 9. Only those Members, 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.
 10. If any Votes are cast by the Members through the e-Voting available during the AGM and if the same Members have not participated in the AGM through VC/OAVM facility, then the votes cast by such Members may be considered invalid as the facility of e-Voting during the AGM is available only to the Members attending the AGM.

INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM:

Step 2: Instructions for e-Voting during the AGM:

1. The procedure for attending AGM & e-Voting on the day of the AGM is same as the instructions mentioned above for e-Voting.
2. After successful login at Step 1, you will be able to see all the Companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
3. Select "EVEN" of the Company for which you wish to cast your vote during the Remote e-Voting period and casting your vote during the AGM. For joining Virtual AGM, you need to click on "VC/OAVM" link placed under "Join Meeting".
1. The Members will be provided with a facility to attend the AGM through VC/OAVM through NSDL e-Voting system. Members may access by following the steps mentioned above for access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join Meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in the Members Login where the EVEN of the Company will be displayed. Please note that the Members who do not have the User Id and Password for e-Voting or have forgotten the User Id and Password may retrieve the same by following the Remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the AGM 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 1,000 Members on first come first served basis.

This will not include Large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.
4. The Members are encouraged to join the AGM through Laptops/iPads for better experience.
5. Further, the Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the AGM.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. The Members who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail Id mentioning their name, demat account number/ folio number, email id, mobile number at shareholders@motilaloswal.com up to Wednesday, August 07, 2024 (IST 05:00 p.m.). Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM.
8. The Members who do not wish to speak during the AGM but have queries may send their queries from their registered e-mail Id mentioning their name, demat account number/ folio number, email id, mobile number at shareholders@motilaloswal.com up to Wednesday, August 07, 2024 (IST 05:00 p.m.). These queries will be replied by the Company appropriately during the AGM. Alternatively, Members can also put question on the Q&A box available at the time of the AGM.

INSTRUCTIONS FOR MEMBERS FOR REGISTRATION OF E-MAIL ADDRESS

1. Temporary Registration for Demat Members

The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with the Company by sending the mail to the Company at shareholders@motilaloswal.com. The Members are requested to provide details such as Name, DP ID, Client ID/PAN, mobile number and e-mail id.

2. Permanent Registration for Demat Members

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant ("DP") by following the procedure prescribed by the DP.

3. Registration for Members holding physical shares

The Members of the Company holding Equity Shares of the Company in physical form and who have not registered their e-mail addresses may get their e-mail addresses registered with RTA of the Company i.e. Link Intime India Private Limited by raising an e-mail query following is the link: https://liiplweb.linkintime.co.in/rnthelpdesk/Service_Request.html. The Members are requested to provide details such as Name, Folio Number, Certificate number, PAN, mobile number and e-mail id and the image of share certificate in PDF or JPEG format (up to 1 MB).

It is strongly recommended not to share your password with any other person and take utmost care to keep your Password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct Password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the Password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for the Members and e-Voting user manual for the Members available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Veena Suvarna at evoting@nsdl.com.

Annexure to the Notice

The Statement under Section 102 of the Companies Act, 2013

ITEM NO. 4 & 5

In terms of the provisions of Section 152 of the Companies Act, 2013 ("Act") and in accordance with the Articles of Association of the Company, the two-third of the total number of Directors, excluding Independent Directors, shall be eligible to retire by rotation, out of which, one-third shall retire. The Directors who are liable to retire by rotation would be those who have been longest in office since their last appointment.

Accordingly, Mr. Motilal Oswal, Mr. Raamdeo Agarawal, Mr. Navin Agarawal, Mr. Ajay Menon and Mr. Rajat Rajgarhia, Non-Independent Directors are eligible to retire by rotation. However, Mr. Raamdeo Agarawal and Mr. Rajat Rajgarhia, being longest in the office will retire by rotation and would be eligible for re-appointment in the forthcoming Annual General Meeting ("AGM").

The brief profile of Mr. Raamdeo Agarawal and Mr. Rajat Rajgarhia are given herein below and other relevant details as required pursuant to the provisions of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, are provided in Annexure to this Notice.

Save and except Mr. Raamdeo Agarawal and Mr. Rajat Rajgarhia and their relatives to the extent of their respective shareholding, if any, in the Company, none of the other Directors, Key Managerial Personnel ("KMP") of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolutions set out at Item No. 4 & 5 of the Notice respectively. Mr. Raamdeo Agarawal and Mr. Rajat Rajgarhia are not related to any other Director/KMP of the Company.

Accordingly, the Board recommends the Ordinary Resolution(s) set out in Item No. 4 & 5 of the Notice for approval of the Members.

Brief Profile of Mr. Raamdeo Agarawal

Mr. Raamdeo Agarawal is Non-Executive Chairman of the Company. He started the business along with Co-Promoter, Mr. Motilal Oswal, in 1987.

He is an Associate Member of the Institute of Chartered Accountants of India and also a member of the National Committee on Capital Markets of the Confederation of Indian Industry. Mr. Agarawal specialises in Equity Research.

He has been authoring the Annual Motilal Oswal Wealth Creation Study since 1996. In 1986, he wrote the book 'Corporate Numbers Game', along with co-author, Late. Ram K Piparia. He has been featured on 'Wizards of Dalal Street on CNBC TV 18'. He has also authored the book "The Art of Wealth Creation" which compiles insights from his 22 "Wealth Creation Studies".

Mr. Agarawal has received the "Rashtriya Samman Patra" awarded by the Government of India for being amongst the highest Income Tax payers in the country for a period of 5 years from FY95-FY99 and for a consistent track record of highest integrity.

Brief Profile of Mr. Rajat Rajgarhia

Rajat Rajgarhia is an Executive Director - Whole-time Director of our Company. He is a qualified Chartered Accountant and holds a master's degree in business administration from Management Development Institute, Gurgaon.

He has previously worked with Indiainfoline and thereafter joined Motilal Oswal Group in 2001 as a research analyst. He currently heads the Institutional Equities business in the Company.

ITEM NO. 6

Pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended from time to time), all Material Related Party Transactions ("RPTs") shall require prior approval of the Members by means of an Ordinary Resolution, even if such transaction(s) are in the ordinary course of business and at an arm's length pricing basis.

A transaction with a Related Party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds ₹1,000 Crore or 10% of the Annual Consolidated Turnover of a Listed Entity as per the last Audited Financial Statements of the Listed Entity, whichever is lower. Regulation 2(1)(zc) of the Listing Regulations defines RPTs to mean a transaction involving transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.

No related party shall vote to approve such Resolutions whether the entity is a related party to the particular transaction or not.

Further, the SEBI vide its circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2022/47 dated April 08, 2022 has clarified and specified that the Shareholders' approval of omnibus RPTs approved in an Annual General Meeting ("AGM") shall be valid upto the date of the next AGM for a period not exceeding fifteen months. Therefore, the Company is required to obtain Shareholders' approval in every AGM.

Background, details and benefits of the transaction:

Motilal Oswal Home Finance Limited ("MOHFL"), a debenture listed entity, is a Material Subsidiary of the Company and consequently a related party of the Company. MOHFL is engaged in the business of Housing Finance.

The Members of the Company had provided its approval, through Ordinary Resolution passed at the Eighteenth AGM of the Company held on July 11, 2023, for entering into below mentioned RPTs with MOHFL (including transactions already entered), in one or more tranches, from the date of said AGM i.e. July 11, 2023 up to the date of the next AGM for a period not exceeding fifteen months:

Nature of Transaction	Amount (₹ in Crore)
Granting Loans	500
Availing loans and/or any guarantee/security in connection with a loan in favour of various Banks/Financial Institutions/Debenture Trustees, etc.	200
Other Transactions including Rent/Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Purchase of Assets, Avail or Provide Services, etc. and such other transactions as may be approved by the Audit Committee and Board.	100
Total	800

Further, due to enhanced financial requirement of the Company and increased Tier 1 Capital (Net Owned Fund) of MOHFL, MOHFL can increase its exposure limit up to ~₹300 Crore to a single party in terms of Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 (as amended). Therefore, the Board proposed to increase the aforesaid limit for availing loan and borrowing from MOHFL from ₹200 Crore to ₹275 Crore. The relevant details of proposed transaction are as under:

Nature of Transaction	Amount (₹ in Crore)
Granting Loans	500
Availing loans and/or any guarantee/security in connection with a loan in favour of various Banks/Financial Institutions/Debenture Trustees, etc.	275
Other Transactions including Rent/Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Purchase of Assets, Avail or Provide Services, etc. and such other transactions as may be approved by the Audit Committee and Board.	100
Total	875

In view of the clarification issued by the SEBI regarding validity of the Shareholders' approval of omnibus RPTs, it is now proposed to take fresh approval of the Members of the Company for entering into the above mentioned RPTs with MOHFL.

As the proposed transaction with MOHFL will exceed the prescribed material threshold limits, the approval of the Members of the Company is sought by way of an Ordinary Resolution for entering into aforesaid RPTs with MOHFL, in one or more tranches, from the date of this AGM up to the date of the next AGM, for a period not exceeding fifteen months.

The Company and MOHFL, being part of the same group, these transactions, not only cater to the requirement of working capital but also ensures smooth business operations for both the Companies. Further, the proposed transactions are within the permissible limits under provisions of the Companies Act, 2013 ("Act") (as amended from time to time).

The Audit Committee, after reviewing all necessary information, has granted its approval for RPT, with MOHFL for an aggregate value of up to ₹875 Crore to be entered from the date of this AGM to the date of next AGM. The Audit Committee has noted that the said transactions will be on an arms' length basis and in the ordinary course of business of the Company.

Accordingly, basis the review and approval of the Audit Committee, the Board recommend the Resolution set out in Item No. 6 of the Notice for approval of the Members of the Company.

The particulars of the transaction(s) pursuant to the provisions of Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 and the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 are as under:

Sr. No.	Particular	Information										
1.	Summary of information provided by the Management to the Audit Committee for approval of the proposed RPTs:											
a.	Name of the Related Party	Motilal Oswal Home Finance Limited										
b.	Name of the Director(s) or Key Managerial Personnel ("KMP") who is related/common, if any	1) Mr. Motilal Oswal – Promoter, Managing Director & Chief Executive Officer and KMP 2) Mr. Raamdeo Agarawal - Promoter and Non-Executive Chairman 3) Mrs. Divya Momaya, Independent Director										
c.	Nature of relationship	MOHFL is a Material Subsidiary of the Company. Mr. Motilal Oswal, Promoter and Managing Director & Chief Executive Officer of the Company is also a Promoter and Director of MOHFL. Mr. Raamdeo Agarawal, Promoter and Non-Executive Chairman of the Company is Promoter and Director of MOHFL. Further, Mrs. Divya Momaya, Independent Director of the Company is also an Independent Director of MOHFL.										
d.	Nature, Material terms, particulars of the contract or arrangements; and Monetary Value	<table border="1"> <thead> <tr> <th>Nature of Transaction</th> <th>Amount (₹ in Crore)</th> </tr> </thead> <tbody> <tr> <td>Granting Loans</td> <td>500</td> </tr> <tr> <td>Availing loans and/or any guarantee/security in connection with a loan in favour of various Banks/Financial Institutions/ Debenture Trustees, etc.</td> <td>275</td> </tr> <tr> <td>Other Transactions including Rent/Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Purchase of Assets, Avail or Provide Services, etc. and such other transactions as may be approved by the Audit Committee and Board.</td> <td>100</td> </tr> <tr> <td>Total</td> <td>875</td> </tr> </tbody> </table>	Nature of Transaction	Amount (₹ in Crore)	Granting Loans	500	Availing loans and/or any guarantee/security in connection with a loan in favour of various Banks/Financial Institutions/ Debenture Trustees, etc.	275	Other Transactions including Rent/Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Purchase of Assets, Avail or Provide Services, etc. and such other transactions as may be approved by the Audit Committee and Board.	100	Total	875
Nature of Transaction	Amount (₹ in Crore)											
Granting Loans	500											
Availing loans and/or any guarantee/security in connection with a loan in favour of various Banks/Financial Institutions/ Debenture Trustees, etc.	275											
Other Transactions including Rent/Leasing Transactions & Rent Deposits, Reimbursement of Expenses, Purchase of Assets, Avail or Provide Services, etc. and such other transactions as may be approved by the Audit Committee and Board.	100											
Total	875											
e.	Percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed RPTs	12.38%										
f.	Other information provided by the management of the Company to the Audit Committee	The other details of the proposed transactions including justification for the proposed RPTs, valuation, percentage of the counter-party's annual consolidated turnover, etc. were placed before the Audit Committee at its meeting held on April 26, 2024 and summary of the same is contained herein.										

Sr. No.	Particular	Information										
2.	Whether the transactions have been approved by the Audit Committee and the Board of Directors	Yes, the Audit Committee and Board have approved the transactions at their respective Meetings held on April 26, 2024.										
3.	Justification for why the proposed transaction is in the interest of the listed entity	<p>MOHFL is the closely held Material Subsidiary of the Company i.e. MOFSL along with Group hold 97.49% of Equity Shares of MOHFL. Further, to meet the working capital requirements of MOHFL, the Company being Holding Company provides financial assistance to MOHFL from time to time. The proposed transaction of loan commitment to MOHFL also help MOHFL to avail long term borrowing from other financial institutions at lower rate.</p> <p>Further, as part of treasury management and to meet short term requirements, the Company also avail loans from MOHFL as and when required.</p> <p>Due to common infrastructure and business support, the Company undertake various transactions in normal course of business like business support charges, rent/leasing etc.</p> <p>The said transactions are executed in the best interest of the Company and are carried out on arm's length basis.</p>										
4.	Disclosure related to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary											
	Details of the source of funds in connection with the proposed transaction	Own Fund										
	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: <ul style="list-style-type: none"> Nature of Indebtedness Cost of funds and Tenure 	The Company is not borrowing any fund for the aforesaid transactions, hence, the question of indebtedness does not arise.										
	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	<table border="1"> <thead> <tr> <th>Applicable terms & Covenants</th> <th>As mutually agreed under the agreement of loan and borrowing between the Company and MOHFL</th> </tr> </thead> <tbody> <tr> <td>Tenure</td> <td>Up to 1 year (repayable on demand)</td> </tr> <tr> <td>Interest Rate</td> <td>Rate of Interest would be the cost of fund plus spread. Currently rate of interest is in the range of 11% p.a. to 13% p.a. However, considering change in market scenario, the Company may change the rate of interest.</td> </tr> <tr> <td>Repayment Schedule</td> <td>On demand</td> </tr> <tr> <td>Security</td> <td>Generally Unsecured</td> </tr> </tbody> </table>	Applicable terms & Covenants	As mutually agreed under the agreement of loan and borrowing between the Company and MOHFL	Tenure	Up to 1 year (repayable on demand)	Interest Rate	Rate of Interest would be the cost of fund plus spread. Currently rate of interest is in the range of 11% p.a. to 13% p.a. However, considering change in market scenario, the Company may change the rate of interest.	Repayment Schedule	On demand	Security	Generally Unsecured
Applicable terms & Covenants	As mutually agreed under the agreement of loan and borrowing between the Company and MOHFL											
Tenure	Up to 1 year (repayable on demand)											
Interest Rate	Rate of Interest would be the cost of fund plus spread. Currently rate of interest is in the range of 11% p.a. to 13% p.a. However, considering change in market scenario, the Company may change the rate of interest.											
Repayment Schedule	On demand											
Security	Generally Unsecured											
	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	Working capital requirement and other general corporate purpose.										

Sr. No.	Particular	Information
5.	Valuation or other external party report	Valuation report wherever required will be obtained for proposed RPTs and will be made available to the Members on request.
6.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT	151.39%
7.	Any other information relevant or important for the Members to take a decision on the proposed Resolution	Not Applicable

The Board expects growth in the business of MOHFL and so is of the opinion that the aforesaid RPT is in the best interests of the Company and accordingly recommends the Resolution set forth in Item No. 6 of the Notice for the approval of the Members.

All the related parties shall abstain from voting on the said Resolution.

Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution.

ANNEXURE TO ITEM NO. 4 & 5

Pursuant to the provisions of Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) details in respect of Director seeking Appointment/Re-appointment at the Annual General Meeting is furnished below:

Name of Director	Mr. Raamdeo Agarawal	Mr. Rajat Rajgarhia
DIN	00024533	07682114
Date of Birth	July 01, 1956	June 14, 1975
Age	67 years	49 years
Qualifications	Chartered Accountant	Chartered Accountant and Master of Business Administration
Date of first appointment on the Board	May 18, 2005	July 31, 2020
Remuneration sought to be paid	He shall continue to draw commission as the Non-Executive Chairman of the Company as approved by the Board at its Meeting held on July 31, 2019.	He shall continue to draw remuneration as the Whole-time Director of the Company on the terms & conditions as approved by the Members at the AGM held on August 09, 2021.
Last drawn Remuneration	For Remuneration details, please refer the Report on Corporate Governance.	
Experience/Brief Profile and Expertise in specific functional area	Please refer explanatory statement of Item no. 4 & 5 of the Notice, respectively.	
Terms and conditions of appointment/re-appointment	Appointed as a Director liable to retire by rotation.	

Name of Director	Mr. Raamdeo Agarawal	Mr. Rajat Rajgarhia
Directorships held in other companies (excluding foreign companies) as on date	1) Motilal Oswal Home Finance Limited 2) Motilal Oswal Asset Management Company Limited 3) Motilal Oswal Investment Advisors Limited 4) Motilal Oswal Foundation 5) Motilal Oswal Broking and Distribution Limited 6) TM Investment Technologies Private Limited 7) MO Alternate Investment Advisors Private Limited	1) Motilal Oswal Finsec IFSC Limited 2) Motilal Oswal Investment Advisors Limited
Memberships of Committees across Companies (only Statutory Committees as required to be constituted under the Act are considered)	A. Audit Committee 1) Motilal Oswal Asset Management Company Limited B. Stakeholders Relationship Committee 1) Motilal Oswal Financial Services Limited 2) Motilal Oswal Home Finance Limited C. Corporate Social Responsibility Committee 1) Motilal Oswal Financial Services Limited 2) Motilal Oswal Asset Management Company Limited 3) Motilal Oswal Home Finance Limited 4) Motilal Oswal Investment Advisors Limited 5) MO Alternate Investment Advisors Private Limited D. Nomination and Remuneration Committee 1) Motilal Oswal Asset Management Company Limited E. Risk Management Committee 1) Motilal Oswal Home Finance Limited	A. Corporate Social Responsibility Committee 1) Motilal Oswal Investment Advisors Limited
Chairmanship of Committees across Companies (only Statutory Committees as required to be constituted under the Act are considered)	A. Stakeholders Relationship Committee 1) Motilal Oswal Financial Services Limited 2) Motilal Oswal Home Finance Limited B. Corporate Social Responsibility Committee 1) Motilal Oswal Asset Management Company Limited	-
Details of Listed Companies from which the Director resigned during FY 2021-22, FY 2022-23 and FY 2023-24	-	-
Shareholding in the Company (Equity) as on the date of notice (in individual capacity and as a beneficial owner)	13,00,55,880 Equity Shares	69,92,560 Equity Shares

Name of Director	Mr. Raamdeo Agarawal	Mr. Rajat Rajgarhia
Relationship with other Directors/Manager/Key Managerial Personnel	None	None
Number of the Board Meetings attended during the FY 2023-24	4	4

By Order of the Board
For Motilal Oswal Financial Services Limited

Place: Mumbai
Date: July 23, 2024

Sd/-
Kailash Purohit
Company Secretary & Compliance Officer
(ACS No.: 28740)