

NWML/SEC/2025/40

July 12, 2024

The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai - 400 001.
BSE Scrip Code: 543988

The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, 5 Floor, Plot C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400 051.
NSE Symbol: NUVAMA

Subject: - Annual Report for the F.Y. 2023-24 and Notice of the 31st Annual General Meeting of the Company

Dear Sir(s)/Madam(s),

We wish to inform you that the 31st Annual General Meeting ('AGM') of the Company is scheduled to be held on Monday, August 5, 2024, at 11:00 a.m. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') without the physical presence of the Members at a common venue in compliance with the applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with General Circular No. 14/2020 dated April 8, 2020 and subsequent circulars issued in this regard, the latest one being General Circular No. 9/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs ('MCA Circulars'). The venue of the AGM shall be deemed to be the Registered Office of the Company.

Pursuant to Regulation 34 read with Regulation 30 of the Listing Regulations, please find enclosed herewith the following:

- a. Annual Report (including Business Responsibility and Sustainability Report) for the F.Y. 2023-24; and
- b. Notice of the 31st AGM.

Further, in compliance with the aforesaid MCA Circulars and Circular issued by SEBI dated May 12, 2020 and subsequent circulars issued in this regard, latest circular being dated October 7, 2023 ('SEBI Circulars'), the Annual Report for the F.Y. 2023-24 along with the Notice of the AGM is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/Depository Participants. The Annual Report for F.Y. 2023-24 along with Notice is being dispatched to the Members today i.e. July 12, 2024.

The Annual Report for F.Y. 2023-24 along with the Notice of the AGM is available on the website of the Company at www.nuvama.com.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For Nuvama Wealth Management Limited
(formerly known as Edelweiss Securities Limited)**

**Sneha Patwardhan
Company Secretary and Compliance Officer**

Encl: as above

Seizing India's
Wealth Renaissance:

CRAFTING NUVAMA'S ENDURING LEGACY

Annual Report 2023-24

THE
ART OF
COMPOUNDING



Contents

1

Corporate Overview

- 1 Brand Story
- 4 Harnessing India's Wealth Landscape
- 8 Nuvama: Doing it Right
- 12 Pathways to Progress
- 14 Chairperson's Message
- 16 MD & CEO's Communique
- 18 Driving Growth Responsibly
- 20 Leading Wealth Manager in Affluent, HNI and UHNI Client Segments
- 26 Focussed Alternatives Asset Management
- 28 Leveraging Capital Market Capabilities
- 32 Tech Stack Driving Customer Experience and Efficiency
- 38 Doing it Right for our Clients
- 40 Nurturing Talent for Excellence
- 44 Doing it Right for the Planet
- 52 Our Commitment to Strong Governance
- 56 Celebrating Excellence
- 58 In the Spotlight

60

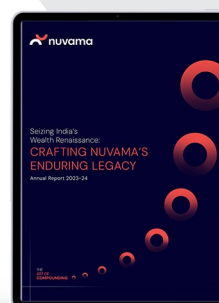
Statutory Reports

- 60 Management Discussion and Analysis
- 75 Directors' Report & Annexures
- 100 Corporate Governance Report
- 125 Business Responsibility & Sustainability Report

166

Financial Statements

- 166 Consolidated Financial Statements
- 285 Standalone Financial Statements
- 386 AGM Notice



To get this report online and for any other information, kindly visit:
www.nuvama.com

BRAND STORY

nuvama

The world of wealth management in India is emerging!

We're ready to embrace it.

Following our demerger from the Edelweiss Group and PAG coming on board as our new promoter, our immediate task was to establish a clear purpose and create a compelling identity for our business. We sought an identity that would embody our new perspective on wealth management, with client-centricity as our top priority.

Emerges Nuvama, a name born from "Nu" (meaning new perspective) and "Vama" (meaning wealth and fortune). This name represents our fresh perspective on financial services and wealth management, along with our strong commitment to protect and serve our clients with integrity and pride.

At Nuvama, we transform wealth management into an innovative and personalised experience for our clients through our products and services. Our emphasis on loyalty and integrity has created an environment where our clients' interests are at the forefront of everything we do. From the very beginning, Nuvama is both by your side and on your side, dedicated to serving you with excellence.

Even our identity is inspired by the brand's purpose. Conceptually, it intends to evoke a sense of dependability, reliability and aspiration. Coral represents empathy and success, while dark blue stands for trust and professionalism, and white represents transparency.

Our guiding purpose? At Nuvama, we always put your interest over ours. Period.

Our belief: Whether for themselves as individuals or for the firms they own or represent, most people perceive that financial services and wealth management firms prioritise their own targets and gains over the best interests of their clients.



To build a purposeful organisation, Nuvama deeply understands the dreams and aspirations of its clients; and recommends only what's best for them. It believes that the client, is the centre, the very reason of its existence; making Nuvama the partner of choice at every step of their journey.

Therefore, our brand promise "Let's Do It Right"

is not a tagline; it's the foundation of everything we do. We believe trust is earned and the only way to earn it is by putting client needs first, every step of the way.

We don't just manage wealth; we challenge the status quo. By presenting counter views, we earn mutual respect. But our commitment extends beyond clients. Sustainability is woven into the very fabric of Nuvama, guiding our environmental footprint, employee satisfaction and social responsibility efforts.

Nuvama isn't just wealth management; it's a partnership built on trust, on a shared journey of "Doing it Right" for the world we share.



Building Nuvama, the Right Way

We are a company in motion, evolving alongside the evolving landscape. Our brand reflects this commitment.



Nuvama Tortoise



We understand the importance of trust and continuity. Our national campaign extends a hand to existing clients, demonstrating that the transition to Nuvama strengthens our commitment to prioritising their needs. It's a testament to the strong foundation we've built together.



Nuvama Parrot



Nuvama Chameleon



nuvama

Unlike some species, we never change colour.

Our wealth managers are a breed apart. We don't randomly change colour to suit the environment and put you at risk. In fact, we are transparent. True to our word. It's all about doing the right thing.

#LetsDoltRight



LEGACY OF OVER 25 YEARS | OVER A MILLION CUSTOMERS | CLIENT ASSETS - ₹ 3.5 TRILLION

WEALTH MANAGEMENT | ASSET MANAGEMENT | CAPITAL MARKETS | nuvama.com

Disclaimer: Investments in securities market are subject to market risks, read all related documents carefully before investing. The contents of this advertisement shall not be considered as an invitation or persuasion to trade or invest. Nuvama Group offers various financial / capital market related services through various companies forming part of Nuvama Group. Please visit our website www.nuvama.com for details of Nuvama Group companies, their respective product / service offerings, details of regulatory registrations/licenses and complete disclosures.

Company Information: Nuvama Wealth Management Limited (formerly Edelweiss Securities Limited)
Regd Off: 801-804, Wing A, Building No. 3, Inspire BKC, Q Block, Bandra Kurla Complex, Bandra East, Mumbai - 400 051
Sbi Regn No. IN20006106 (Stock Broker) having membership with NSE, BSE, MSEI, MCX and NCDEX as a Trading Member

nuvama

It's okay to be slow like them. But not always.

Only a few can adapt well to fast changing circumstances. And our wealth managers are really adept. Sometimes slow. Sometimes fast. Sometimes wait and watch. How we move entirely depends on what's the right thing to do for your money.

#LetsDoltRight



LEGACY OF OVER 25 YEARS | OVER A MILLION CUSTOMERS | CLIENT ASSETS - ₹ 3.5 TRILLION

WEALTH MANAGEMENT | ASSET MANAGEMENT | CAPITAL MARKETS | nuvama.com

Disclaimer: Investments in securities market are subject to market risks, read all related documents carefully before investing. The contents of this advertisement shall not be considered as an invitation or persuasion to trade or invest. Nuvama Group offers various financial / capital market related services through various companies forming part of Nuvama Group. Please visit our website www.nuvama.com for details of Nuvama Group companies, their respective product / service offerings, details of regulatory registrations/licenses and complete disclosures.

Company Information: Nuvama Wealth Management Limited (formerly Edelweiss Securities Limited)
Regd Off: 801-804, Wing A, Building No. 3, Inspire BKC, Q Block, Bandra Kurla Complex, Bandra East, Mumbai - 400 051
Sbi Regn No. IN20006106 (Stock Broker) having membership with NSE, BSE, MSEI, MCX and NCDEX as a Trading Member

The Future: A Commitment to Excellence

Nuvama's story continues with strategic sponsorships, enhanced communication strategies, and a dedication to remaining a benchmark in the industry. But at the heart of it all, lies a singular focus: Doing it Right!

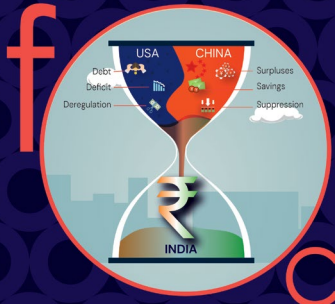
A Legacy Built on Thoughtful Moves

Nuvama is a community of thought leaders. Our research reports and industry events position us as a trusted source of knowledge and advice. We foster strong partnerships, collaborating with channel partners to deliver seamless service and maintain ongoing client engagement.

January 3, 2024

nuvama
institutional equities

ECONOMY



CUS

Economic Outlook 2024: Reflections on Growth Models

Kapil Gupta | Prateek Parekh | Yaswi Agarwal
Kapil.Gupta@nuvama.com | Prateek.Parekh@nuvama.com | Yaswi.Agarwal@nuvama.com

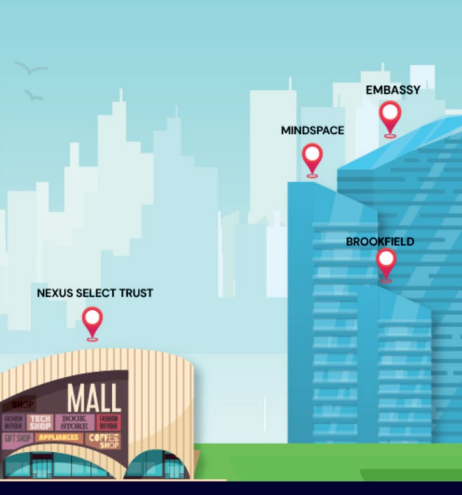
Nuvama Institutional Equities

January 2024

Sector Report
Real Estate

nuvama
institutional equities

REITs: Turning the corner



Parvez Qazi | Vasudev Ganatra
Parvez.Qazi@nuvama.com | Vasudev.Ganatra@nuvama.com

Nuvama Institutional Equities

Harnessing India's Wealth Landscape

India's wealth management industry is on the cusp of a remarkable transformation, presenting immense structural and scalable opportunities. Nuvama, guided by our unwavering purpose – 'Let's do it right' – is at the forefront of this renaissance, poised to seize these exciting prospects.

India's Booming Wealth Engine

India continues to be acknowledged as one of the fastest growing major economies in the world with significant headroom for growth over the long-term. Factors like favourable demographic profile, rapid urbanisation and accelerated digital adoption represent some of the key structural drivers of growth of the Indian economy. These tailwinds will continue to drive growth in household savings and wealth creation for the nation. Driven by strong capital markets,

increasing interests from foreign and domestic investors and policy support, the rate of wealth creation will continue to outpace economic growth rate in India.

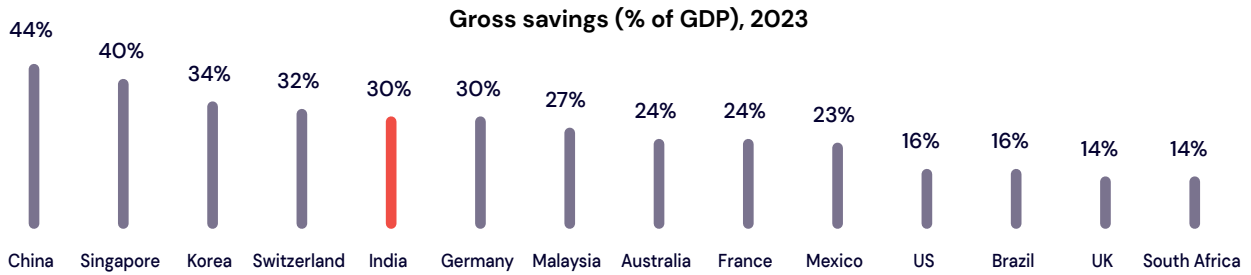
Financialisation of savings and growing share of investment asset class

India has a healthy savings rate (as % of GDP) of ~30%. This is higher as compared to developed economies and is dominated by households. Further with increasing awareness, digitisation, improved

access to financial products and changing investors mindset, the share of financial products in overall gross household savings has been on the rise. While gross household savings grew by 2.8x, gross financial savings grew by 3.2x over last decade, from fiscal 2012 to 2023. Further in the financial savings mix, the share of investment asset class, namely shares and debentures has grown even faster, by 13x over same period. While share of these investment asset class have grown remarkably, it still accounts for 7-9% of financial savings and has a long runway to grow.



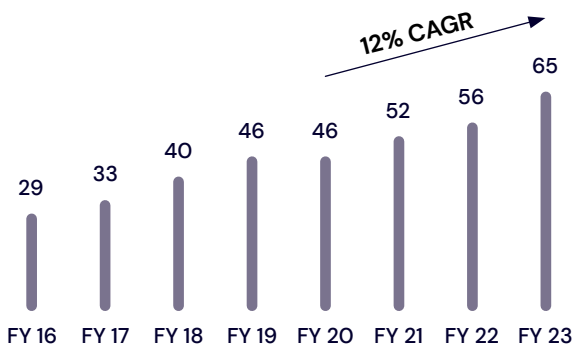
Healthy savings rate of ~30%



Source: IMF, Jefferies

Given steady economic growth, household savings is now a Rs 65 trillion pie, growing at 12% CAGR since FY 2020

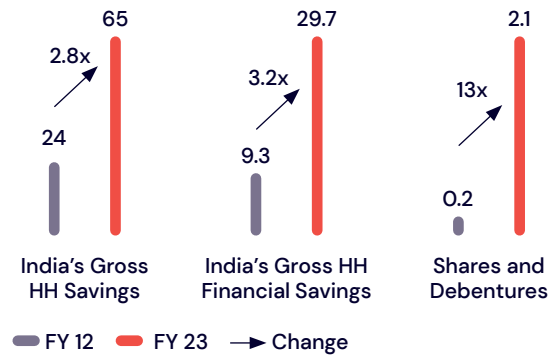
India household savings trend (Rs in trillion)



Source: RBI, Jefferies

Financial savings have grown faster than overall savings and Shares and Debentures have grown even faster

(Rs in trillion)



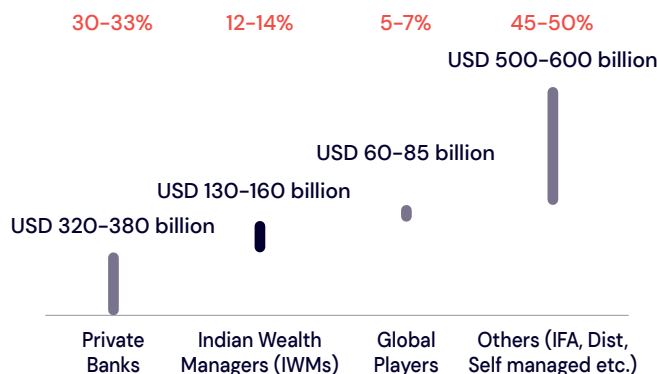
Source: Center for Monitoring Indian Economy

Increasing penetration of professional advice

The wealth management industry in India is fragmented across different types of players. As client's wealth increases, so does the need for personalisation, comprehensive advisory and professional wealth management. To fulfil these increasing needs the breadth of offerings moves from 'single or few products' to a 'full-fledged service platform', changing the orientation from being product-led to solution-led. Today wealth under professional management in India stands at ~15%, as compared to ~75% in matured markets. With growth of wealth and number of wealthy individuals in coming years, the need for holistic wealth management services will increase which will further improve the penetration of professional advice.

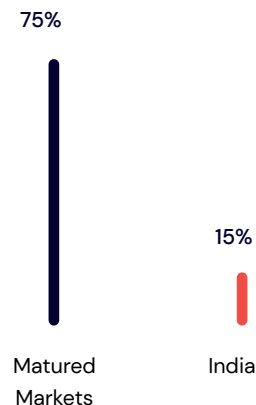
Indian Wealth Managers manage USD 130-160 billion of AUMs (12-14% market share)

India's USD 1-1.2 trillion wealth management market



Source: Industry Reports, Jefferies estimates

Penetration of professional advice



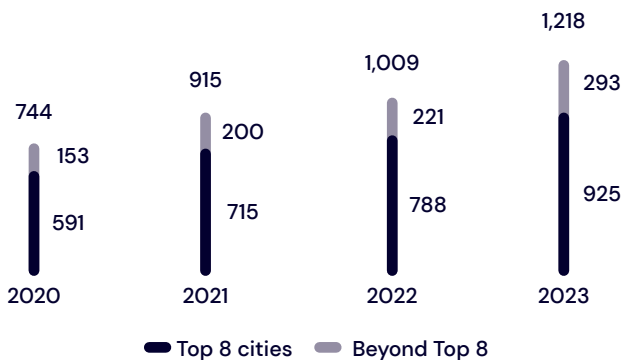


Democratisation of wealth – A pan India opportunity:

The wealth in India is growing fast beyond Tier 1 cities. The number of cities with UHNI presence has surged from 10 in 2012 to 95 in 2023. The trend is evident across asset classes such as direct equities, mutual funds and even alternative investment funds where there is increasing participation from smaller cities. Robust primary capital markets are further helping promoters who are monetising their stakes across these cities in India. For instance, their holdings in Indian companies are down from 59% in fiscal 2020 to 49% in fiscal 2023. Tier 2 and 3 cities accounts for nearly 50% of recognised startups in India. With growing wealth levels, powered by digitisation, the investors beyond tier 1 geographies expect the same access to superior asset classes and strategies as tier 1 category investors, however many of these cities today remain under serviced. As wealth continues to increase beyond Tier 1 the demand for wealth management will keep growing in these geographies.

Incremental growth is faster in newer geographies beyond top 8 cities

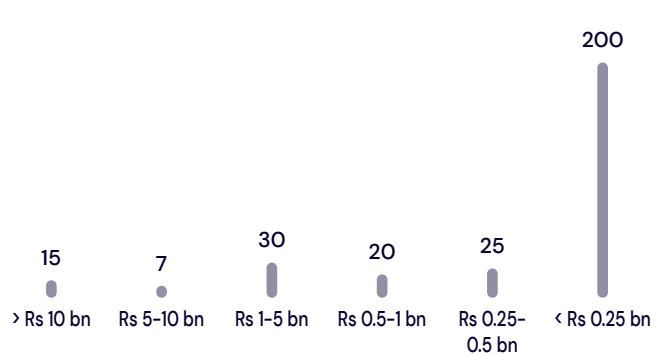
No. of UHNIs on Rich List 2023 (> Rs 10 billion)



Source: Jefferies

AIFs have raised Rs 1 billion each in over 50 cities in India

Number of cities for varying size of fund raise per city



Source: CAMS/Equalifi, Kotak Institutional Equities

Growing choices and sophistication of products and services

Indian market has evolved to become a benchmark of development and innovation, aligning itself with global standards. The breadth of investment offerings over last decade has grown tremendously. They today, span from traditional asset classes (like bank deposits, insurance, equities, fixed income) to managed products (like mutual funds, portfolio management services, alternative investment funds), to sophisticated derivatives and even solutions for intergenerational wealth transfers. Access to real asset classes is also now made possible through financial instruments like Real estate investment trusts (REITs), Infrastructure investment trusts (InvITs) or Gold ETFs. Asset manufactures today offers bespoke solutions that can address specific needs for set of customers. As India progresses in its journey, the customer needs and alongside the product landscape will keep evolving and this will also give rise to and will transform to many wealth platforms to provide full and comprehensive solution suite vis-à-vis being focussed on mono-line or few product offerings.

Growing regulatory footprint

Multiple regulatory changes have been introduced in last 5 to 7 years. The key focus has been around consumer protection, financial stability, data protection and sustainability. Some of the recent examples includes true to the label, trail fee model for all managed products, separate roles for advisory and distribution, enabling direct investment modes for investments, introduction of business responsibility and sustainability reporting and proposed digital personal data protection act, 2023. These have impacted operating business models for all capital market participants, from brokers, fund managers and distributors. The regulatory environment for fiduciary duties in wealth management is evolving and players will benefit greatly from adopting to these new measures in the long run.

Evolving client needs and attitudes

Today's customers are more informed and have new expectations of service delivery. They like to stay in control, do things by themselves and need access to digital and personal (human) interfaces. To meet these expectations technology will play a key role to change the nature and delivery of services in some significant ways, much as it has transformed other industries. In times to come wealth managers will try to harness the power of AI and other technologies to effectively outsource some aspects of their work while focusing their time on the elements of relationship management and advisory where they can add most value to their clients and differentiate themselves. Investments in building these platforms and tools will help enable this hybrid advisory model.



ABOUT NUVAMA

Nuvama: Doing it Right

We are one of the leading wealth management companies in India, with client assets of Rs ~3.5 trillion and a network of over 3,100 employees in more than 90 offices spread across the world. We are backed by the trust and reputation earned through over 25+ years in the Indian market and strengthened by strong institutional ownership with PAG as the promoter of company, a leading investment firm that has been advancing the world of private equity, real assets and credit & markets, in the APAC region for over 2 decades.

Rs ~3.5 trillion

Client assets*

25+

Years of legacy

3,100+

Employees

90+

Offices

1,200+

Relationship Managers

Our diversified client segments include affluent and high net worth individuals, ultra-high net worth individuals, affluent families and family offices, corporate and institutional clients. We have grown our business offerings over the years. We now offer a complete suite of wealth management, asset management and capital markets services amongst others. This exhaustive suite of offerings differentiates our platform and enables us to deliver the right solutions to all our clients, harnessing all the capabilities of our platform. We are organised around client segments which allows us to specialise and sharpen our value proposition.

Our value proposition



SOLUTION ORIENTED APPROACH, FULFILLING ALL CLIENT GOALS



COMPREHENSIVE, SUPERIOR, AND MULTI-PRODUCT SUITE, WHICH ENABLES BUSINESS MONETISATION

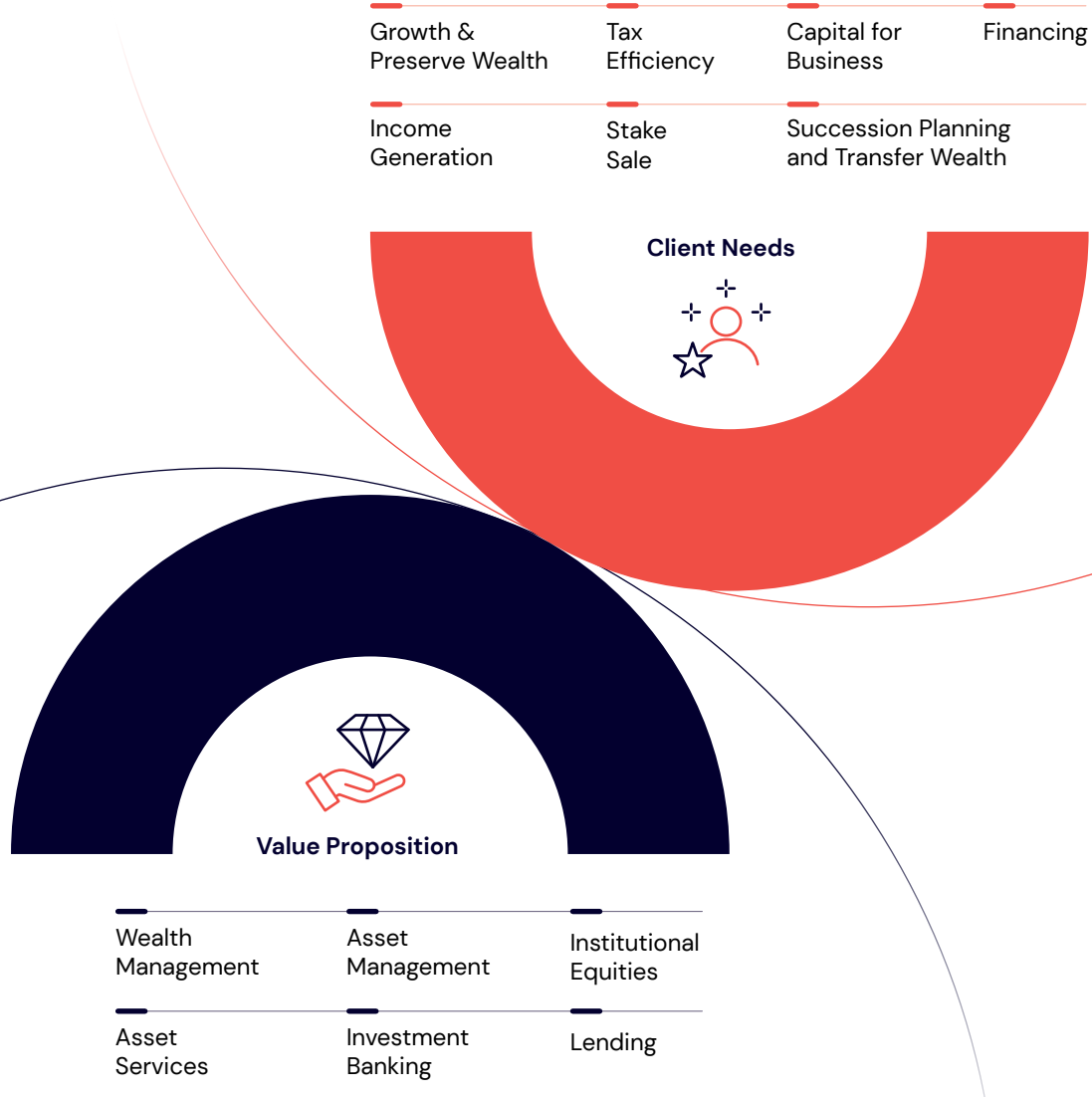


INTEGRATED DELIVERY OF ALL PLATFORM CAPABILITIES TO CLIENTS, THEREBY STRENGTHENING RELATIONSHIP.

*as of March 31, 2024



Universal ecosystem



This universal ecosystem thereby helps us gain clients' mindshare and create value for the clients as well as ourselves.

We deliver these offerings to our clients through the following business segments.

Wealth Management

Serving Affluent and HNI clients

Serving UHNIs

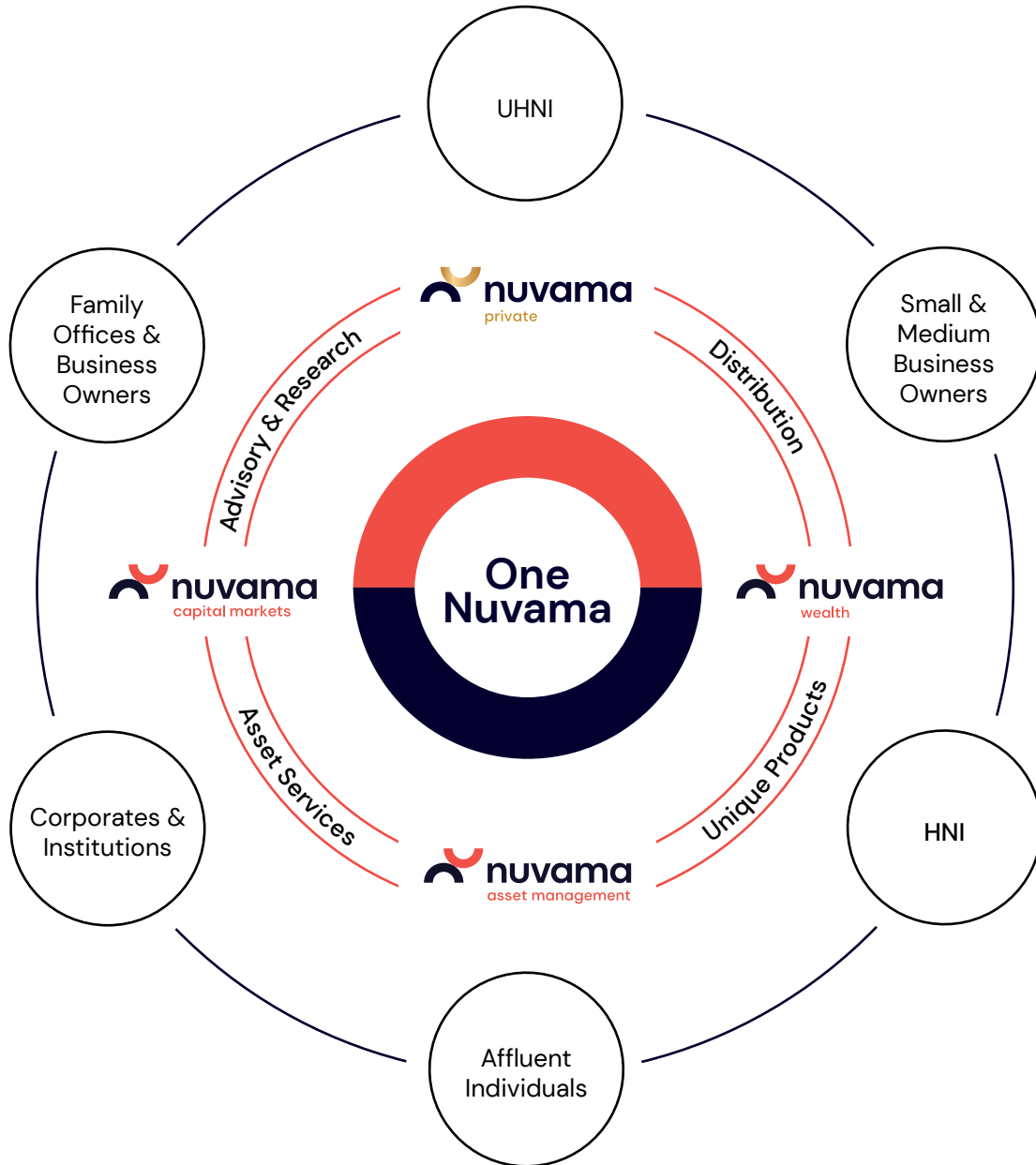
Asset Management

Capital Markets

Unique business model, enabling value and seamless client solutioning across ecosystem:

Nuvama transcends the limitations of traditional wealth management. We foster a comprehensive ecosystem designed to empower client’s wealth journey. This ecosystem thrives on the deep synergy between our wealth management, asset management and capital market businesses.

By leveraging our profound understanding of India’s wealth management needs and the capabilities of our integrated segments, we ensure a holistic approach to delivering relevant solutions.



Core Competencies

Experienced Promoters with strong management team

Nuvama benefits from the unparalleled expertise and financial strength of PAG, a leading investment firm with over USD 55 billion in AUM. This strategic partnership is further bolstered by our experienced

management team with a visionary approach and proven track record across diverse market cycles.

Integrated and differentiated platform

Over the years, we have built a scalable and integrated platform that provides a diverse range

of services tailored to meet the varied needs of our clients. This comprehensive approach sets us apart, attracting top relationship managers who seek more than traditional investment product distribution roles. Our integrated platform enables us to innovate and offer unique solutions, leveraging

our in-depth understanding of our clients' wealth and specific requirements. Organised in a client-centric manner, we prioritise the client as the core unit, ensuring efficient and seamless delivery of these bespoke solutions.

Scaled & multi-client segments with reach across India

Nuvama is the preeminent pure-play wealth manager for the affluent, HNI and UHNI client segments. We cover segments that constitutes majority (80%) of the wealth. Our deep client relationships, cultivated over a decade and extensive reach across 450 locations enable us to deliver solutions tailored to unique client needs. With client assets of Rs ~3.5 trillion, we serve 1.2 million HNI/Affluent individuals, 3,600+ UHNI families and 1,000+ corporates and institutions.

Proven execution with diversified revenue streams and strong capital base

Our revenue for all the three segments has consistently grown over last four years. These diversified revenue streams help in driving secular business growth and provides reasonable cushion to absorb any systematic risk.

Robust Technology Platform

We harness the power of technology to deliver a superior client experience. Our full-stack platform spans the entire value chain, offering capabilities including digital onboarding, straight-through transaction processing, efficient servicing, robust engagement tools, and comprehensive transaction and portfolio reporting. Our investments in the above technology platforms over years have helped enhance our process efficiency and achieve operational excellence.

About PAG

PAG, our promoter, is a leading Asia focussed alternative investment manager. With best-in-class performance and unparalleled network of investment professionals. It manages over USD 55 billion in assets under management, across private equity, real assets, and credit & markets.

USD 55 billion

AUM*
*as of December 31, 2023

9 Offices

Across Asia*
*additional offices in London and New York

770+

Employees as of February 2024

Investment Strategies

PAG focusses on three core investment strategies:

Private Equity (~USD 19 billion AUM)

Large-sized buyouts, structured investments and growth equity strategies

Real Assets (~USD 11 billion AUM)

Direct and indirect investment in real estate, focusing on value-added and core plus strategies

Credit and Markets (~USD 25 billion AUM)

Private debt, special situation investments and liquid hedged strategies

Strategic Value for Nuvama

PAG's expertise and resources contribute significantly to Nuvama's success, enabling us to deliver superior solutions to our clients and create a resilient business.

Deep Regional Knowledge

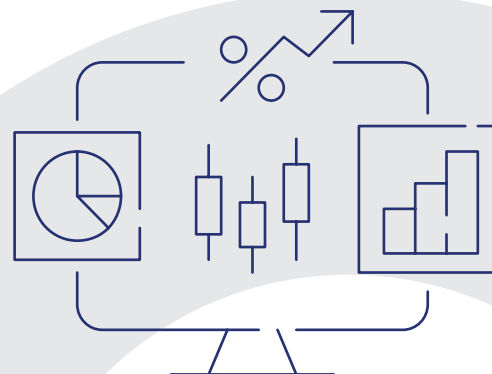
PAG has a team of experienced professionals with a strong understanding of Asian markets and investment cycles, enabling us to make informed investment decisions and strategic choices.

Global Best Practices

PAG adheres to rigorous standards in risk management, governance, and transparency. These practices benefit us by ensuring a strong operational foundation and governance framework.

Extensive Network

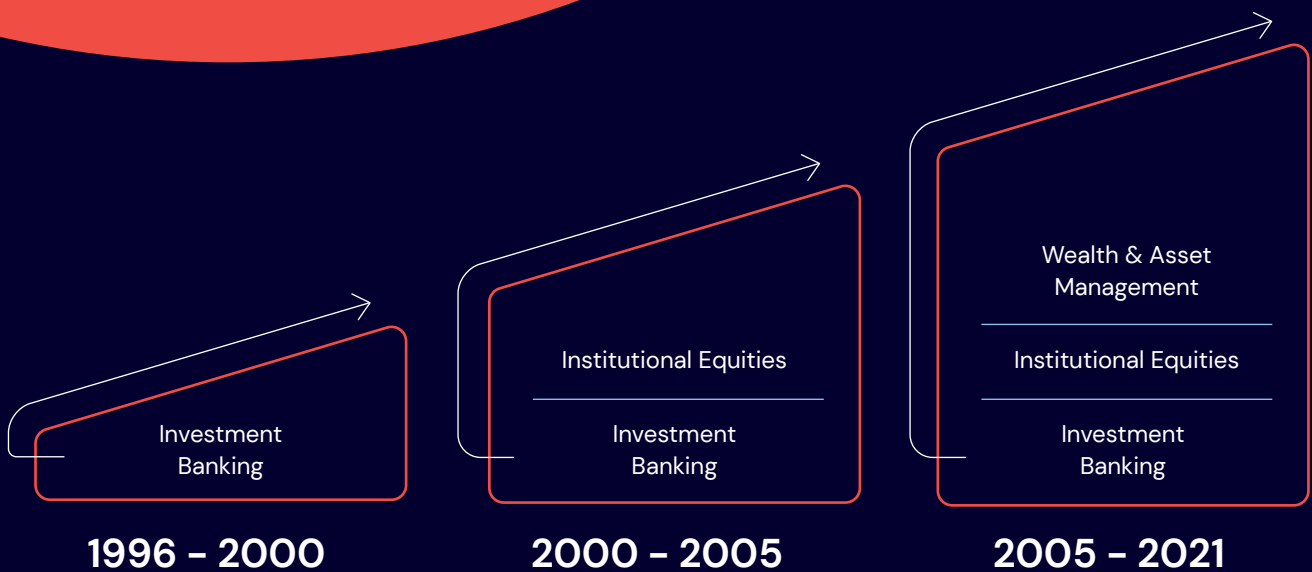
PAG's presence in key financial centres across Asia-Pacific and globally provides Nuvama with an extensive reach and potential for collaboration.



Pathways to Progress

1

Built Businesses –
Backed By Highquality
Parentage



2

Global Partnership
Validating Platform
Strength

Wealth Management business carved-out and demerged from Edelweiss as a separate entity



PAG
acquires a controlling stake

2021

3


Transitioned Smoothly, Operating with Independent Board, Governance, Operations and Management

- Independent Board ✓
- Independent Credit Rating ✓
- Tech transition & investments ✓
- Strengthened governance ✓
- New Brand & Headquarters ✓

2022 - 2023

4

Listed, Strong Governance Company to Deliver Long-term Value with PAG as the Promoter



Integrated ecosystem driving superior client experience and accelerating business growth

Q2'FY24 →



Chairperson's Message

Dear Shareholders,

It gives me immense pleasure to welcome you all as a part of Nuvama family.

As I present the Annual Report for Nuvama Wealth Management Limited for the financial year 2023-24, I am filled with pride and gratitude for the remarkable progress we have made.

The last financial year was a transformational year for Nuvama that saw completion of its demerger from Edelweiss Group to become an independent entity and consequent listing of its shares on stock exchanges on September 26, 2023. This process also marked the culmination of a multi-stage process of transfer of wealth and capital market businesses curated by Edelweiss Group into Nuvama fold through which PAG, a leading private

equity group, acquired majority interest in Nuvama. The year also marked successful transition to new brand "Nuvama" well received by our clientele, reorganisation of the Board and governance structure, independent credit rating for the Group and technology and establishment infrastructure.

Fiscal 2024 was a difficult year for many countries. The global backdrop was not constructive, characterised by slow growth, inflation, high interest rates, geopolitical tensions and shifting supply chains. In the midst of this upheaval, India remains an enviable haven. The economy delivered significant resilience and growth, despite the global headwinds. We saw strong domestic demand, robust private investment, and spending on infrastructure. As per the initial estimates, Indian economy's growth in FY 2023-24

surged to 8.2%, largely on the back of growth in manufacturing and service sectors supported by prudent fiscal and monetary policies. This growth in real economy reflected in the performance of Indian financial and capital markets last year. As at FY 2023-24, year-end headline index Nifty 50 closed at 22,326 points and reported a growth of about 29% over FY 2022-23 year-end level.

Nuvama, your company, fired on all cylinders and took advantage of the tailwinds prevalent in India. Through resilience and strategic focus, Nuvama has achieved commendable performance across its product lines, strengthened relationships with clients and partners, and laid the groundwork for future growth. At Nuvama, we witnessed significant growth in business volumes, revenues, and profitability across all our businesses which in turn reflected strengths of each of our businesses to

leverage opportunities provided by the buoyancy in the markets.

While we feel proud of our accomplishments in Fiscal 2024, we know that our focus must remain on staying competitive for tomorrow. We believe India will continue to offer tremendous opportunities, with world leading GDP growth and wealth creation:

- Strong domestic consumption, government reforms, and favourable young demographic profile
- Continued adoption of digital payments and e-commerce
- Investments in infrastructure, including transportation, energy, and urban development
- Flourishing start-up ecosystem, with increased funding and support for innovation

All of these play to Nuvama's strengths. As savings and wealth increase, customers and companies will need increasing support for wealth management, asset management and capital markets. Our focus is to continue to thoughtfully grow to meet the increasing demand from our expanding customer base:

- Wealth management, addressing our select segments of the market, with increased presence at strategic locations, and strong advisory force
- Asset management, delivering exemplary performance and offering solutions across both Public and Private markets
- Capital markets, with leading institutional equities capabilities, coupled with advisory services

As we move forward, we will continue to focus on enhancing our franchise proposition by investing in capacity enhancement by way of augmenting our relationship managers, client facing business teams, products, and investment

teams across the businesses, adding new locations in India and overseas and technology platforms. We will continue to deepen our client engagement proposition by broad basing and customising our product offerings and platform with emphasis on quality and diversification of our revenue streams.

While focusing on growth and scale is critical, we are also mindful of our role as responsible stewards. Our priorities include Risk management, Expense management, Regulatory compliance, Information security, Strong governances, ESG and CSR efforts, in particular, supporting financial literacy.

It should be underscored that meeting customer needs and enabling Nuvama's success is possible only because of the team. It is the commitment of our colleagues to provide industry-leading products and services to our customers that ensures we can grow with confidence. Our people are at the core of our businesses and operations. We are proud of human talent and leadership breadth available with us. We continuously strive to create an environment of employee empowerment, reward and recognition programmes and learning and development initiatives by adopting the best practices in these areas. The Human Resources Team at Nuvama has streamlined



NUVAMA, YOUR COMPANY, FIRED ON ALL CYLINDERS AND TOOK ADVANTAGE OF THE TAILWINDS PREVALENT IN INDIA. THROUGH RESILIENCE AND STRATEGIC FOCUS, NUVAMA HAS ACHIEVED COMMENDABLE PERFORMANCE ACROSS ITS PRODUCT LINES, STRENGTHENED RELATIONSHIPS WITH CLIENTS AND PARTNERS, AND LAID THE GROUNDWORK FOR FUTURE GROWTH.

processes and launched initiatives to enhance organisational efficiency and support business goals. Overall, HR has fostered a culture of **One-Nuvama**, aligned with strategic goals, and focussed on values, vision, meritocracy, and talent growth.

We have used technology at all stages of client engagement to deliver seamless client experience, operations, risk management and back-office. We will continue to enhance our technology and digital capabilities in all aspects of our businesses and operations to drive business growth and operational efficiencies.

At the Board, our focus has been on governance and stability underpinning the conduct of our organisation and businesses built around the guardrails of compliance, risk management and governance framework through the quality of information shared, periodical reviews of relevant policies and oversight over assurance practices. Further, we firmly believe in our responsibility to the society. As a good corporate citizen, we continue to evaluate our CSR framework and initiatives through the lens of the impact on the society.

In closing, I would like to thank our customers and stakeholders for the trust they place in Nuvama and look forward to their continued support. On our part, we promise to continuously strive to meet their expectations.

With Best wishes,

Birendra Kumar
Chairperson
Nuvama Wealth Management
Limited



OVER THE PAST 4 YEARS, FROM FISCAL 2021 TO 2024, OUR JOURNEY HAS BEEN FULFILLING AND WE HAVE SCALED MEANINGFULLY. WE GREW OUR CLIENT BASE AND CLIENT ASSETS BY 30% CAGR REACHING RS ~3.5 TRILLION AT END OF FISCAL 2024. OUR REVENUES GREW BY 27% CAGR AND PROFITABILITY BY 44% CAGR LED BY STRATEGIC INVESTMENTS AND EXPENSE DISCIPLINE, ENABLING OPERATING LEVERAGE.

MD & CEO's Communique

Dear Shareholders,

Nuvama is one of the leading wealth management companies in India today.

Built on a client-first foundation, Nuvama presents a fresh perspective on wealth management. We are a fully integrated platform that meets the personalised needs of our diversified client base comprising salaried and affluent individuals, small business owners, entrepreneurs, promoters, corporate and institutional investors. For us, personalisation isn't just a word – it's a way of wealth management.

Our committed team, comprehensive product suite, and robust technology stack enables us to deliver personalised solutions to our clients. The proactive risk management practices and strong corporate governance & compliance framework further fosters our ability

to deliver what is right. Rising net promoter scores from our clients is a testament to companies' efforts in staying true to its core purpose.

It is with immense pride and gratitude that I share Nuvama Wealth Management Limited maiden annual report as a listed company. Over the past 4 years, from fiscal 2021 to 2024, our journey has been fulfilling and we have scaled meaningfully. We grew our client base and client assets by 30% CAGR reaching Rs ~3.5 trillion at end of fiscal 2024. Our revenues grew by 27% CAGR and profitability by 44% CAGR led by strategic investments and expense discipline, enabling operating leverage.

During the fiscal year 2024, our focus on execution enabled us to continue this growth momentum, further improving our operating margins and return to shareholders. We achieved 31%

increase in total revenues, reaching Rs 20,627 million and delivered an operating PAT of Rs 5,970 million, a 62% increase over last year. We delivered cost-to-income ratio of 62%, improving by ~7% and return-on-equity of 23.6%, an improvement of 5.8% over last year. We were able to achieve a well-rounded result by leveraging platform's full potential as all our business segments; Wealth Management, Asset Management and Capital Markets performed exceptionally.

Wealth Management in India offers significant growth opportunity on account of several factors including, growth in wealth creation across client categories, shifting preferences towards financial assets and significant under-penetration of managed wealth vis-à-vis matured markets. In Wealth Management business, we have an established presence across both, Ultra HNI

and HNI/Affluent client segments. The choices we made towards, the client-segments, comprehensive product-platform, open architecture operating-model, hybrid delivery-channel combined with the structural tailwinds have helped us significantly scale this practice. Our wealth client assets now equal Rs 2.5 trillion, increasing by 36% over last year.

During last year, we expanded our wealth sales capacity by over 20%, now stronger as 1,200+ relationship managers. We welcomed over 500 new UHNI families in Nuvama Private and over 20,000 Affluent and HNI clients in Nuvama Wealth. We saw net new money driving 26% growth in 'Annual Recurring Revenue' assets for Nuvama Private and 30% growth in 'Managed Products & Investment Solutions' assets for Nuvama Wealth, which has been our focus areas.

The strength of our franchise and centrality of client engagement reflects in the robust performance. Our wealth segment delivered profit CAGR of over 90% in last four years, from fiscal 2021 to 2024, amidst significant changes in regulations and taxation laws in relation to several investment products significantly impacting our volumes and revenues.

Asset Management business, the newest of all the businesses, operates in alternative assets space and also compliments our wealth management business. Since the operationalisation in fiscal 2021, it has launched several products under Private Market and Public Market strategies. We closed the fiscal 2024 with assets under management of Rs 70 billion, a 25% year-on-year increase. Our Public Market strategies saw a 155% growth, standing at Rs 21 billion. During the year, we also launched a commercial real estate fund through the 50:50 Joint venture entity with Cushman and Wakefield as partner. Our funds and strategies have established strong track record

and have gained credibility in the market in a brief period of time. This has enabled us to increase our distribution reach by adding many new third-party distributors, including wealth managers and banks.

Our Capital Market business comprising investment banking, Institutional equities and asset services offers comprehensive bouquet of products in their respective domain. These businesses are well scaled franchises. Fiscal 2024 marked one of the best years for the Capital market business with significant increase in deals closed, transaction volumes, on-boarding of new customers, revenues and profits demonstrating its strong franchise and execution capabilities in capitalising the available opportunities provided by strong capital markets.

Our multi-products franchise has provided us the benefits of diversification at an aggregate level and at the same time, offers synergistic potential through product flywheel to maximise value addition to clients. We established more than ten new Nuvama Private relationships referred by Capital Markets and similarly closed multiple capital raising deals for our private wealth clients.

This fiscal, we also strengthened our foundation around sustainability. As we look towards the future, we will continue our commitment across vectors – Environmental, Social and Governance by embracing emerging trends and adopting best practices to ensure our impact resonates positively within communities and beyond. We have also published our first Business Responsibility and Sustainability Report which highlights our achievements and plans.

I would like to thank all our clients for their continued trust and helping us become leading integrated wealth management platform. Thanks to our 3,100+ employees for their relentless

commitment and contributions in making our clients successful. Thanks to our Board of Directors for their valuable contributions and guidance on our strategic priorities.

As we enter fiscal 2025, we will continue to invest in verticals to grow scale and scope:

- **Wealth Management:** Build capacity, increase annuity-based products, build offshore and NRI segments, and invest in technology solutions to sustain leadership across Nuvama Wealth and Nuvama Private
- **Asset Management:** Scale existing strategies, seed new strategies and build track record across asset-classes
- **Capital Markets:** Grow Asset Services and improve market share for Institutional Equities and Investment Banking
- **Continue the journey of cost efficiency and improved use of capital**

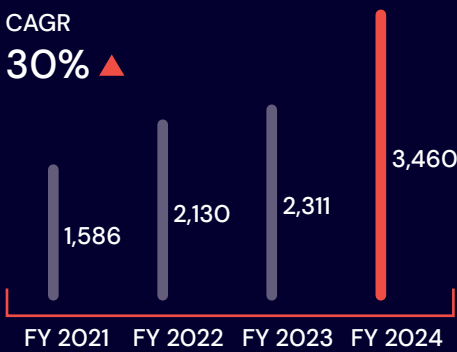
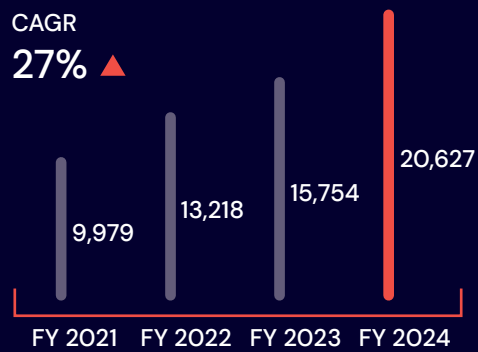
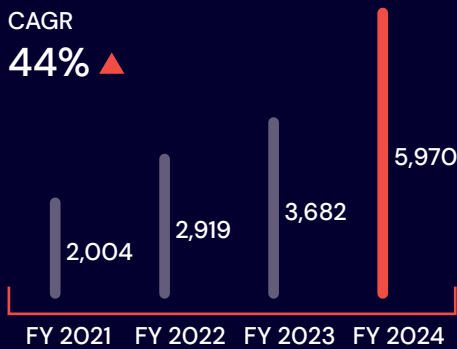
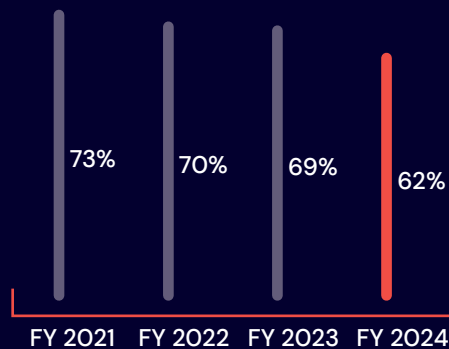
As we scale with speed, building strong guardrails would be of utmost importance. We will continue to strengthen our corporate governance practices and become a better workplace. Our core values to keep 'Client Interest First', staying 'Long Term Focussed' and 'Building Trusted Relationships' will serve as an internal compass, shaping our identity and priorities.

Looking ahead, I remain optimistic about the secular growth of wealth management industry and how Nuvama can make a positive impact on the community and our clients.

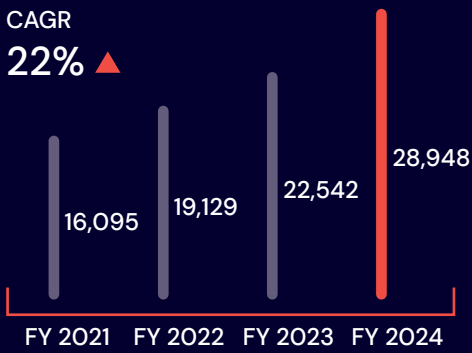
With warmest regards,

Ashish Kehair
Managing Director and
Chief Executive Officer
Nuvama Wealth Management
Limited

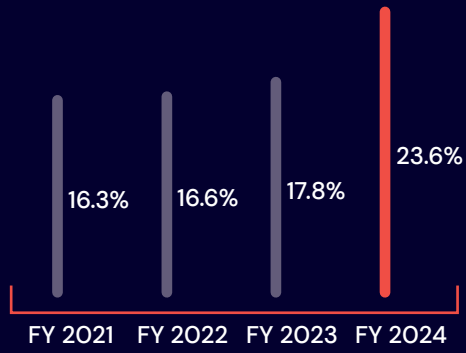
Driving Growth Responsibly

Client Assets (Rs in billion)

Net Revenue (Rs in million)

Operating PAT (Rs in million)

Cost to Income (%)


Net Worth* (Rs in million)

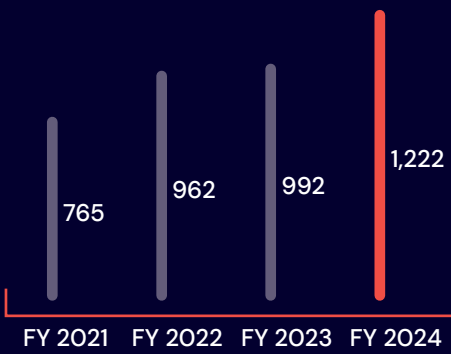


Return on Equity (%)



*Excluding non-controlling interests

Relationship Managers (Count)



Net Revenue and Operating PAT incorporates the impact of demerger from Edelweiss Group and also includes merchant banking and advisory services businesses. Net Revenue is calculated by reducing finance cost and variable business expenses from gross revenue. Operating PAT excludes non-recurring expenses such as demerger, listing, change in brand name and transition related expenses. Operating PBT is before share of profit from associates and Operating PAT is after share of profit from associates and non-controlling interests. RoE has been computed on operating PAT.

Leading Wealth Manager in Affluent, HNI and UHNI Client Segments

Nuvama offers a comprehensive suite of wealth management solutions across various asset classes. Leveraging a combination of third-party and in-house products, we aspire to partner our clients and help them meet their financial goals.

Nuvama Wealth Management establishes itself as a leader in the Indian wealth management landscape, catering to Affluent, HNI, and UHNI segments. We stand out as the only scaled player offering a comprehensive 'Full Platform' solution, encompassing a diverse range of services and expertise. We extend our vision beyond wealth creation, fostering a seamless transition to future generations through estate planning.



Our wealth management services are offered through



We Offer

Distribution of wealth financial products

We offer a broad selection of financial products through partnerships with over 100 manufacturers across asset classes, including mutual funds, alternatives, portfolio management services, structured products, insurance and fixed income among others.

Investment advisory

Our investment advisory service customises investment strategies based on Investment Policy Statement (IPS), focusing on asset allocation, risk management and cost-efficiency to optimise portfolio

performance. Ensuring our clients make informed investment decision and execute trades independently that are in alignment with their personal financial goals & priorities.

Estate and succession planning

Nuvama empowers clients to preserve and seamlessly transfer their legacy through comprehensive estate and succession planning. We offer a holistic approach, encompassing structuring and protecting family wealth, facilitating stake sales and divestments, and guiding internal group structure reorganisations. Additionally, Nuvama assists with citizenship/residency planning, family office setup, and cross-border restructuring, ensuring a smooth and secure transition of wealth across generations.

Family office solutions

We provide comprehensive family office services tailored to each client, including IPS-based portfolio management, onshore/offshore investment solutions,

consolidated reporting, philanthropy services, business advisory, and wealth structuring, all accessed conveniently through a single point of contact.

Exchange traded products

We provide a full range of exchange-traded products and asset classes to our wealth clients, including HNIs and UHNIs, accessible through integrated digital platforms – website, mobile app and trading terminal, for a seamless trading and investment experience.

Lending/Credit solutions

In addition to our fee-based services, we offer credit solutions to key clients, enhancing our comprehensive client offering. This includes ESOP financing, where we partner with corporates to assist employees in exercising their ESOPs by providing financing secured against pledged shares. Additionally, we provide margin trading and loans against securities (LAS) to fulfil short-term funding needs or enable further investments in capital markets by our clients.



Client Profile

High Networth & Affluent Individuals, including SME business owners and salaried individuals

We are one of the leading pure-play wealth management players in this client segment, offering a comprehensive suite of approximately 50 investment solutions across various asset classes with a combination of third party and in-house manufactured products. We leverage our efficient digital platforms to deliver superior experiences to our clients.

Rs 779 billion

Client Assets (48% YoY)

~7,000

Active External Wealth Managers (EWM)

Rs 6,688 million

Revenue growth (16% YoY)

Covering 450+ locations in India, including ~70 Nuvama branches

~ 1.2 million

Affluent and HNI clients
~20% serviced by RMs & EWMs

78

Net Promoter Score (March 2024)

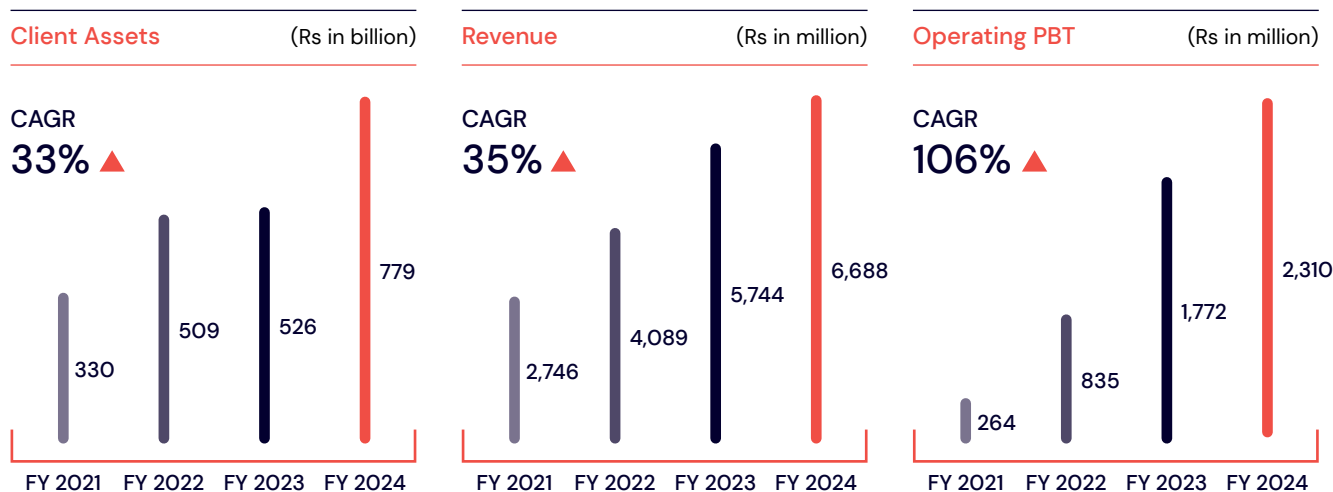
~1,100

Relationship Managers

Nuvama Wealth: Value Proposition



Nuvama Wealth's Performance over the last 4 years



Focus Areas

Capacity expansion and growth

Demand for wealth management services continues to be strong from growing HNI and Affluent population. This growth is being driven 'geographically', as focus is fast shifting to cities beyond Tier 1 and 'behaviorally', where customers thought process is maturing and moving away from traditional investment products to more holistic solutions. On supply side however there are very few pure-play wealth management platforms which cater to this client segment. We have grown our RM strength by over 60% over last 3 years, from 670 to 1100 and we will continue

to invest in growing our capacity given the untapped potential. As we scale, we will also invest in institutionalising processes, such as onboarding, learning & development, talent management, to build the entire hybrid ecosystem.

Strengthening technology ecosystem

Our hybrid model, combining technology and human relationships, optimises the cost-to-serve and enhances client experience. We plan to further enhance this experience and sales productivity by building a simple and comprehensive 'One Platform' for our RMs, External Wealth Managers and Clients. We will also leverage technology to

improve the advice delivery to our clients, and strengthen the portfolio reporting and analytics.

Portfolio solutions approach

As thought leaders of this segment, our team helps our clients to build diversified portfolios while considering their life-stage needs, risk profile and cashflows. We invest time to deepen client relationships and improve their portfolio performance and increase the probability of meeting their life goals. We will continue to transform our processes, our training and development, incentive structures and leverage technology tools to deepen this practice across organisational layers and verticals.



Client Profile

Ultra High Networth Individuals & Family Offices, Business Owners, Large Corporate and Institutions

Ranked among the top two independent private wealth players in India, we specialise in preserving and sustainably growing clients' wealth through personalised solutions across a diverse suite of offerings.

Rs 1,699 billion

Client Assets (31% YoY)

120+

Relationship managers

Rs 5,193 million

Revenue (18% YoY)

61

Net Promoter Score

3,600+

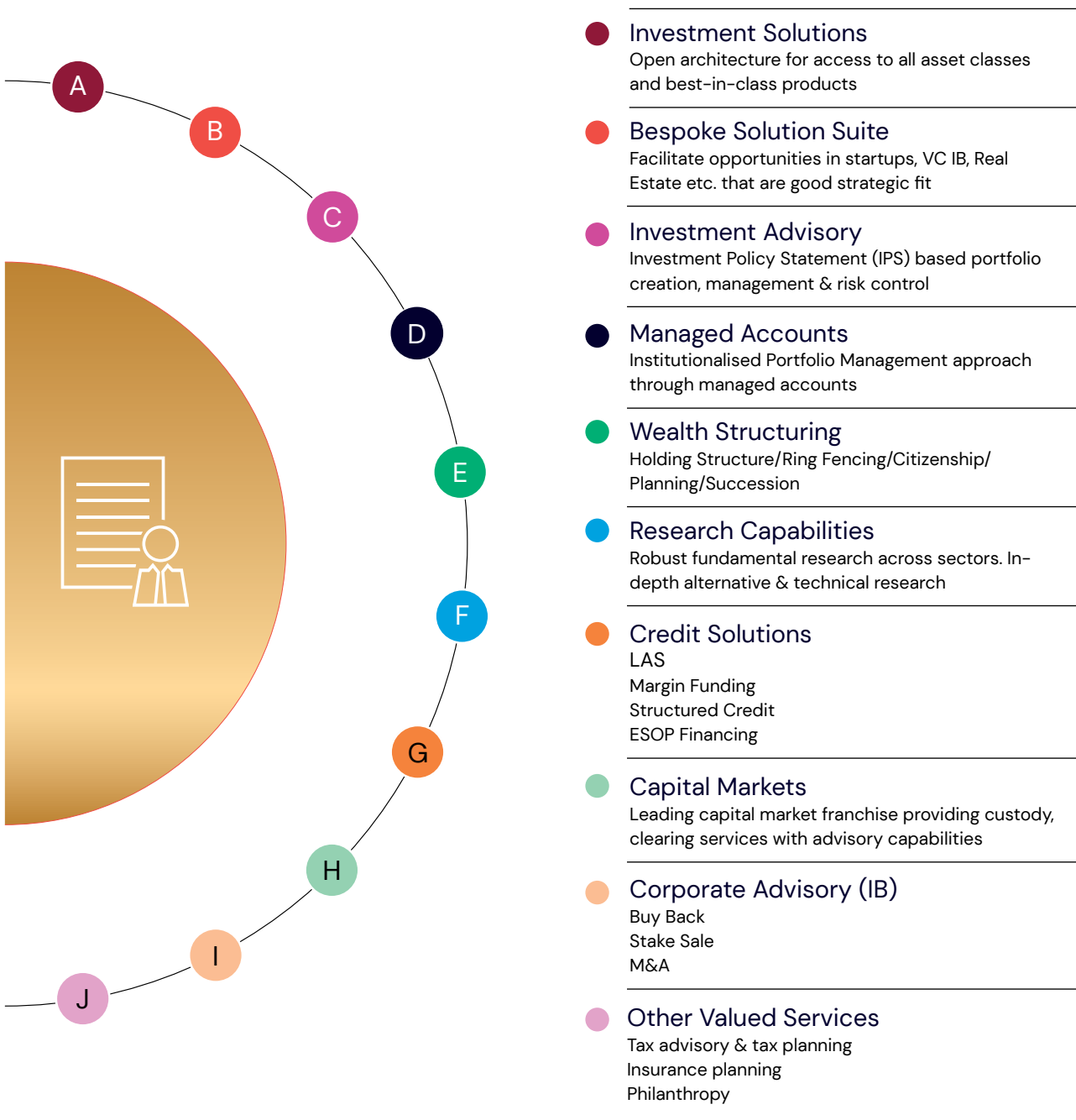
UHNH families



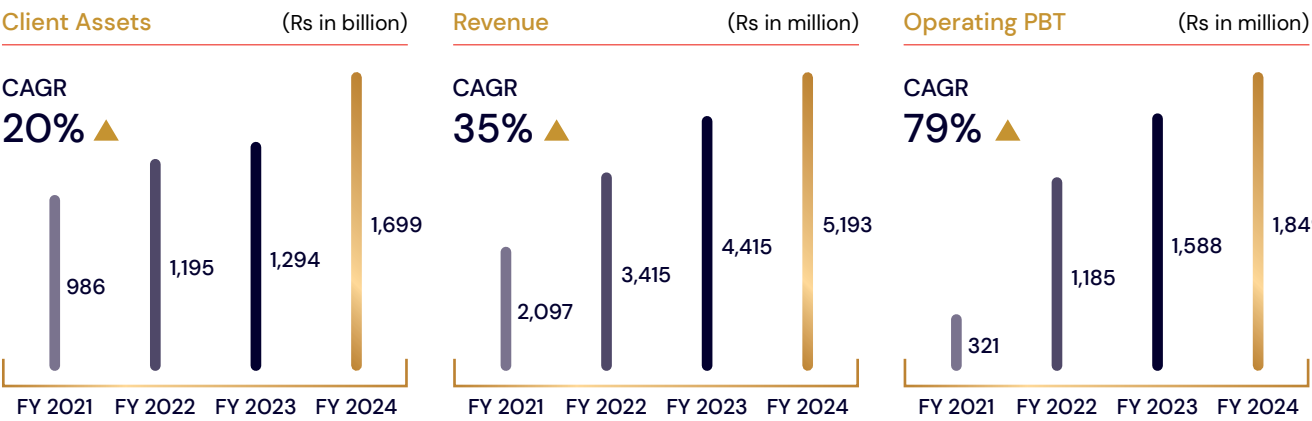
Nuvama Private: Value Proposition

Preserve and sustainably grow clients' wealth through bespoke solutions across suite of offerings

CLIENT PROFILE



Nuvama Private’s Performance over the last 4 years



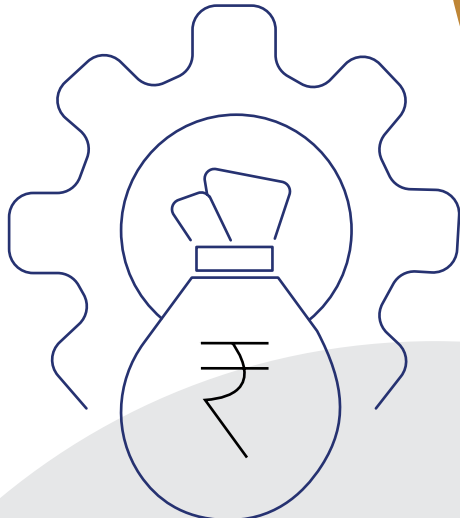
Focus Areas

Strengthen Annuity Book
Align the earnings of the firm with longevity of the clients by focusing on annuity led products.

Geographic Expansion
Deepen presence at existing geographies and expand to new geographies. Expand into untapped cities beyond Tier 1 with high growth potential. Attract new talent and continue to scale sales capacity.

Offshore Expansion
Leverage franchise capabilities to establish a leading offshore wealth platform in key locations. Cater to offshore client needs and attract international clients to Indian financial markets.

Future-Ready Technology
Enhance the full-stack tech platform with next-gen AI analytics to improve customer experience, portfolio performance analytics and improve sales productivity. Automate end-to-end customer journey from onboarding, servicing and transaction processing.



Focussed Alternatives Asset Management



Launched asset management business in 2021, focusing on alternative investments strategies across Private Markets, Public Markets and Commercial Real Estate.

We leverage insights from our wealth clients to provide solutions that address unique and evolving needs of our customers. Our success is driven by selection of strategies which solve for client return objectives, track record of top tier performance and our reach.

We Offer

Private Markets

We are pioneers in late-stage private equity with over Rs ~48 billion raised across our funds.

Late Stage Private-Equity: These funds deploy late-stage growth equity in established companies as well as pre-IPO opportunities. Investing across sectors, it provides growth capital and facilitates transition to public markets. The team actively supports portfolio companies in enhancing governance and preparation for public offering. With a legacy of ~7 years, the funds have been among the top performers in the category.

Venture Debt: A unique alternative to traditional equity financing by providing venture debt to early stage companies. The debt is coupled with an opportunity to benefit from the equity upside in the portfolio company as well.

Public Markets

Our Public Markets solutions are designed to leverage the opportunities presented by India's dynamic equity markets. Our investments team seeks unexplored hypotheses and differentiated investment ideas. The Proprietary models built over decades worth of collective experience enables them to identify unique themes. The objective is to create strategies which give superior risk adjusted returns.

Strategies:

Long Short: The strategy aims to deliver consistent equity-like returns while lowering the portfolio volatility and limiting the downside during corrections. The fund is designed to bring stability to the

portfolio over the long term by complementing long-only equity allocation.

Absolute Return: An alternative to debt, the strategy aims to deliver predictable yields with a meaningful alpha over traditional debt options. The strategy has a unique design that offers periodic liquidity in a debt-like offering via a tax-efficient DPMS structure.

Small and Mid-Cap: Based on the theme of Premiumisation, Globalisation and Transformation, this portfolio is designed to tap into the opportunities in the Small and Mid Cap space. With a selection rigor backed by bottom-up primary research, the strategy will invest in select companies with high earnings growth potential.

Commercial Real Estate

Nuvama forayed into the commercial real estate market through a strategic 50:50 joint venture with Cushman & Wakefield, a preeminent global real estate services firm. This collaboration leverages the strengths of both entities to create a unique and compelling value proposition for investors. This innovative offering distinguishes itself as the sole domestic platform to encompass a comprehensive suite of capabilities across investments as well as operations & leasing.

Best-in-Class Capabilities:

Investors gain access to industry-leading expertise for identifying, building, leasing and operating commercial assets, ensuring a holistic approach to value creation

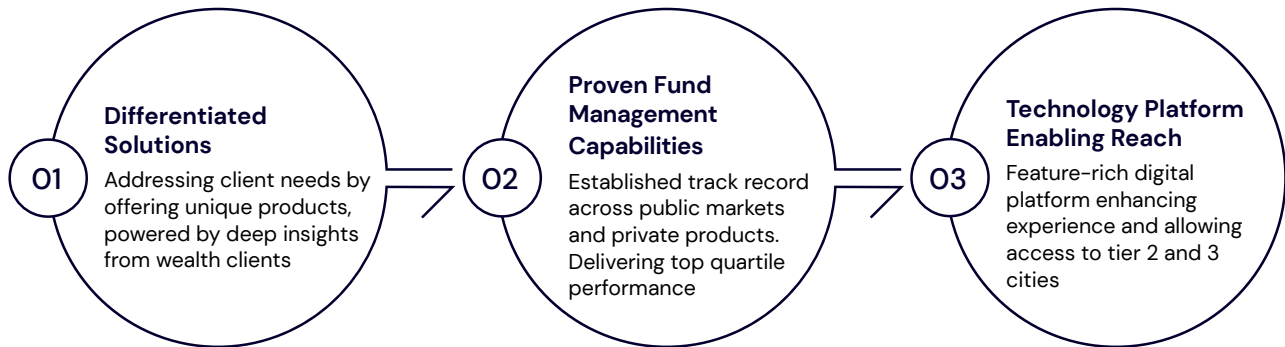


End-to-End Value Chain Presence: Our comprehensive management approach encompasses every stage of the investment lifecycle, from acquisition to ongoing operations and exits, optimising returns for our stakeholders.

The first fund from this platform is the PRIME Offices Fund, that targets to invest in the booming Commercial Offices sector: The fund aims to invest in New-build as well as leased Grade A+ office assets. India is considered

“office to the world” and presents a ~USD 100+ billion opportunity. With capabilities built beyond just financial play, the fund is managed by a team with deep insights into global occupier needs and an ability to deliver a futureproof product.

Nuvama Asset Management: Value Proposition



Rs 70 billion

Assets under Management

Rs 494 million

Revenue ex-carry (34% YoY)

79%

Fee-paying AUM

20+

Experience Investment Professionals

20+

Third Party Distributors

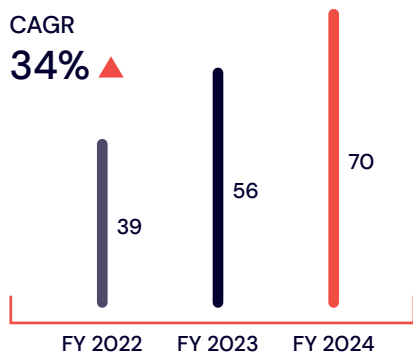
Focus Areas

Product Innovation and Execution Excellence

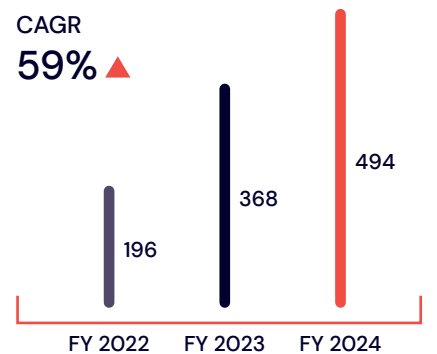
Continuing to scale private market strategies: The team has a proven track record across our late-stage private equity strategies delivering DVPI of 1.7x and 1.9x across the first 2 vintages. We aim to solidify our leadership position in private equity by venturing into adjacent growth strategies and developing buyout capabilities in the coming years

Nuvama Asset Management's Performance over the last 3 years

Client Assets (Rs in billion)



Revenue ex-carry (Rs in million)



Continuing to scale public market strategies: Our funds have delivered top-tier performance across our long-short equity as well as absolute return strategies. On the back of this robust performance, we are expanding distribution for these strategies as well as raising offshore capital for the long-short strategy via GIFT City

Building a full suite of alternatives: We plan to significantly expand our product offerings in the near term, encompassing real estate (both commercial and credit), performing corporate credit/yield solutions as well as more offerings within listed equities

Building a Diversified Investor Base and Distribution Channels

Strengthening Distribution Channels: We are actively working to enhance our distribution platform by onboarding major distributors like banks and wealth management firms, institutions and independent financial advisors

Leveraging GIFT City: We are setting up a platform at GIFT City to enable access to our solutions to Non-resident Indians (NRIs) and Foreign investors.

Leveraging Digital Reach: We will continue to optimise our existing digital platforms to further expand our reach and serve investors in Tier 2 and Tier 3 cities

Leveraging Capital Market Capabilities



Nuvama Capital Markets: A Leading Institutional Partner

Nuvama has established itself as a premier institutional practice, leveraging its deep domain knowledge and world-class capabilities to empower informed decision-making. Our best-in-class research, encompassing over 280 listed companies, and extensive advisory experience across sectors provide unparalleled insights. We seamlessly support promoters, institutions, private equity firms, and corporates throughout their business lifecycle by offering a comprehensive suite of services. These services include equities, investment banking, custody, and clearing solutions. This integrated approach allows us to cater to our wealth management clients by solving for their businesses and capital needs and also to a broad spectrum of institutional investors.



Our Offerings



Nuvama Institutional Equities – Empowering Your Investment Decisions

Nuvama Institutional Equities has solidified its position as a leading institutional brokerage house in India. We serve a diverse clientele of over 700 domestic and global investors, including long-only funds, hedge funds, mutual funds, insurance companies and family offices. We have offices in Hong Kong, Singapore, the UK, and the US. This enables us to cater to a global audience seamlessly.

Our Solutions

Unparalleled Research and Insights: Nuvama leverages industry-leading research, encompassing fundamental, quantitative, and alternative analysis for over 280 companies.

Seamless Trade Execution – Technology Meets Expertise: Our advanced trading desk, equipped with multiple platforms, facilitates efficient trade execution. Clients benefit from a blend of cutting-edge technology and the expertise of our seasoned professionals.

Derivatives Expertise – Delivering Swift Execution: Our derivatives desk ensures swift and flawless execution in the derivatives segment. Clients can rely on our team to navigate the complexities of this market with confidence.

Exclusive Corporate Access – Building Relationships: Nuvama facilitates exclusive access to listed and unlisted companies, large dealers, and distributors through dedicated roadshows, conferences, and specialised events. This allows clients to build valuable relationships that can enhance their investment strategies.

Proprietary Algorithmic Trading – Optimising Execution: We offer exchange-approved, proprietary algorithmic trading solutions specifically designed to optimise execution within the Indian markets.



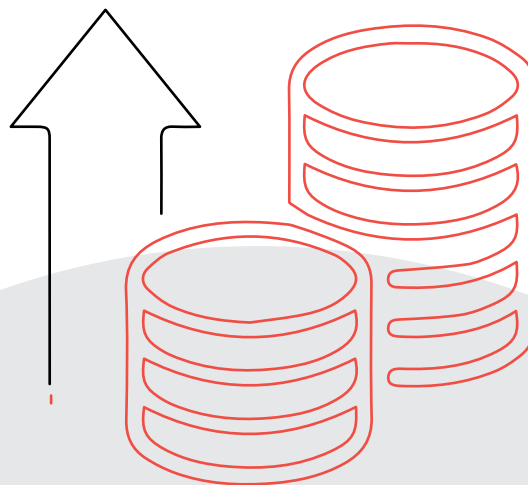
Nuvama Investment Banking: Delivering Proven Expertise

Nuvama Investment Bank boasts a full-service investment banking platform with over 20 years of experience. We offer comprehensive solutions across equity capital markets, debt capital markets, and advisory services (including private equity and M&A) catering to diverse sectors and product needs.

Full-Service Suite: Long-Term Partnership and Scalability

Our investment banking team consistently delivers exceptional service across both equity and debt capital markets. Throughout the past year, we consummated over 60+ core transactions across Equity Capital Markets (IPOs, QIPs, Rights, Buybacks), Mergers & Acquisitions/ Private Equity (including Pre-IPO Placements), Debt Capital Markets (Public Issues, Private Placements) and Debt Advisory & Capital Structuring (Structured Finance, Acquisition Financing), representing a 50% increase compared to the average of the past three years.

Our team’s expertise in initial and secondary offerings provided companies with strategic access to growth capital, while our success in sourcing debt financing solutions has supported clients’ financial structures and long-term objectives.



Industry-Tailored Solutions: Deep domain knowledge

This commitment to comprehensive service is further bolstered by our deep industry knowledge. Our team boasts specialists across various sectors – BFSI, Consumer, Healthcare & Pharma, Industrials & Infrastructure and Technology.

This nuanced understanding allows us to tailor solutions that address the specific challenges and opportunities faced by our clients in each industry. By combining thought leadership with a client-centric approach, we position ourselves as a trusted partner for promoters navigating the complexities of today's financial landscape.

Unmatched Distribution Network: Maximising Value Creation

Our client network spans the entire investor spectrum across both public and private markets. From public market funds (Mutual Funds, Insurance Companies, FIs) to Private Equity Investors, from Family offices and high net worth individuals (HNWIs) to retail investors, we, at Nuvama, have deep relationships with all of them.

We can access these investor groups through our investment banking, institutional equities and wealth management teams. This comprehensive reach allows us to efficiently place issues with the right set of investors, maximising deal value and ensuring successful execution for all parties involved.



Nuvama Asset Services – Trusted Partner In Your Growth

Nuvama Asset Services caters to the dynamic needs of both international and domestic investment managers. We have established ourselves as a leading provider of world-class, tailor-made custody and asset servicing solutions, as evidenced by our expanding market share. Our seamlessly integrated suite streamlines operational complexities, empowering managers to focus on core investment strategies.

Comprehensive Solutions Throughout the Client Lifecycle

Our service portfolio encompasses the entire investment journey, from pre-launch advisory for fund setup to securities custody, derivatives clearing, and comprehensive reporting. This integrated approach is further strengthened by:

Deep Market Expertise: We possess a profound understanding of the Indian market landscape.

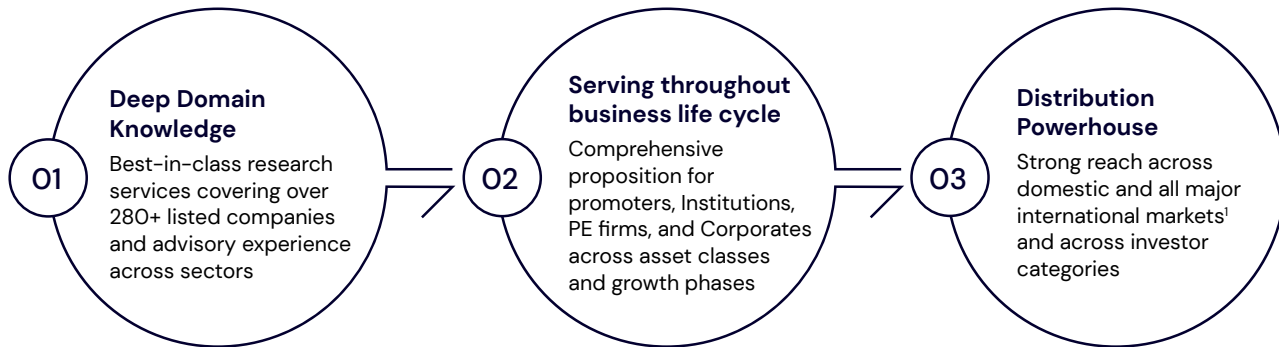
Experienced Personnel: Our team comprises seasoned professionals dedicated to client success.

Cutting-Edge Technology: We leverage advanced technology to deliver unparalleled efficiency.

This combination allows us to offer seamless navigation of the investment landscape, empowering managers to navigate complexities with confidence.

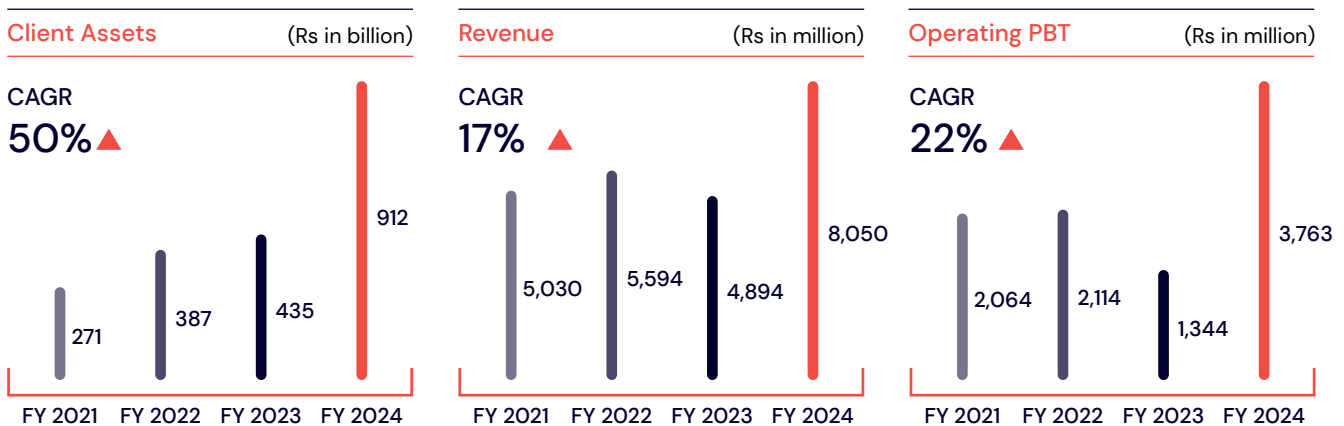


Nuvama Capital Markets: Value Proposition



¹North America, Europe, Middle East and Southeast Asia

Nuvama Capital Markets performance over the last 4 years



Way Forward for Nuvama Capital Markets: Sharpening Our Client Focus for Growth

Nuvama Capital Markets remains dedicated to leveraging its deep expertise to continuously enhance services for our core client segments: equities, investment banking, and custody and clearing. As a leader in institutional equities, we are actively pursuing an expansion of our market share. Looking ahead, we plan to capitalise on our robust capital market capabilities to deliver even greater

value. We will achieve this by providing comprehensive solutions to our wealth management clients through a unified platform offering integrated and holistic services. This approach underscores our commitment to driving growth and maximising value for our client base.

In our Asset Services business for the International Institutional Client Group, the focus will be on high frequency trading and systematic quant hedge funds. We aim to enhance client acquisition initiatives and broaden our presence into new geographies.

The focus on enhancing the product proposition for the Domestic Institutional Client Group involves developing tailored solutions for AIF Category I/II, PMS, and CAT III, along with providing end-to-end solutions with a tech-first approach.

The emphasis on preparing the Enterprise for future scale includes increasing automation for digital onboarding and processing, enhancing client experience through improved workflow management solutions, integrating transaction processing to bolster risk management, and implementing automated reporting to ensure efficiency and compliance.

Tech Stack Driving Customer Experience and Efficiency

Nuvama recognises the transformative power of technology in shaping the future of wealth management. We leverage cutting-edge technologies across all our business segments to deliver superior client experience, engagement and build a future-proof wealth management ecosystem.

Our Digitalisation Strategy

In today's digital landscape, we are well aware of the importance of a seamless and efficient client experience. In response, we have implemented a comprehensive digitalisation strategy encompassing onboarding, advisory, transactions, operations and servicing. This approach translates into tangible benefits for all stakeholders, with a focus on streamlining processes, enhancing convenience and promoting environmental responsibility.

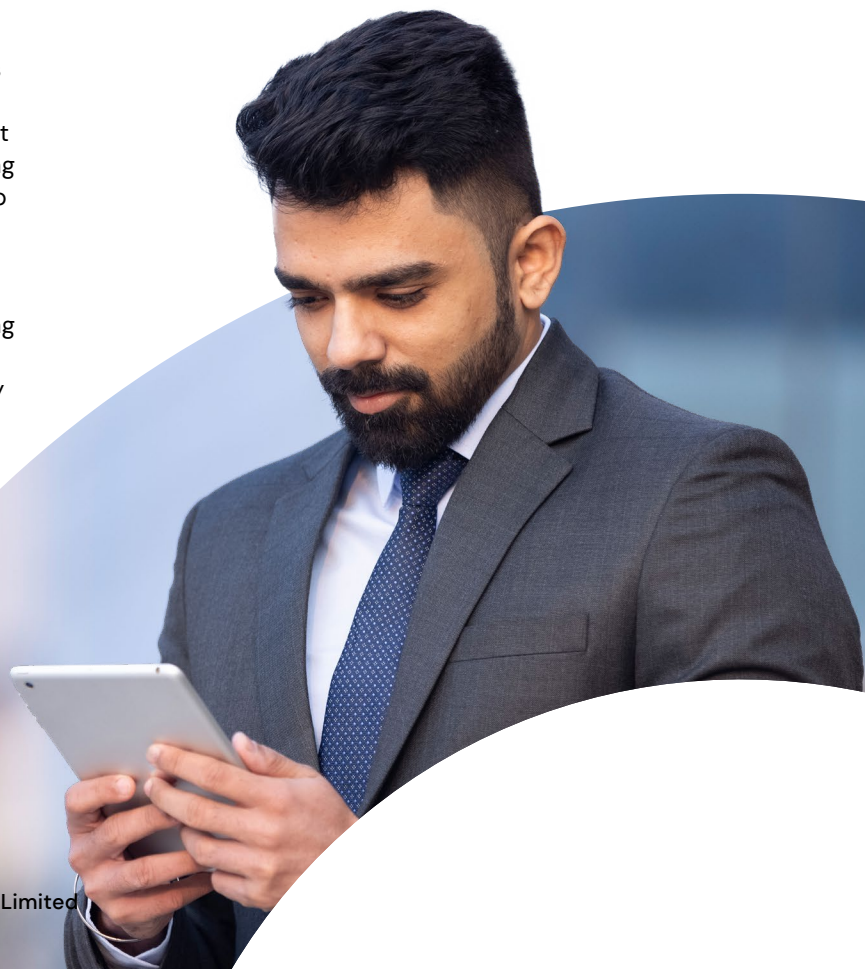
Revolutionising Client Onboarding

Across our Wealth, Asset Management and Capital Markets verticals, digital initiatives have revolutionised the way we interact with clients. Our digital onboarding platform expedites account setup for RMs, partners and clients, eliminating paper and ensuring a faster, error-free and sustainable experience. This digital onboarding experience is further extended across exchanges and third-party application products.

Investing in Innovation: Mobile Apps and Digital Platforms

Nuvama's commitment to innovation extends to providing a holistic customer experience. This translates to providing the core services like transactions, reporting and servicing through robust digital platforms. We have developed best-in-class mobile applications like 'Nuvama Markets', a highly-rated mobile trading platform and 'Nuvama Private', a dedicated app for UHNI clients offering a comprehensive suite of wealth management tools.

These user-friendly platforms empower clients to manage their investments conveniently and securely, from anywhere. Furthermore, we have introduced a WhatsApp BOT to facilitate instant communication, fostering stronger relationships between clients, RMs and customer care. Additionally, in order to streamline client servicing, we implemented online service requests on our platforms, leading to over 81% of service requests being received digitally.



In FY 2023–24, we implemented a single comprehensive platform for clients, RMs and partners in Nuvama Wealth.

- Centralised access with the ability to track meetings, manage sales pipelines, fulfil sales tasks – all within a single platform
- Consolidated dashboards eliminating the need to switch between separate platforms including Revenue Dashboards available on a single platform
- This initiative will ultimately sunset multiple legacy platforms and their infrastructure in FY 2024–25, further simplifying the user experience and reducing operational complexity



Nuvama Market App

Rating of Android App as of March 2024 – 4.0

Total New Downloads as on March 31, 2024 (since inception)

Android: 29,49,539

iOS: 4,15,447

Total: 33,64,986



Nuvama Private App

Google Play Store Rating 4.7/5*

~50% client adoption

158% increase in usage in 8 months

*as of March 31, 2024

Revolutionising wealth management with AI

We are actively integrating AI across various departments and functions within our organisation. From client profile enrichment and prospect sourcing to held-away portfolio identification, AI is allowing us to empower our Relationship Managers, Customer Service Executives, and even our clients themselves, with powerful capabilities and a more personalised service experience. We are continuously evolving our AI strategy to improve advisory, operational efficiency, cost management, and risk management for the future.

Simplifying Asset Management

Nuvama streamlines Asset Management with "SWIFT", its innovative digital onboarding, transaction processing and distributor platform. The platform is designed to cater to AIF and PMS as a segment and helps Asset Management deliver value at scale to its network of distributors.

Streamlining Process in Capital Markets

In our Capital Markets division, we leverage industry-leading trading back-office systems alongside our in-house dynamic reporting tool to ensure seamless transaction execution, client servicing and multi-exchange reporting. Additionally, a suite of automated

solutions streamlines processes, including:

- End-to-end onboarding platform
- Fund accounting application with a web-based investor portal
- Custody and clearing platform for comprehensive transaction processing, accounting, and back-office operations



During FY 2023-24, we launched a multi-fund digital onboarding solution for PMS and AIF clients

- Reducing account opening TAT from 3-5 days to just 20 minutes for clients
- Demat Account opened within 4-8 Hours
- New Fund Onboarding within 7 Days

Driving Functional Efficiency

Nuvama prioritises operational efficiency with a multi-layered technology stack. Core functionalities leverage industry-leading commercial off-the-shelf (COTS) applications for transaction processing, trading platforms, back office and accounting, ensuring stability and industry on-par offerings. For applications acting as bridges between disparate systems, Nuvama employs a hybrid approach. Pre-built middleware is either licensed and customised or developed internally to address specific requirements, guaranteeing seamless data flow and functionality. These solutions include onboarding applications and client relationship management

tools. This comprehensive suite completes the infrastructure, streamlining processes, managing risk and delivering exceptional client experience.

Optimising Operations through Technology

At Nuvama, we leverage technology as a strategic driver to foster operational excellence and scalability. We focus on developing efficient technology platforms that empowers us to deliver exceptional value to our clients, operate with agility and achieve sustainable growth in the years to come.

Digital Transformation Through Automation

We are committed to a digital-first approach, extending beyond client interaction. By implementing Robotic Process Automation (RPA), e-signatures, Optical Character Recognition (OCR) and industry APIs, Nuvama streamlines processes, minimises errors, and frees up valuable human capital. This focus on automation has yielded significant results:

~53,200

Annual Hours Saved

Automation across various business units has resulted in substantial time savings, allowing employees to focus on more strategic tasks

~96%

Process Accuracy

Automation has demonstrably improved process accuracy, ensuring reliability and consistency

In FY 2023-24, we deployed an automated liability and investment management solution, leading to:

- Streamlined workflows, reduced human touchpoints and effort by ~20-30%
- Enforced maker/checker process ensuring internal controls and data integrity
- Automated calculations and reports generation





Investing in Scalability

Nuvama is well-positioned for future growth thanks to strategic investments in scalable technology solutions. The implementation of a new Order Management System for clients has delivered impressive results:

87%

Reduction in Order Latency

Orders are processed significantly faster, enhancing speed of order placement

4x

Order Volume Capacity

The new system accommodates a substantial increase in order volume without requiring additional infrastructure, ensuring we can seamlessly meet growing client demands

Secure and Reliable Technology Infrastructure

Nuvama prioritises a secure and reliable IT foundation. Our high-performance, low-latency network utilises industry-leading devices to ensure secure connections and enable an intent-based WAF that adapts and safeguards our

network. Both primary and disaster recovery IT infrastructure reside in Tier 3+ data centres with seven layers of security and state-of-the-art equipment. Our in-house information security team leverages a suite of best-in-class security tools, including over seven Gartner-recognised solutions. Partnerships with leading cloud service providers deliver redundancy through multiple availability zones. We implement a “zero trust” security model for comprehensive access control and are committed to robust cloud security with encryption, access controls and a dedicated Security Operations Centre (SOC) for continuous monitoring. Nuvama ensures data security and business continuity through a robust Disaster Recovery (DR) infrastructure that complies with RBI and SEBI regulations. This includes a geographically dispersed high availability DR centre with 99.9%

uptime, located over 200 kilometres away from the primary site to minimise disaster risk. Furthermore, proactive monitoring and regular security assessments ensure ongoing compliance and readiness for potential emergencies.

Data Protection & Privacy

Nuvama emphasises data security through a robust IT infrastructure featuring Data Loss Prevention (DLP) and regular vulnerability assessments. We are cognizant of our responsibility to protect client information and have implemented Information Security Management Systems to identify and prevent breaches. Multi-layered network security with firewalls are employed to safeguard critical and sensitive information. Endpoint Detection & Response (EDR) further strengthens device security, while data encryption protects information in transit and at rest.

We emphasise a robust cybersecurity posture to safeguard clients as well as our brand. The recently implemented Nuvama Brand Protection Tool has demonstrably bolstered online security. This includes the takedown of 47 fraudulent and impersonating mobile apps and the removal of unauthorised content from over 25 social media accounts. Additionally, the company has enhanced email security and phishing protection, resulting in a 10% increase in malicious email detection and a reduction in spam through improved configuration. Furthermore, we cultivate a security-conscious culture through regular employee training, including phishing assessments and cyber quizzes, to ensure everyone is equipped to identify and combat cyber threats. We are committed to ensuring zero data breaches in the future. We plan to collaborate with the Data Security Council of India (DSCI) to access research, implement best practices and stay ahead of emerging threats. These ongoing efforts underline Nuvama's commitment to a secure digital environment.

ISO-27001 and 27701

Certified for Information Security and Privacy Management

Building a Future-Proof Platform

At Nuvama, we are continually evolving technology across all facets of our business, fostering a future-proof wealth management experience, that prioritises client satisfaction and operational excellence, all the while driving sustainability at its core. We are dedicated to continuous improvement through:

Expanding Automation: We aim to extend process automation across all branches and regional offices, further enhancing efficiency and streamlining workflows

Universal Digital Payments: Our goal is to enable digital payment channels for all products, eliminating the need for paper-

based transactions and promoting a more sustainable and convenient experience

Employee Enablement: With ongoing training programs, we equip our employees with the skills necessary to leverage digital tools effectively and deliver exceptional client experience

Client Awareness Campaigns: We plan to launch educational initiatives to highlight the benefits of digital tools and process automation for our clients, empowering them to navigate the digital wealth management landscape with confidence

- **Sustainable Resource Utilisation:** We continue to empanel recycling partners to ensure responsible e-waste disposal, promoting sustainable resource consumption and minimising environmental impact. FY 2023-24, we have responsibly disposed 0.34 metric tonnes of e-waste



Awards and Recognition



Doing it Right for our Clients

Nuvama strongly emphasises on fostering robust client relationships and driving exceptional levels of customer satisfaction. This commitment to a customer-centric approach has yielded impressive results, transforming Nuvama's positioning.

Engagement: Empowering Client Feedback and Building Trust

Nuvama prioritises open communication and actively seeks client feedback. Multiple channels are available for clients to provide feedback across various touchpoints, including the ability to rate their Relationship Managers (RM). This continuous data collection empowers Nuvama to make ongoing improvements and refine our service offerings based on client needs and preferences.

Beyond simply gathering feedback, we demonstrate our commitment to transparency and mutual support through a 'Client-First' culture. This translates into actions such as

recognising client needs, fostering awareness of client needs within the organisation and aligning policies and service offerings around those needs. Additionally, Nuvama delivers a unique client value proposition – unbiased solutions, wealth creation opportunities and a hybrid ecosystem catering to the full spectrum of investment needs.

Our various client-first initiatives include customised client engagement, differentiated servicing, empowering the client by taking feedback in the form of NPS, rating of the RM and product/process specific CSAT – client satisfaction surveys

Listening to clients has been a key factor to measure client expectations over the years. We

have been taking feedback through collecting NPS/RM rating and CSAT for various products/processes and client journeys. Every feedback received through these channels undergo a closed-loop process, and periodic reviews are conducted with stakeholders to drive accountability and institutionalise improvements in satisfaction. In addition to NPS, we also do Customer Satisfaction (CSAT) surveys for products, specific client journeys and processes. This is a powerful tool which helps us obtain invaluable insights into specific facets of our offerings, enabling us to understand the factors contributing to overall satisfaction. By gathering feedback on elements like product performance, service quality, and support experience, we identify areas of excellence and areas needing attention.

These methodologies and efforts play a pivotal role in our continuous efforts to enhance customer experience and uphold our commitment to delivering excellence.



Customer Experience: Delivering Seamless Services

Nuvama’s commitment to customer-centricity has demonstrably improved the overall client experience.

Exceptional Customer Service:

Over 1,200 relationship managers in the UHNI and HNI/Affluent segments are equipped with exceptional customer service skills, ensuring a seamless customer experience.

Differential Servicing: Priority clients receive dedicated Priority Service Managers (PSM) who cater to their specific needs and provide a personalised service experience.

Omnichannel Accessibility: Clients can reach out through various channels for servicing needs, including interaction with their RM/PSM, toll-free IVR, emails and live chats.

For convenient access, we have implemented a user-friendly chatbot to address quick queries and simplify account opening processes for our clients.

78 NPS

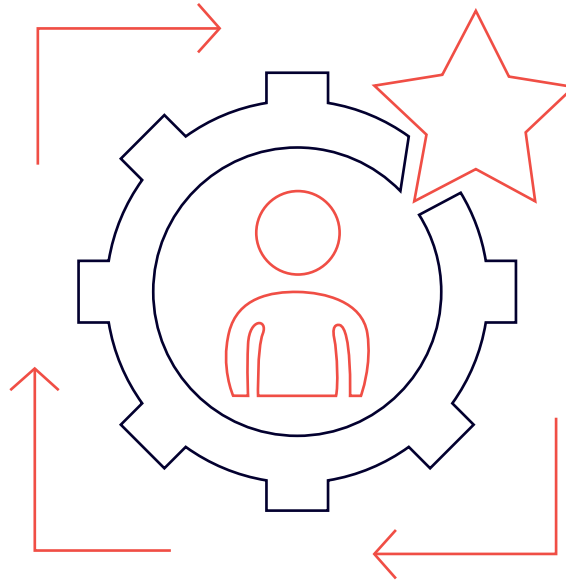
Nuvama Wealth

61 NPS

Nuvama Private

Customer Awareness Initiatives

At Nuvama, we recognise the significance of financial literacy in making informed decisions. Our comprehensive customer awareness program provides various resources, including regular updates on regulations, briefings on risks and benefits, and training workshops.



We have various webinars aimed specifically at improving financial expertise – e.g. – Inheritance-related matters, retirement planning and the need to have a balanced portfolio. There are also webinars aimed at creating awareness on products, markets and important events like elections/budget.

Additionally, through Investology, our dedicated platform for learning about stock market intricacies, we ensure our customers understand the technical aspects to navigate their financial journey. Through this comprehensive approach, Nuvama empowers clients to make informed investment decisions with confidence.

Future Imperatives

Looking forward, Nuvama remains dedicated to continuously enhancing the customer experience.

Real-time Updates:

Leverage automation to provide clients with instant insights and solutions, keeping clients informed throughout their investment journey.

Anticipating Needs:

Utilise predictive analytics to anticipate client requirements and provide relevant solutions.

Streamlined Feedback Channels:

Unify feedback mechanisms into a single platform for effortless client input and ensure all feedback reaches the right decision-makers.

Proactive Solutions:

Analyse sentiment to proactively address client concerns, ensuring smoother interactions and fostering trust.

Personalised Communication:

Provide personalised content and investment strategies to keep clients engaged, well-informed, and confident about their financial future.

Rewarding Loyalty:

Implement a loyalty programme to express appreciation for the client’s trust and continued partnership.

Harnessing Innovation:

Embrace cutting-edge technology, such as AI and machine learning, to further enhance the customer experience and deliver exceptional outcomes.



HUMAN RESOURCE

Nurturing Talent for Excellence

At Nuvama, we recognise that our greatest asset lies in our “Talent capital”. Our commitment to excellence begins with having the right talent across the diverse spectrum of business groups we operate in. Through rigorous recruitment processes and a keen eye for potential, we ensure that each member of our team embodies the values and vision of Nuvama. Our approach to talent management is dynamic and responsive, evolving alongside the ever-changing landscape of our industry.



**NUVAMA IS POWERED BY
OVER 3,100+ PROFESSIONALS
WITH DOMAIN EXPERTISE
AND INDUSTRY EXPERIENCE
ACROSS 90+ OFFICES IN
INDIA & OVERSEAS.**

Our team spans across –

- **Wealth Management** catering to HNI, UHNI and Family Offices and Institutions – over **1,200+ Relationship Managers**
- **Asset Management** – A team of professionals with deep experience of Fund Management, Product and Distribution across different asset classes
- **Capital Markets** – Investment Banking, Institutional Equities and Asset Services & Custody team of over 250 people

As our business continues to grow and evolve, it is more important than ever to emphasise value of a diversified talent pool. We are proud to have a team that reflects a rich diversity of talent, experience, backgrounds and culture.

THIS DIVERSITY NOT ONLY ENHANCES OUR WORKPLACE CULTURE BUT ALSO HELPS US UNDERSTAND & SERVE OUR DIVERSE CUSTOMER BASE, BEING TRUE TO OUR PHILOSOPHY OF #CLIENTFIRST.

HIGHLIGHTS

Growth through Acquisition of Right Talent:

Strategic acquisition of Wealth Relationship Managers across India designed in line with the business strategy of Growth through wider market presence and better client experience.

Inclusive & Transparent Culture:

Introduced “**Voice it Right**”, an employee engagement survey, aimed at garnering inputs on our strengths & areas of focus for Nuvama’s people practices. We are proud to announce a participation rate of 88% rate with an Employee Pulse score of 83.

Capability Building & Upskilling:

In line with our vision of growth, we are dedicated to upskill & upscale our employees. Trained over 950 employees on functional and behavioural skills. Additionally, our **LEAP educational assistance program** enables employees to enhance their technical skills. Committed to creating a future-ready organisation through specially curated programs for employees across groups.

Focus on Employee Well-Being:

We understand the importance of employee well-being in today’s times. With this in mind, we have launched Nuvama Cares – a comprehensive platform focusing on Emotional Well-Being & Physical Fitness.

Platforms for Top Leadership:

Established the **Nuvama Leadership Council**, providing platforms for the top 100 leaders to share and learn from each other fostering a collaborative leadership environment. Additionally invested in growth of our Leaders through sponsored Leadership Programs at Tier-1 institutes.

Growth through Diversity:

Our **Women Leadership Program (W.L.P.)** is designed to cultivate future female leaders from our internal talent pool,

thus empowering them to take on enhanced responsibilities & leadership roles.

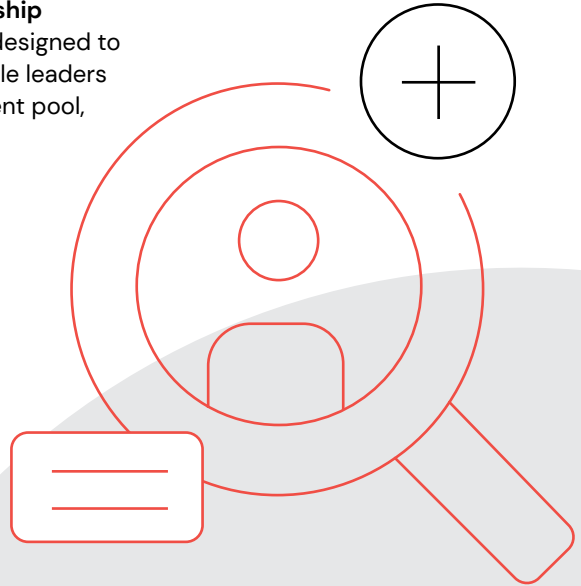
Focus on Conducive Work Environment:

Enhanced awareness of the **Prevention of Sexual Harassment, Whistleblower Mechanism, and Employee Grievance Platforms.** Senior Leaders have participated in workshops designed towards increasing sensitisation towards Safe Workspace.

Preferred Employer for Senior Leaders:

We take pride in being a **Preferred Employer for Senior Leaders**, with an average tenure of 11 years. This reflects the strong & supportive environment that we have cultivated together.

THESE INITIATIVES HIGHLIGHT OUR UNWAVERING COMMITMENT TO OUR EMPLOYEES’ GROWTH, WELL-BEING & SUCCESS. TOGETHER, WE WILL CONTINUE TO BUILD A DYNAMIC, INCLUSIVE & FUTURE-READY ORGANISATION.



Culture

What is unique about Nuvama is our Culture built on strong pillars of Excellence in Execution, Fairness to our Employees, Client & all Stakeholders and our Sharp focus on Growth.

We are governed by the philosophy of "LetsDoitRight" in every walk of life and our people practices are also designed keeping this philosophy in mind.

As we reflect on FY 2023-24, we have continued to further strengthen our culture of

meritocracy where innovation and excellence in execution is recognised.

At Nuvama, we cultivate an **entrepreneurial** culture that empowers individuals to think and act like owners, promoting accountability and responsible behaviour. Our environment nurtures creativity, innovation, agility, and calculated risk-taking, encouraging employees to explore new ideas, seize opportunities, and drive meaningful change.

We are a Listening Organisation where we prioritise listening, valuing every voice that speaks. Through

diverse communication platforms and engagement initiatives, we empower employees to share their ideas, experiences, and feedback. We firmly believe in achieving growth through ownership and inclusion, and these platforms serve as catalysts for fostering collective ownership of our vision for growth.

We have a very strong leadership team with balanced mix of home-grown leaders who understand the DNA of the organisation and experts from the industry who bring outside-in perspective. This blend provides a comprehensive view for our long-term strategy and guides our short-term tactics to achieve it.





Comprehensive Talent Engagement Framework

Our talent engagement framework is embedded in best practices and alongside, the environment-responsive mechanism ensures that we adapt to emerging trends, technologies, and challenges, equipping our team with the skills and knowledge needed to stay ahead of the curve. Whether it's through upskilling initiatives, cross-functional exposure, or innovative learning platforms, we are committed to maintaining the highest quality of people across all levels of our organisation.

At Nuvama, our people are not just employees; they are the driving force behind our success. By nurturing talent with care and foresight, we continue to uphold our reputation for excellence and innovation in every aspect of our business.

At the core of our people practices is our culture of One Nuvama – a commitment to seamlessly serve our clients' needs from every corner of our organisation.

SUSTAINABILITY COMMITMENTS

Doing it Right for the Planet

Nuvama Wealth Management Limited, is not only a pioneer in the wealth management sector but also a standard-bearer for integrating sustainability into business strategies. At Nuvama, we believe that our responsibility extends beyond financial advising and wealth management; it encompasses a commitment to environmental stewardship, social responsibility, and robust governance.

“Let’s Do it Right: For People, Planet & Profit.”




MESSAGE FROM THE CEO

‘At Nuvama, we are committed to doing it right — right in the way we conduct our business and right in how we manage our environmental responsibilities. Our ESG journey began in January 2023, beginning with a comprehensive materiality assessment through extensive stakeholder consultations. This year, we have clearly defined our ESG strategy and strengthened our governance framework by establishing the ESG Committee. These actions set strategic targets and improved our mechanisms for monitoring and reporting performance both internally and externally. I am happy to share that we have made significant progress towards our ESG targets for FY 2023–24 and beyond, achieving many of our initial goals and actively advancing on others. This report outlines the various initiatives and responsible practices we have implemented, focusing on our three ESG pillars: people, planet, and prosperity. We remain dedicated to embracing emerging trends and best practices to continually enhance our ESG performance.’

–Ashish Kehair MD & CEO, Nuvama

KEY ESG HIGHLIGHTS




ENVIRONMENTAL

- **IGBC Gold Certified** Head Office
- **34%** of office space utilise green electricity reducing Scope 2 emissions
- **44%** of office spaces are plastic-free
- **23%** of office spaces have water meters to measure consumption



SOCIAL

- **12%** women in senior management, 25% women across the firm
- **ISO 27001** certified for Information Security Management System
- Employee turnover reduced to **28%** during FY 2023-24 from 37% in FY 2022-23
- **Net Promoter Score** increased to **73**
- **2.5+ lakh** beneficiaries impacted through CSR programmes



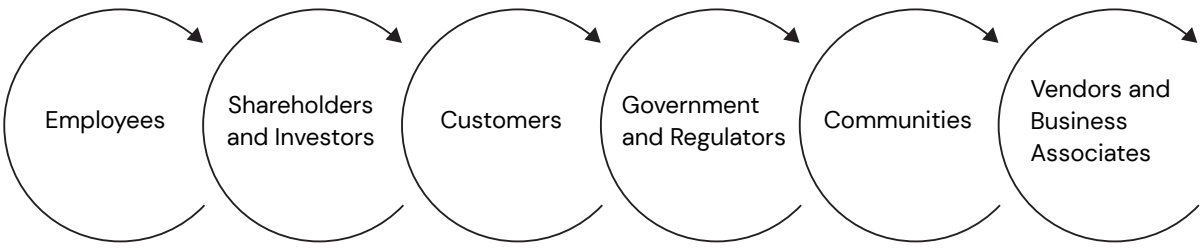
GOVERNANCE

- **9%** women on NWML Board
- **95:100** Ratio of basic salary of women to men workforce
- Published first **ESG Report** for FY 2022-23
- **ESG Board Committee** formed in 2023
- **Zero cases** on non-compliance, corruption, bribery, conflict of interest and data privacy breaches

ESG APPROACH

Stakeholder engagement

Nuvama’s structured approach to stakeholder engagement includes consultations through meetings, surveys, and direct feedback channels, overseen by our ESG Committee. This engagement is pivotal in shaping a robust ESG policy framework that prioritises key issues such as environmental conservation, social responsibility, and ethical governance¹. Our stakeholders listed below, play a critical role in this process:



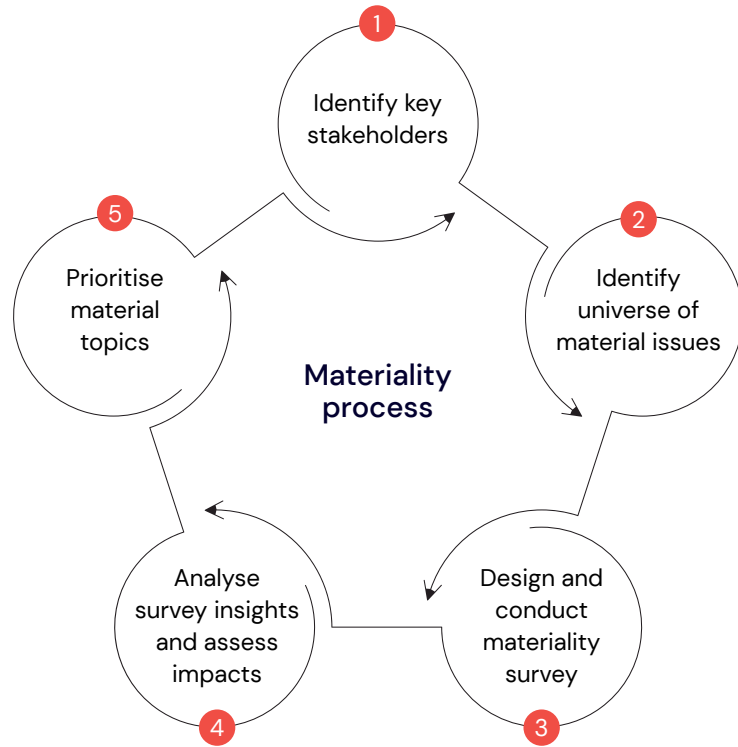
¹Read more on Nuvama’s approach to Stakeholder engagement and consultation in Principle 4 of the BRSR.

Risk Management

Our Risk Management Committee oversees the Enterprise Risk Management (ERM) system, that efficiently manages both financial and non-financial risks. This involves identification, thorough assessment, and strategic mitigation of identified risks. Our resilience is further reinforced by a Business Continuity Plan (BCP) and off-site Disaster Recovery (DR) units, ensuring that our operations remain reliable.²

Materiality

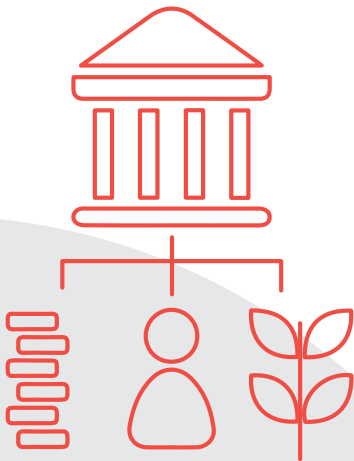
At Nuvama, we define material topics to be those that may have a direct or indirect impact on our ability to create and sustain economic, environmental, and social value, as well as our relationships with stakeholders. Our materiality assessment process is structured and comprehensive, involving detailed analysis and extensive consultations to identify and prioritise the ESG issues that are most critical to our key stakeholders and business sustainability. This strategic approach aligns our sustainability initiatives with the expectations and needs of our stakeholders, ensuring that we concentrate our efforts on areas where we can make the most substantial impact.



Key Material Topics for FY 2023-24 and Beyond

Environmental	Social	Governance
<ul style="list-style-type: none"> Emission Management Climate Change 	<ul style="list-style-type: none"> Customer Satisfaction Employee Wellbeing Talent Attraction & Retention 	<ul style="list-style-type: none"> Business Ethics & Transparency Corporate Governance and Compliance Risk Management Digitisation, Data Privacy and Security

Additionally, Nuvama strategically aligns its business operations with thirteen (13) United Nations Sustainable Development Goals (SDGs) to bolster our contributions toward sustainable development.



² Read more on Nuvama's risk management in Section A Q26 of the BRSR.

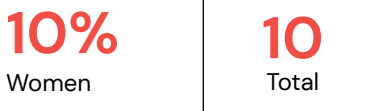
LEADERSHIP & GOVERNANCE



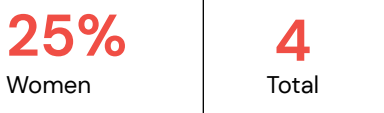
At Nuvama, we uphold the highest standards of corporate governance and ethical conduct, ensuring compliance with all relevant laws and regulations. Our governance framework is designed to maintain a balance between responsibility to our stakeholders and our profitability goals.

The Board of Directors plays a pivotal role in shaping the strategic direction of the Company, regularly reviewing policies, goals, and overall performance to align with our long-term vision and ESG commitments.

Board of Directors*



Key Management Personnel



* Mr. Ramesh Abhishek, Nominee Director of the Company resigned from the Board of Directors of the Company w.e.f. June 10, 2024.

ESG Committee

We have established a dedicated ESG committee, which is instrumental in shaping our ESG strategies. The committee's responsibility includes formulating policies, overseeing their implementation, advising on ESG related risks, and ensuring transparency of our ESG performance to stakeholders. The committee also provides recommendations to the Board of Directors along with an annual action plan and ESG roadmap.



Mr. Sameer Kaji
Independent Director



Mr. Nikhil Kumar Srivastava
Non-executive Director



Mr. Shiv Sehgal
Executive Director

To bolster our governance structure, we have established several other key committees, each tasked with specific roles and responsibilities:



In line with these efforts, Nuvama has implemented comprehensive training programs for all members of our leadership teams, including key management personnel. These programs are integral to our governance strategy, designed to equip our leaders with the necessary knowledge and skills to effectively uphold our high

standards of ethical conduct and ensure compliance with regulatory requirements. The training focusses on critical areas such as anti-money laundering (AML), information security, and the prevention of insider trading, directly supporting our commitment to rigorous corporate governance and responsible leadership³.

Business Ethics

Nuvama upholds the highest standards of integrity, transparency, credibility, and responsibility through our Code of Conduct, which guides our interactions with clients. Some of the important policies implemented by the company includes:

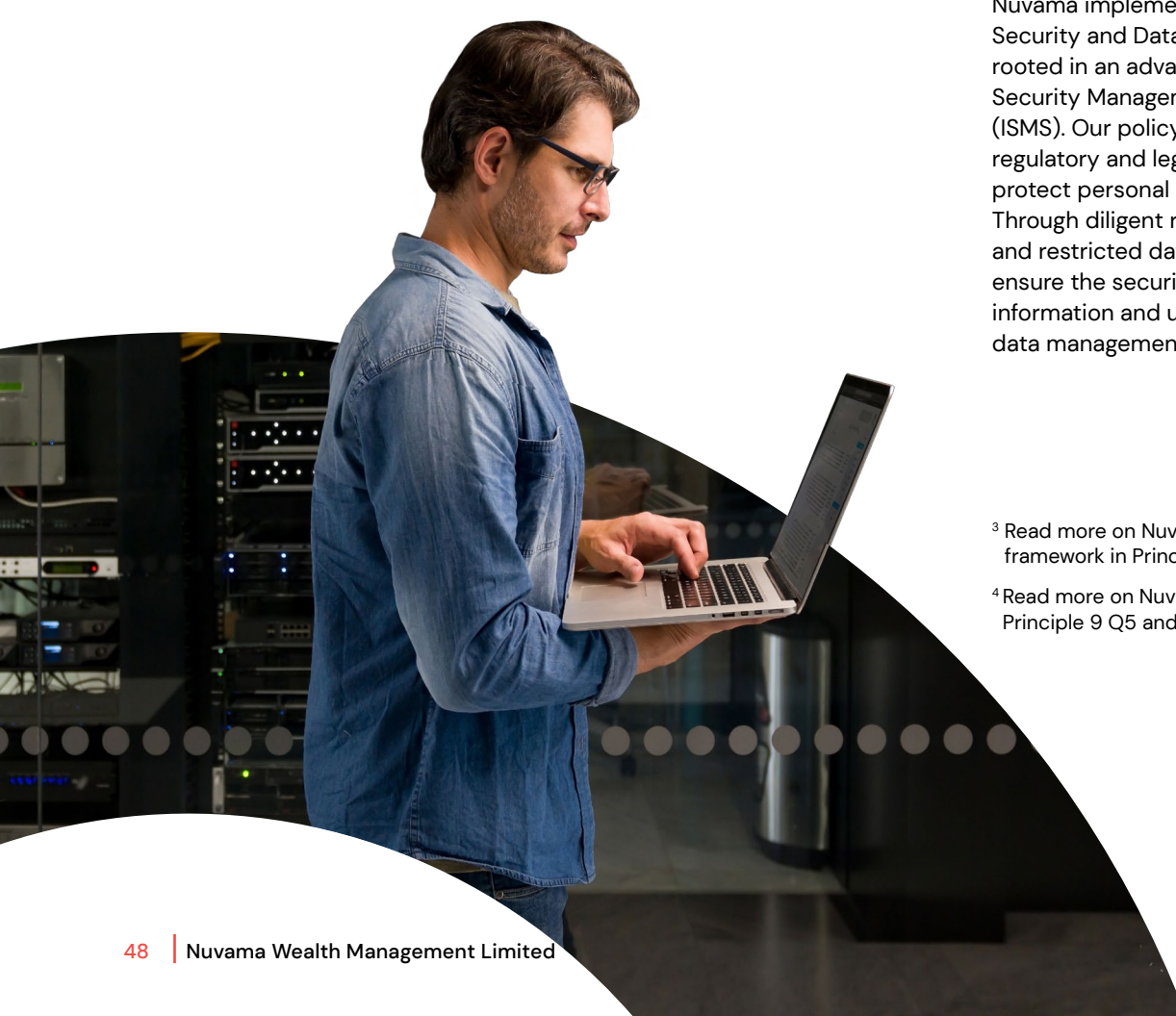
Code of Conduct	Anti-Bribery & Anti-Corruption	Whistleblower Policy
<p>Outlined for Directors and the Senior Management Team to mitigate potential conflicts of interest.</p>	<p>The policy outlines acceptable conduct, particularly gifts, entertainment, monetary thresholds, and an approval process for exceptions.</p>	<p>Built on principles of professionalism, honesty, and ethical behaviour, this framework empowers stakeholders to confidentially report concerns.</p>
Grievance Redressal	Prevention of Sexual Harassment (POSH)	Prevention of Insider Trading
<p>Comprises strong internal mechanisms to address human rights grievances, including misconduct, discrimination, and sexual harassment.</p>	<p>The policy details procedures for reporting complaints related to harassment, discrimination, or retaliation.</p>	<p>This policy safeguards UPSI confidentiality, prohibiting any misuse by promoters, directors, and employees with access to UPSI.</p>

Data Privacy

Nuvama implements a robust Cyber Security and Data Privacy Policy, rooted in an advanced Information Security Management System (ISMS). Our policy complies with all regulatory and legal standards to protect personal and sensitive data. Through diligent risk assessments and restricted data access, we ensure the security of stakeholder information and uphold trust in our data management practices.⁴

³ Read more on Nuvama’s governance framework in Principle 1 of the BRSR

⁴ Read more on Nuvama’s Data Privacy in Principle 9 Q5 and Q6 (Essential) of the BRSR



ENVIRONMENTAL COMMITMENT



At Nuvama, we are at the forefront of resource efficiency and environmental stewardship. By harnessing innovative technologies and implementing targeted sustainability initiatives, we strive to significantly reduce our environmental footprint. For us, sustainability isn't just a goal – it's our guiding principle.⁵

Energy Management

We are committed to enhancing energy efficiency by harnessing green electricity and integrating timers in our Glow Sign Boards (GSBs). These measures help reduce environmental impact while also lowering operational costs.

Water Stewardship

Our water conservation efforts include installing advanced faucets, meters, and sensors across our facilities. These measures are integral to our strategy for promoting responsible water usage and ensuring sustainable water management practices.

⁵ Read more on Nuvama's environmental initiatives in Principle 6 of the BRSR

Waste Management

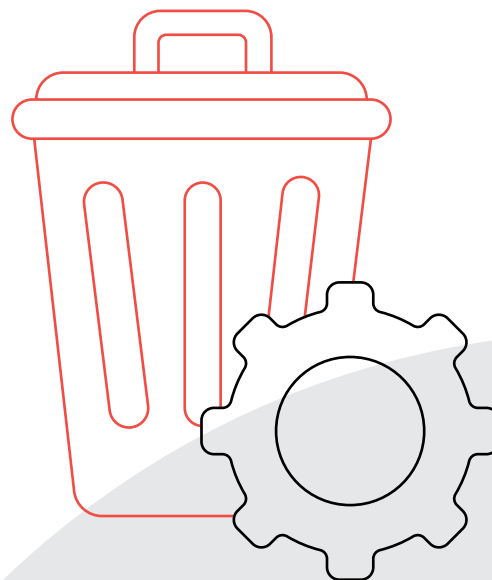
- We manage waste generation by segregating wet and dry waste at our office premises, which is then responsibly handled by the building management and disposed off by the municipal corporation, adhering to local environmental regulations
- 100% of E-waste generated from our operations is disposed through a government authorised E-waste recycling vendor
- We have phased out paper cups and plastic bottles across our offices, significantly reducing our plastic waste and impact on landfills
- Our restrooms are equipped with hygiene bins and double flush systems, reducing water usage, and supporting our waste reduction goals

Indoor Air Quality Improvement

To create a healthier work environment, we have incorporated indoor plants across our office spaces, which help enhance air quality and provide a more pleasant experience for both employees and visitors.

Sustainable Building Practices

Our commitment to sustainability is underscored by our corporate office's achievement of LEED Gold certification from the Indian Green Building Council (IGBC), highlighting our dedication to environmentally responsible building practices and workplace innovation.



SOCIAL RESPONSIBILITY



Employee Well-being

Nuvama is deeply committed to the well-being of our employees, offering comprehensive benefits that address physical, mental, and financial health. All employees are covered under our health and accident insurance. We are proud to report a return-to-work rate of 94% and a retention rate of 98% for female employees who took parental leave.⁶



Diversity, Equity, and Inclusion (DE&I)

At Nuvama, 25% of our workforce are women, underscoring our commitment to a diverse and inclusive workplace. Our Equal Opportunity Policy ensures a discrimination-free environment, offering all employees equal opportunities for professional growth. Additionally, robust anti-retaliation measures protect those who report discriminatory practices, reinforcing a culture of fairness and respect.⁷

Training and Development

We are committed to continuous professional development, with 100% participation in annual performance and career assessments. Our comprehensive training programme spans a variety of topics, including Compliance (Anti-Money Laundering, Prevention of Insider Trading), Technical Skills (Excel, Fund Accounting), and Leadership and Professional Development (Effective Communication, Emotional Intelligence). This programme

supports the professional growth and personal development of all employees, from new hires to senior leaders.⁸



EMPLOYEES UNDERWENT VARIOUS TRAINING PROGRAMS, AVERAGING 68.2 MANHOURS OF TRAINING IN FY 2023-24, WHICH IS 3% HIGHER THAN THE PREVIOUS FY 2022-23

⁶ Read more on the measures taken by Nuvama for the well-being of employees in Principle 3 Q1 (Essential) of the BRSR

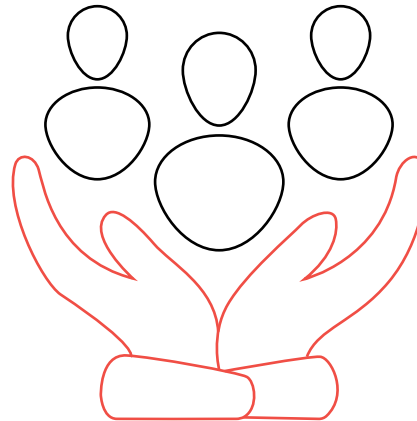
⁷ Read more on Nuvama's DE&I policies in Principle 3 Q4 (Essential) of the BRSR

⁸ Read more on Nuvama's training and development in Principle 1 Q1 (Essential) of the BRSR



Corporate Social Responsibility (CSR)

Nuvama is committed to impactful CSR initiatives that enhance community well-being and promote sustainable development. Our programmes focus on education, gender equality, agricultural development, and innovation, benefiting over 2.5 lakh individuals, with a strong focus on vulnerable and marginalised groups.⁹



Customers

As a client-centric financial services firm, Nuvama offers tailored wealth management solutions and advice to our customers. Our approach is designed to meet the unique needs of our diverse clientele, including entrepreneurs, promoters, HNIs, UHNIs, corporate and institutional investors, affluent segments, and family offices.¹⁰



NUVAMA HAS IMPROVED ITS OVERALL NET PROMOTER SCORE (NPS), MOVING FROM 71 IN THE PREVIOUS YEAR TO 73 THIS FINANCIAL YEAR, INDICATING ENHANCED CUSTOMER SATISFACTION ACROSS ALL SEGMENTS

WAY FORWARD

Nuvama is committed to enhancing its ESG performance by seamlessly integrating sustainability considerations across our operations, with focussed initiatives in environmental management, social responsibility, and governance transparency.

Building on our existing environmental efforts, we will further expand the adoption of renewable energy sources and intensify our waste reduction programmes. Leveraging the momentum of our current initiatives, we aim to set a new standard in the financial services industry, demonstrating how effective environmental management is integral to corporate success.

We will continue to advance our diversity programmes and employee wellness plans, fostering an inclusive workplace and promoting the well-being of all employees. These efforts reinforce our commitment to creating a supportive and productive work environment.

To increase transparency, Nuvama will provide detailed ESG disclosures and enhance stakeholder interactions. By providing clear, regular updates and deepening our engagement processes, we aim to reinforce our credibility and ensure alignment with global sustainability practices.

⁹ Read more on Nuvama’s customer base in Principle 8 Q6 (Leadership) of the BRSR

¹⁰ Read more on Nuvama’s customer base on Section A Q19 of the BRSR

BOARD PROFILE

Our Commitment to Strong Governance

**Mr. Birendra Kumar**

Chairperson & Independent Director

Mr. Birendra Kumar is an Independent Director and Chairperson of the Company and an Independent Director on the boards of three material subsidiaries of the Company, chairing two of these subsidiaries. He is also Executive Director, Wisler Investment Management Private Limited, managing AIF for Blackstone Tactical Opportunities Singapore since February 2019.

Mr. Kumar was earlier an Independent Director and Chairman of Advait ARC Pvt Ltd (July 2021–August 2022). He was a Senior Advisor at Duff & Phelps India (November 2018–November 2020). He was non-executive Vice Chairman of International Asset Reconstruction Company Private Limited (IARC) (September 2018–May 2019) prior to which he was IARC's Founder, Managing Director & CEO (March 2007–August 2018).

Mr. Kumar has been a career banker with over five decades of rich and diverse experience in commercial, credit, investment and international banking in India and abroad. Mr. Kumar retired as Deputy Managing Director & Chief Credit Officer of State Bank of India (SBI) in April 2002. He previously led SBI Capital Markets Limited for over three years as Managing Director & CEO. His international roles in SBI included Representative, Washington, President & CEO of SBI (California) and CEO of the Los Angeles Agency.

Mr. Kumar has wide experience in distressed assets sector and asset reconstruction industry. He was Advisor (Business Recovery Services) at PwC (July 2002–February 2007). He has served on various expert groups of Reserve Bank of India and Government of India and has been associated with industry bodies such as ASSOCHAM, CII and FICCI. He was Chairman of Association of ARCs in India for close to 7 years till the end of March 2018 and is presently member of advisory board of Association of ARCs in India. He is very well networked in the financial sector.

Mr. Kumar is MSc in Mathematics from St. Stephen's College, University of Delhi, and a Certified Associate of the Indian Institute of Banking.

**Mr. Ashish Kehair**

Managing Director & CEO

Mr. Ashish Kehair, the Managing Director and CEO of Nuvama Wealth Management Limited, has been instrumental in shaping Nuvama Group's strategic direction and expansion of business across geographies. Under his leadership, the Group has built a scaled and diversified wealth management platform serving affluent, HNI and UHNI families and individuals. He has also spearheaded a focussed alternative asset management franchise and helped sustaining leadership in capital markets.

Mr. Kehair has 26 years of extensive experience in the financial services sector, with a diverse background spanning Private Banking, Wealth Management, Asset Management, and Treasury, both in Indian and offshore markets.

In the past, he was associated with IDFC First Bank as Head, Wealth Management & Private Banking and was part of the Senior Management team that was significant in building differentiated franchises across all segments of the Bank. His past associations also include ICICI Securities Ltd, ICICI Bank & TAIB Bank E.C. (Asset Management).

Mr. Kehair is a professionally qualified Chartered Accountant & Cost Accountant.

**Mr. Shiv Sehgal**

Executive Director

Mr. Shiv Sehgal is President and Head, Nuvama Capital Markets. He provides leadership to one of India's largest equity franchises and is responsible for the Capital Market businesses which includes Institutional Equities (covering sales, research and trading) and Asset Services.

Mr. Sehgal has worked in the investment management and financial services industry for over two decades, the majority of which has been in emerging market funds in the pan-Asia markets. Prior to his current role, Mr. Sehgal led the Goldman Sachs Institutional Sales Trading, Equity Capital Markets business in India, responsible for the firm's franchise relationships. Mr. Sehgal was also appointed to the Goldman Sachs India board to oversee day-to-day operations and provide executive leadership on various firm committees.

Mr. Sehgal also has extensive experience of working in long-short emerging market hedge funds in Sydney and Singapore. He is a Chartered Financial Analyst from the CFA Institute, USA and holds a Masters in Banking and Finance from Griffith University, Brisbane.

**Mr. Nikhil Kumar Srivastava**

Non-Executive Director

Mr. Nikhil Kumar Srivastava has a Bachelor's degree in Electrical and Electronics Engineering from the Birla Institute of Technology and Science (BITS) Pilani, a Master's degree in Electrical Engineering from Stanford University, and an MBA from Harvard Business School.

Mr. Srivastava joined PAG in April 2019 to start PAG's India office. He is a Partner and Managing Director, Head of India Private Equity at PAG, one of Asia's largest alternative investment managers with USD 55 billion in assets under management. Before joining PAG, Mr. Srivastava spent almost a decade at Kohlberg, Kravis and Roberts (KKR), evaluating and investing in various investment opportunities across India, Singapore, and the United States. Mr. Srivastava has also worked at Goldman Sachs and Co. Inphi Corporation in California.

**Mr. Anthony Miller**

Non-Executive Director

Mr. Anthony Miller is a Partner of PAG and is CEO of PAG Japan Limited. PAG is an Asia-based investment management firm with approximately USD 55 billion in assets under management. He has been at PAG since 2009 and is on the board of Pacific Alliance Asia Opportunity Fund. Previously he was with Ramius Capital Group, an alternative asset manager based in NYC where he served as Partner and head of Asia, managing their business from Hong Kong. Prior to Ramius, Mr. Miller was a Managing Director at The Carlyle Group, serving as head of their Hong Kong office. Mr. Miller originally came to Asia as a Managing Director for Bear Stearns Asia where he was head of Corporate Finance for Asia. Previously he had been a Managing Director for Bear Stearns in NYC and prior to that, he was an associate at Dillon Read & Co., also in NY.

Mr. Miller is currently a member of the Boards of Directors of Nuvama Wealth Management Group, and Joyson Safety Systems (formerly Takata Corporation of Japan). He was formerly a board member of Universal Studios Japan, Research Environmental Industries and The Fruehauf Trailer Company. He is a Trustee of the American School in Japan and a member of the Asia Pacific Development Council of Habitat for Humanity where he is an active supporter of Habitat's efforts to provide housing to developing countries in Asia. He is a member of the Council of Foreign Relations and the World Economic Forum.

Mr. Miller received his MBA from Harvard Business School, graduating in 1983 and received his BA from Brown University in 1979. He was born in Chicago and attended The Francis Parker School.

Mr. Miller has overall experience of approximately 35 years.

**Mr. Aswin Vikram**

Non-Executive Director

Mr. Aswin Vikram has completed his Bachelor of Technology degree from the Indian Institute of Technology, Madras in 2007 and his Post Graduate Diploma in Management from the Indian Institute of Management, Bangalore in 2009.

Mr. Vikram has been with PAG since November 2019 and has been working in the private equity industry since 2011.

**Mr. Navtej S. Nandra**

Independent Director

Mr. Navtej S. Nandra has over three decades of experience across consulting and financial services. In addition to Nuvama, he serves as an independent director of Percent Technologies. He has served on various boards, including, Edelweiss Financial, Huaxin Fund Management, Nuveen Investments, OakNorth Bank, Pidilite USA, and the Centres for Governance, Institutions and Organisations (CGIO), and Asset Management Research and Investments (CAMRI). He was also a Distinguished Visiting Fellow at the National University of Singapore.

His work experience includes President of E*TRADE Financial, CEO of Morgan Stanley Investment Management Ltd., ExCo roles at Merrill Lynch Global Wealth Management, Merrill Lynch Global Investment Banking, Cambridge Group, and Partner at BoozAllen and Hamilton.

He holds a Post Graduate Diploma in Management from IIM, Ahmedabad, and a Bachelor of Commerce Degree from the University of Delhi.

**Ms. Anisha Motwani**

Independent Director

Ms. Anisha Motwani has been a consulting advisor with the World Bank on the prestigious 'Swachh Bharat Programme', 'Adoption of Solar Rooftops' & 'National Mission for Clean Ganga'.

Ms. Motwani serves as an Independent Director on the board of some leading organisations. Ms. Motwani is a multi-faceted business leader & draws from her rich experience of over 30 years in diverse industries – FMCG, automobiles, financial & health services. After a successful 25-year of corporate career, Ms. Motwani founded StormTheNorm venture in 2015, a company specialising in Brand, Digital & Innovation Projects. Ms. Motwani brings in new perspectives on how businesses can challenge the conventional norms & storm them in a way that will help them re-wire to succeed in a disruptive world.

She is the author of 2 bestselling books; Storm the Norm – a first-of-its-kind collection of 20 contemporary stories of truly inspiring businesses & She Storms – a groundbreaking book that celebrates the extraordinary journeys of 17 women who defied norms & shattered barriers.

Ms. Motwani is on the Advisory Board of IIMR, India Diversity Forum & a regular speaker at national and global business platforms.

In recognition of her achievements, Ms. Motwani was voted as one of the '50 Most Powerful Women in Indian Business' by Business Today for three consecutive years since 2009. Ms. Motwani has also been recognised amongst the 'Top 50 Women in Media, Marketing and Advertising' by Impact & Colors for 4 consecutive years since 2011. Ms. Motwani has been conferred 'Women at Work Leadership Award 2011' by Asian Confederation of Business and 'Brand Builder of the year' award by NDTV amongst many others.

**Mr. Sameer Kaji**

Independent Director

Mr. Sameer Kaji has an experience which spans a range of industries and geographies for the last 30 years with key focus areas of growth strategy, mergers & acquisitions, operational improvement, transformation and turnaround. As a first-generation entrepreneur for more than 20 years, he has hands-on operational experience to bring pragmatic solutions to complex management, manufacturing, or financial issues for company management. He is a graduate and has done his master's in business administration – Entrepreneurship and Finance from Babson F.W. Olin Graduate School of Business, Wellesley, Massachusetts, USA.

**Mr. Kamlesh Shivji Vikamsey**

Independent Director

Mr. Kamlesh Shivji Vikamsey has vast experience of over 40 years in the field of auditing, taxation, corporate & personal advisory services, business & management consulting services, due diligence, valuations, inspections, investigations. As the Chairman of Audit and Advisory Committees of various international organisations during his career, he has hands-on operational experience to bring pragmatic solutions to complex management and financial issues. He is a Chartered Accountant and has been a former President of The Institute of Chartered Accountants of India.

Celebrating Excellence



**India's best for Ultra
high-net-worth**

Euromoney Private
Banking Awards 2024



**Brand
Rejuvenation**

Indian Marketing Award
(IMA) 2024



**Workplace
Excellence**

INFHRA
2024



**Great Indian BSFI
Search Engine
Marketing of the Year**

3rd Edition of BFSI Digital
Stallions Forum's The Great
Indian BFSI Awards 2023



**Best Broker,
India**

Finance Asia Country
Awards, 2023



**Best
Media Integration**

PITCH BFSI Marketing
2023



**Most Effective
Relaunch Campaign**

PITCH BFSI Marketing
2023



**Excellence in Brand
and Marketing,
Brand Revitalisation**

CMO Asia 2023



**Offshore Clients
Choice
India**

Global Custodian –
Leaders in Custody Asia
Awards 2023



**Emerging
Market FCM
Of The Year**

Asia Capital Markets
Awards 2023



**Best Private Bank in
South Asia**

Global Private Banking
Innovation Awards 2023



**Best Private Bank
India**

Asset Triple A Private
Capital Awards 2023



**Best Private
Bank for
UHNW Clients,
Highly Commended**

Global Private Banking
Innovation Awards 2023



**Best for
Discretionary
Portfolio
Management in India**

Asiamoney Private
Banking Awards 2023

MEDIA COVERAGE

In the Spotlight

Wealth management in India will quadruple in the coming decade: Nuvama Group MD & CEO Ashish Kehair

In an interaction with Business Today, Kehair says industry penetration level stands at 11-12 per cent at present and has significant room for growth.

SUMMARY

- Share of Nuvama Wealth Management listed on bourses on September 26.
- Challenges such as margin compression may arise as the industry continues to grow.
- The group currently manages its 2.5 lakh crore of client assets.

Ashish Kehair, Managing Director and CEO of Nuvama Wealth Management, which listed on bourses on September 26, expects the wealth management industry to see robust growth in the next 10 years. In an interaction with Business Today, Kehair said industry penetration level stands at 11-12 per cent at present and has significant room for growth, especially when compared to countries like the US with penetration rates exceeding 60-70 per cent and China at nearly 30 per cent.

Ashish Kehair - Business Today - Indian Wealth Management Growth Outlook

'Valuations not a worry as long as we can deliver growth'

Shiv Sehgal, President & Head, Nuvama Capital Markets

Shiv Sehgal, President & Head of Nuvama Capital Markets, says that valuations are not a worry as long as the company can deliver growth. He notes that the company's focus is on delivering strong financial performance and that the market's reaction to the listing will be positive. Sehgal also mentions that the company's growth strategy is focused on expanding its client base and offering a range of wealth management solutions.

Shiv Sehgal - The Financial Express - Outlook for Indian Equity Markets

WHY NOT MINT MONEY?

WEALTH TRENDS AND CHALLENGES WITH RAHUL JAIN

FT. RAHUL JAIN, HEAD OF NUVAMA WEALTH

HOSTED BY ANIL POSTER

A podcast episode discussing wealth trends and challenges in India, hosted by Anil Poster and featuring Rahul Jain, Head of Nuvama Wealth. The episode covers topics such as the current state of the Indian wealth management industry, challenges faced by investors, and opportunities for growth.

Rahul Jain - Mint-Mint to Money Podcast - Wealth Trends & Challenges

Nuvama Wealth Industry To Grow 15-17% CAGR

Exclusive: INDIA WEALTH MGMT INDUSTRY OUTLOOK

RISHAAD SALAMAT, ALOK SAIGAL, HASLINDA AMIN

An interview snippet from Bloomberg featuring Alok Saigal, Nuvama Wealth Industry To Grow 15-17% CAGR. The snippet discusses the growth prospects of the Indian wealth management industry and the role of Nuvama in this space.

Alok Saigal - Bloomberg Interview - Wealth Industry Growth Outlook

Digitalization's Impact on Indian MSMEs and the Path to Economic Progress: Ashish Kehair, Managing Director & Chief Executive Officer, Nuvama Group

It is ardently believed that digitalisation will catalyse innovation in India, but cybersecurity, rendering them vulnerable. However, the government has implemented measures such as the National Cyber Security Policy 2013 and the Indian Computer Emergency Response Team under MeitY to address these concerns.

With a strong foundation of data security protocols, digitalisation can accelerate MSMEs growth in India, contributing to country's economic and social progress.

Ashish Kehair - Economic Times - Impact of Digitalisation on Indian MSMEs & Path to Economic Progress

'At \$5 trn, the country itself becomes an asset class and can't be avoided anymore'

ANSHU KAPOR, PRESIDENT, NUVAMA ASSET MANAGEMENT

How do you see all this with respect to the mutual fund industry and for players like you?

ANSHU KAPOR: The mutual fund industry is expected to reach \$5 trillion in the next few years. This is a significant milestone for the Indian financial market. The industry is becoming more diversified and is attracting more investors. This is a positive sign for the Indian economy and for the mutual fund industry.

Anshu Kapoor - Indian Express - Outlook for Economy and Asset Management Industry

Statutory Reports

60 Management Discussion and Analysis

75 Directors' Report & Annexures

100 Corporate Governance Report

125 Business Responsibility &
Sustainability Report

Financial Statements

166 Consolidated Financial Statements

285 Standalone Financial Statements

386 AGM Notice

Management Discussion and Analysis

Indian Economy: An oasis of growth

Indian economy fared much better than its global peers on both macro-economic stability as well as growth. Inflation remained around RBI's target range. Further, India's current account deficit reduced from 2% of GDP in FY 2022-23 to 1% of GDP in FY 2023-24. Government continued on the path of fiscal consolidation while focusing on infrastructure spending. The improved macro-stability was accompanied by robust growth. India has reported FY 2023-24 real GDP growth of 8.2% YoY – one of the highest in the world. GDP growth was much higher than what was predicted at the start of the year. Finally, the growth was driven by cyclical sectors in India – Government capex, real estate and autos. This was in sharp contrast to rest of the world. The sour point of the year was consumption, especially at the low end. This could be to some extent attributable to weak monsoon and lower government transfers. Eventually the cyclical tailwinds, if sustained should trickle down to all segments of the economy. In a nutshell, FY 2023-24 was an excellent year for the economy with high, consistent and quality growth.

Global Economy: Stabilisation at weak levels

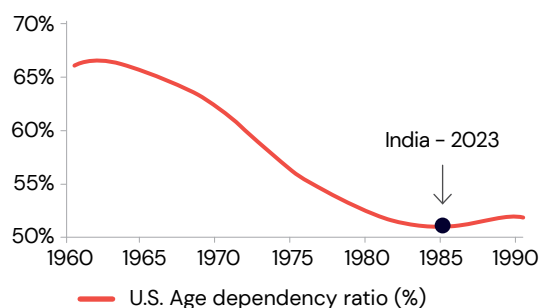
FY 2023-24 panned out quite differently from what the consensus was, at the beginning of the year, with respect to forecast of US recession. One of the main reasons for the same was the normalisation of supply situation, especially oil after the disruption owing to Russia-Ukraine war in FY 2022-23. As a result, inflation fell amid strong US labour market (a historical anomaly), boosting US household real incomes and consumption. This also resulted in markets pivoting focus from rate hikes to rate cuts. However, the rate hikes done in FY 2022-23 did have a toll on the cyclical sectors of the western economy with their manufacturing PMIs being in contraction for most part of the year and also real estate remained weak. Meanwhile in Asia, China continued to witness slowdown that started with the Evergrande crisis in late 2021. The result of this was exports across the world (including India) remained weak.

Industry Overview

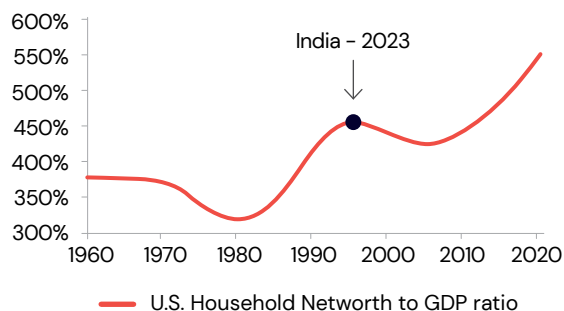
Indian Wealth Management Industry

India's economic growth is at an inflection point and is poised to grow to USD 10 trillion, in next 6 to 8 years, by end of the decade. Confluence of mega trends like Financialisation, Digitisation and Demographics will propel India's growth. Like India's position today, US in 1980s-1990s had these favourable backdrops.

US baby boomers resulted in favourable demography

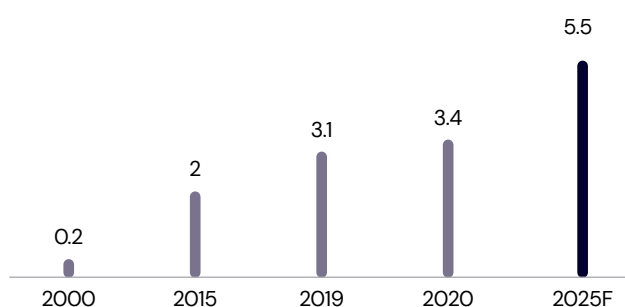


US wealth grow at much faster pace in last 3-4 decades



In India, total wealth to gross domestic product (GDP) ratio is ~4.5X compared to matured economies at ~6.5x. As GDP grows, wealth stock will grow at a higher multiple to GDP. Financial assets will continue to grow faster than real assets. In India, the share of financial assets is ~25% as compared to matured markets at ~70%. Investment asset class is expected to grow even faster as also seen over the past decade. Despite phenomenal growth, the penetration of these investment products in India is very low, as compared to matured markets, making room for long runway of growth in future. These tailwinds will drive continued momentum across financial services sectors, making wealth management a key beneficiary given its proximity to client relationships.

India's Financial Wealth (USD in trillion)



Source: Industry Reports, CareEdge Research

Trends in Asset Class

	AUM CAGR (2014-2024)	AUM/Premium to GDP Ratio - India	AUM/Premium to GDP Ratio - Matured markets
Mutual Funds	21%	16%	116%
AIF	68%	1%	13%
Insurance	14%	3%	11%

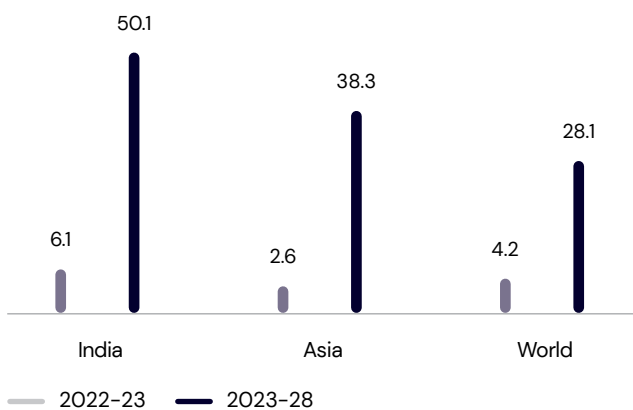
Organised players in India have ~15% penetration vis-à-vis developed nations at ~75%. Rising formal penetration will further multiply the opportunity for wealth managers in India.

Along with macro tailwinds, multiple forces are at play, driving a paradigm shift in ecosystem.

Rise in number of wealthy individuals

Drivers such as, thriving start-up ecosystem, rising corporate profitability and robust capital markets are driving growth in number of high net-worth individuals (HNIs) and ultra high net-worth individuals (UHNIs). According to Knight Frank’s report, ‘The Wealth Report 2024’, India saw an annual rise of 6.1% in the number of UHNIs in 2023 over the previous year. India today ranks at 3rd position for number of billionaires (in USD) after the US and China. The number of ultra rich Indians will rise further by ~50% from 13,263 in 2023 to 19,908 in 2028, this being highest growth for any country for growth in number of UHNIs.

Projected rise in number of ultra-rich (in %)



Source: Knight Frank- ‘The Wealth Report 2024’

Growth beyond top 8 cities

In a significant shift, India's economic vigour is increasingly evident in its Tier 2 - Tier 4 cities. The legacy wealth created and preserved over years in real assets is now being diversified across more sophisticated financial instruments. For instance, Mutual funds, whose AUM share of smaller cities has grown from a mere ~2.6 percent in 2014 to ~17.4 percent in 2023. Post-pandemic, this transition has been fuelled by better access and growing financial awareness and further accelerated by the inter-generational wealth transfer. In addition, these cities are also generating new wealth. Improved infrastructure, enhanced connectivity, and increased awareness have made them more business friendly. These wealth creators from new generation, who have built venture-backed enterprises, are financially aware and aspire to build a strategically diversified investment portfolio.

Fast evolving regulations

To make capital markets a safe investment destination, market regulator has unleashed many reforms. These initiatives such as, efficiently managing client money, stronger cybersecurity frameworks, tighter insider trading regulations and developments at gift city, have made capital markets a better place for investors. These reforms will also attract foreign investors and make India a preferred investment destination.

Digital innovation

Leveraging a variety of tools and technologies, digital innovation is acting as the catalyst to deliver impactful real-time and personalised elements within the customer journey. As Indian financial markets progressively integrate more deeply with global markets, wealth management players are enhancing their capabilities by introducing AI/ML into area like customer acquisition, portfolio recommendations, risk management, etc.

Redefined business operating models

The above forces spanning around, growing wealth, new geographies, changing customer behaviours, increasing product complexity, enhanced regulatory focus and technology disruptions will give rise to redefined business models for wealth management. Businesses will gravitate towards platform led approach with complete solution capabilities. This will further drive consolidation and unorganised movement to organised.

Indian Asset Management Industry

The asset management industry has experienced exponential growth over the last two decades. This trend has been visible across investment vehicles such as mutual funds and alternatives investments, namely portfolio management services (PMS) and alternative investment funds (AIF)

Growth across vehicles in last 10 years

Rs 53 trillion

MF; grew by 5.6x

Rs 6 trillion

PMS; grew by 8.1x

Rs 11 trillion

AIF commitments; grew by 98x

Mutual fund assets surge 35% in fiscal 2024 to a new high. Fiscal 2024 turned out to be one of the best years for the domestic mutual funds industry as assets under management (AUM) spurted by nearly Rs 14 trillion to a record Rs 53 trillion as of March 2024 compared with Rs 39 trillion as of March 2023. The strong gain in industry assets was also replicated in the growth of investors in mutual funds, with the number of folios closing at record high of 17.78 crore, converting into an investor base of around 4.46 crore. Women comprised ~23% of the investors based on their share of the AUM and men ~77%, while individual investors comprised ~60% as against institutional investors ~40%. Individual investors dominated mutual fund categories such as equity, hybrid and solution-oriented schemes, and led the growth chart as households in the country increased their capital market participation through the mutual fund route. Further investors SIP adoption continues to rise; flows touch ~Rs 2 trillion in fiscal 2024.

Alternative assets classes also kept pace with growth in mutual fund AUM. Compared to MF AUM of Rs ~53 trillion, alternative vehicles have grown meaningfully as

well with PMS assets (ex EPFO) of Rs ~6 trillion and AIF investments of Rs ~4 trillion (As on end of Dec 2023). With AIF commitments of Rs ~11 trillion, there is nearly Rs ~6 trillion of unutilised commitments, indicating large dry powder available to be deployed.

This growth in alternatives can be attributed to several key factors, which include:

Increasing income levels, investor awareness and affinity for alternative investments

There has been a noticeable increase in investor awareness and a growing appetite for alternative investments. Historically, information pertaining to alternative investments remained confined and accessible primarily to institutional investors. However, recent years have witnessed a proliferation of alternative investment information, primarily owing to the Internet and social media. In terms of reach, over 72 cities have investments in excess of Rs 500 million each, while 50 cities have raised over Rs 1 billion each, indicating adoption beyond the metros. The share of younger investors (<35 years) has also nearly doubled in past few years.

Assets like private equity, venture capital, and hedge funds offer the potential for higher returns and attraction of diversification, compared to traditional asset classes like stocks and bonds, albeit with greater risk

Robust growth of the Indian economy

India's economy stands as one of the fastest-growing major economies worldwide. This remarkable growth is spawning fresh investment opportunities that alternative investment funds are keen to explore and leverage.

Support from the regulatory environment

The Securities and Exchange Board of India (SEBI) has played a pivotal role in fostering the alternative investment industry's growth. In 2012, SEBI implemented the AIF regulations, consolidating various alternative investment funds under a unified regulatory framework, thus providing a conducive environment for their development

Looking ahead, the alternative investments are anticipated to sustain its expansion in future years. The recent alterations in tax regulations concerning debt mutual funds (including the removal of the Long-Term Capital Gains indexation benefit) and insurance (entailing taxation of maturity proceeds for life insurance policies with premiums exceeding Rs 5 lakh) are likely to be pivotal in driving the growth of the alternative assets industry. Additionally, with HNI investors increasingly recognising the potential of alternative investments in terms of diversifying across asset classes and wealth accumulation, the demand for such financial products is projected to surge.

Indian Capital Market: Equities rule the roost

Indian economies' goldilocks was reflected in asset prices as well in stock indexes. Nifty delivered 29% and midcaps delivered more than 55% returns in FY 2023-24. The Indian midcap returns were highest in the world. Globally midcaps have been weak and have stabilised at low levels. Indian equity returns were backed by strong earnings growth of 16% for Nifty and more than 20% for midcaps. These resulted in healthy domestic flows, with nearly Rs 2 trillion of inflows (+25% yoy) into equity/growth schemes with most of the flows coming in through less volatile medium of monthly SIPs.

The trend in domestic flows has been on the rise for a decade now. The current macro backdrop of strong reforms, controlled inflation, strong domestic growth, opening up of capital markets and young demography has large similarities with the US of 1980s and 1990s. In US these reforms spurred an equity cult resulting in equity AUMs rising 100x in 20 years. In India, the AUMs are up 10-12x in last decade. Thus, if US template is to go by, then there is still a huge growth runway for Indian equities.

The buoyancy in equity markets paved the way for fund raising. A record amount of Rs 1.5 trillion was raised via primary markets during the year. This is quite encouraging as the fund raising should help kickstart a virtuous cycle in the economy.

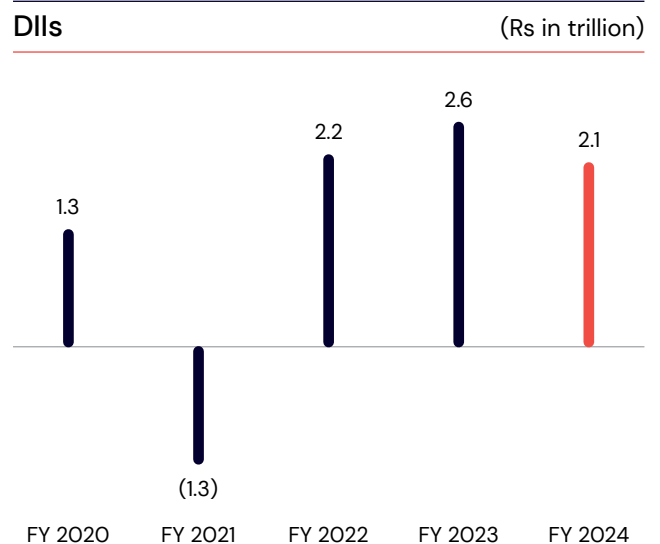
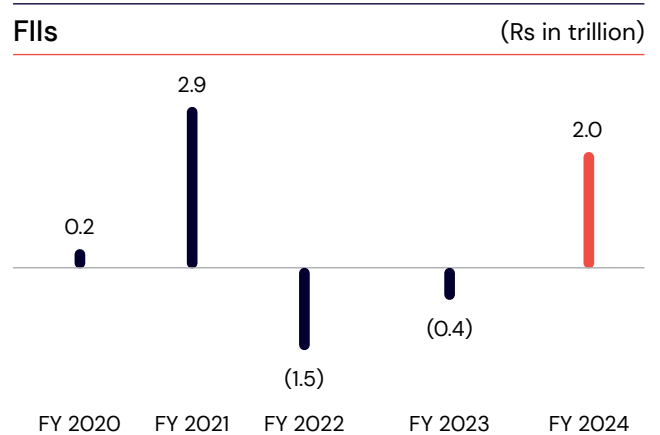
In FY 2023-24, the market demonstrated exceptional performance as benchmark indices reached record highs, with the Nifty and Sensex achieving milestones of 22,526 and 74,245 points respectively. Furthermore, India surpassed Hong Kong to become the fourth-largest stock market, boasting a market capitalisation of USD 4.6 trillion in March 2024. Indian stocks reached new highs in FY 2023-24 due to optimistic investors and increased domestic participation. With foreign institutional investors (FIIs) consistently increasing their stakes, analysts foresee promising prospects for the Indian market in the future. Moreover, the anticipated rate reductions by global central banks in 2024 are anticipated to boost investor confidence, further fueling the Indian market rally.

Institutional Equities

In recent years, the net purchases/sales of domestic institutional investors in the cash segment have surged by more than three-fold. This strengthening hold of domestic institutional investors makes the Indian capital market less vulnerable to external influences. Furthermore, foreign investors made a strong comeback by infusing over Rs 2 trillion into equities in

FY 2023-24, primarily due to optimism regarding India's robust economic outlook. This marked the highest FPI inflow since FY 2020-21 when FPI investment totalled Rs 2.9 trillion. The renewed enthusiasm from foreign investors augurs well for the Indian market, underscoring increasing confidence in its potential for growth and returns. Inflows from foreign institutional investors (FIIs) are likely to stay strong in FY 2024-25 on the back of robust economic growth and momentum in earnings growth.

Net Inflows into Indian equities



Domestic institutional investors are expected to experience sustained growth as they progress towards achieving self-reliance in the Indian capital markets. Additionally, Indian equity markets are poised for further growth, driven by improving macroeconomic conditions and anticipated decrease in interest rates.

Investment Banking

FY 2023–24 was a good year for IPO and QIP activity displaying noticeable trends. In total, 75 mainboard public issues were launched this year, raising Rs 619 billion, compared to 37 IPOs launched in FY 2022–23, which raised Rs 512 billion. The focus of IPOs was more on securing funding for growth capital in companies with a proven track record of profitability. Similarly fundraising through the QIP route reached Rs 781 billion in 2023–24 which was way higher than Rs 102 billion mopped up in the preceding financial year. This included fund mobilisation by REITs and infrastructure investment trusts through the QIP mode.

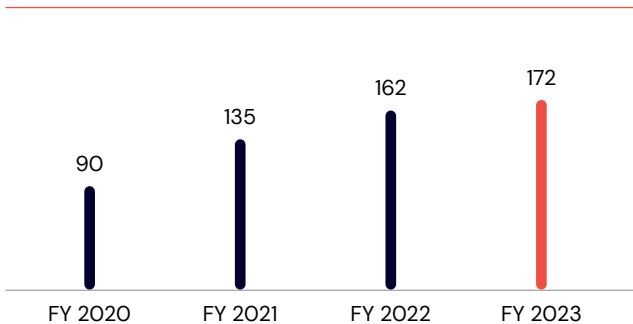
On the private side, however, M&A and PE activity witnessed some slowdown. The decline in M&A deal value was more significant compared to the previous year, which saw multiple large deals valued over USD 10 billion. Inbound activity however witnessed substantial growth, showcasing increased interest from foreign investors. After the low in 2023 in value terms, M&A activity did make a strong comeback in January–March 2024.

Looking forward, India remains a comparative bright spot. As India continues to position itself as a key player in the global economy, the strategic opportunities for investors are vast and diverse. Factors such as supportive policies, the emergence of large-scale assets across various sub-segments and global supply chain diversification will help continue the deal momentum.

Asset Services

The Indian custody services market has witnessed significant growth. From FY 2016 to FY 2023, the Assets Under Custody (AUC) in India increased at a CAGR of 16%. With the ongoing development of India’s capital market and increasing foreign investment, it is expected that India’s share of the global custody industry will expand. The three primary customer segments for custody services include Foreign Portfolio Investors (FPIs) at 28%, mutual funds at 19%, and insurance companies at 17%, collectively representing over 65% of the total AUC in India.

Asset Under Custody in India (Rs in trillion)



Source: SEBI, CareEdge Research

The custodial services sector in India has undergone significant transformation in recent years, driven by changes in technology adoption, geographic expansion, and business model innovation, etc. Furthermore, the Indian custody market smoothly transitioned to the T+1 trade settlement cycle in January 2023, setting a benchmark for shorter settlement cycles. This move from the previous T+2 cycle aimed to enhance market efficiency and expedite trade settlement. The market’s assets under custody have witnessed substantial growth, propelled by its expanding size and market capitalisation surpassing USD 4.5 trillion. As the Indian markets adapt to the T+1 implementation and continue to expand, custodians strive to stay abreast of all developments to effectively manage their responsibilities.

Among the 17 registered custodians, 4 are non-bank custodians, illustrating the diverse landscape of custody service providers in the Indian market. Due to the evolving custody service market, custodians have numerous avenues for growth, enabling them to enhance productivity, mitigate risk, and deliver superior services to clients.

FY 2024–25 Outlook: Growth momentum to continue

Global outlook for coming year remains uncertain at this point given that excess savings of US households is largely exhausted, while growth in other parts is still subdued. However central banks are likely to start lowering rates which should cushion the impact to an extent.

Indian economy is likely to continue its growth momentum. Combination of normal monsoon, continued government capex, strong private sector balance sheets and ending exports drag should continue to support growth going ahead. Expect RBI rate cuts to occur in the later part of the year.

These structural tailwinds and strong fundamentals will continue the growth momentum across financial services sectors. Wealth Management, Asset Management and Capital Markets will be the key beneficiaries of this trend.

Opportunities and Threats

Growth in income and changing preference towards non-traditional investments

Income and wealth levels in India will continue to grow with growth in overall economy. Further, financialisation of savings and changing preferences of investors to access asset classes like, MF, PMS, AIF, RelTs and InvITs will further accelerate the growth of investments. Robust returns from capital markets over long term period will further aid the growth of overall wealth.

Formal wealth penetration expected to rise

In India, the wealth managed by professional managers is highly underpenetrated at ~15% market share. As the economy advances, and wealth management scales the share of professional wealth managers will continue to rise as seen in developed markets.

Growing middle-class population

India's burgeoning middle-class segment, characterised by rising disposable incomes and aspirations, presents a significant growth opportunity for the wealth and asset management industry.

Change in customer preferences towards holistic wealth management services:

The need for personalisation (vs standard products) increases as one moves up the wealth ladder. Given these needs, the complexity of products also increases and so does the need for professional wealth managers. At this stage, the model moves from being a product led one to a relationship-led one giving holistic wealth management services.

Technological advancements

Technological advancements like AI and analytics offer unlimited opportunities. Effective use of analytics empowers the industry to harness the power of data, extracting valuable insights into customer behaviour and facilitating the design of tailored products. AI and automation also play a pivotal role in reducing operational costs, enhancing efficiency and bolstering profitability.

Threats

Dynamic Regulatory changes

Like any other evolving industry which manage public money, namely banks, asset managers, insurance companies and wealth management outfits, the regulatory supervision is always heightened and rightfully so. The frequent changes in the regulatory framework may lead to temporary disruptions, but in the long run these will be beneficial to investors as well as all the market participants.

Global economic slowdown

The global economic slowdown can adversely affect the macroeconomic landscape, potentially leading to reduced liquidity that could impede the growth trajectory of industries worldwide. This slowdown may exacerbate existing challenges, posing additional hurdles for economic expansion and investment opportunities in India.

Increased competition

There has been a notable surge in new players entering the equity and financial markets. This heightened competition is expected to exert pressure on the margins of existing players as they contend with the increased market saturation.

Market-related risks in investment products:

Various market-related risks, including investment risk, credit risk, liquidity risk, and governance and compliance risk, pose threats to investment schemes and other investment products in the industry.

Cybersecurity threats

Cybersecurity poses a significant threat with potential risks including data breaches, financial losses, service disruptions and regulatory consequences. Breaches may result in the compromise of confidential client information, disruption of trading activities, and erosion of market integrity.

Company Overview

Founded in 1993, Nuvama Wealth Management Limited (NWML) (formerly known as 'Edelweiss Securities Limited') is one of the leading integrated wealth management companies in India. We have established a solid foundation of trust and reputation in the Indian market in the last three decades. We offer an array of services to our clients through a comprehensive suite of wealth management, asset management & capital markets services. This exhaustive suite of offerings differentiates our platform, empowering us to provide tailored solutions to our clients. We structure our operations according to client segments, enabling us to specialise & enhance our value proposition.

As a well-established wealth management firm, our clientele spans across various diversified segments, including affluent and HNIs, UHNIs, affluent families, family offices, as well as corporate and institutional clients. We oversee Rs ~3.5 trillion of client assets and cater to a diverse set of clients which includes ~1.2 million affluent and HNIs, ~3,600+ UHNI families, and 1,000+ corporates and institutions in India.

We provide comprehensive wealth management solutions, encompassing investment management, advisory, estate planning, exchange-traded products, lending and broking services, family office solutions, corporate advisory, and treasury services. Additionally, we offer a wide bouquet of asset management products in both private and public markets as well as commercial real estate. We are also a leading player in capital markets.

Serving
 UHNI & Family Offices
 HNI & Affluent Individuals
 Corporates & Institutions

Well Scaled
 Client Assets of Rs ~3.5 trillion
 1,200+ RMs

Client-first
 foundation

Integrated Wealth
 Management
 platform

Legacy
 25+ years of existence

Wide Presence
 3,100+ employees
 across 90+ offices

Unique Proposition
 Multi Client Segment
 Comprehensive Platform
 Hybrid Channel

Strong Governance
 Experienced board and
 management team

Proven Execution
 Revenue FY24: Rs 20,627 million - 27% CAGR 3Y
 Operating PAT FY24: Rs 5,970 million - 44% CAGR 3Y

SERVING

**WIDE AND GROWING
 SALES COVERAGE**

WELL SCALED PLATFORM

3,600+

Ultra-High Net-worth Families

1,200+

Wealth RM

Rs 2,478 billion

Client Assets - Wealth Management

~1.2 million

Affluent and High Net-worth
 Individuals

~20

Investment Professionals

Rs 70 billion

AUM - Asset Management

1,000+

Corporates and institutions

~50

Senior Institutional
 Coverage Bankers

Rs 912 billion

Client Assets - Custody & Clearing

Client Assets: 30% CAGR powered by 'Client-First' philosophy & supported by strong markets

Wealth Management

Scaled capacity and expanded footprint

RM Count	750+	1,200+
----------	------	--------

Onboarded new & deepened existing relationships

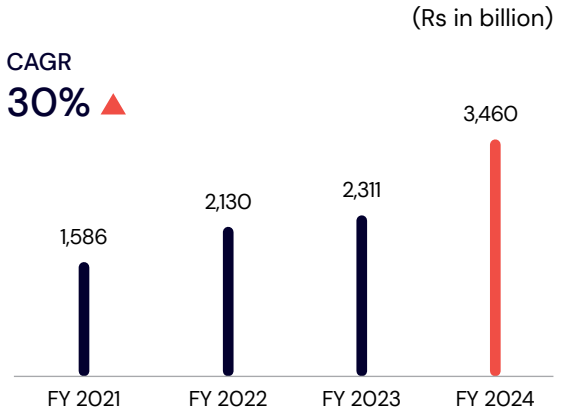
Private Families	2,600+	3,600+
------------------	--------	--------

Wealth	0.7+ million	~1.2 million
--------	--------------	--------------

Meaningfully improved client satisfaction scores

NPS	47	73
-----	----	----

CAGR
30% ▲



Asset management

Launched multiple strategies & scaling with speed

Number of Strategies	2	7
----------------------	---	---

Asset Services

Niche approach, focus on select client segments

International:	HFTs, Quant Hedge Funds
Domestic:	AIF, PMS

■ FY 2021 ■ FY 2024

Revenue: 27% CAGR led by Integrated wealth management platform driving sustainable growth

CAGR
27% ▲



¹Capital Markets segment includes Asset Services and Institutional Equities (IE) & Investment Banking (IB)

Profitability: 44% CAGR led by strategic investments & expense discipline, enabling operating leverage

Investments in areas of growth

(Rs in million)

Wealth Management, Asset Management

CAGR
44% ▲

Continued focus on operating efficiency

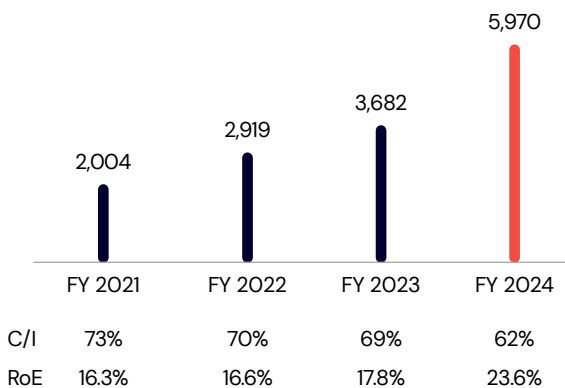
Reduced Cost to Income **73%** **62%**

Efficient utilisation of capital

Improved Return on Equity **16.3%** **23.6%**

Leveraging Integrated Platform

One Nuvama, enabling delivery of right solutions to clients



■ FY 2021 ■ FY 2024

Key Strengths and our Strategic Advantage

Experienced Promoters with strong management team

Nuvama benefits from the unparalleled expertise and financial strength of PAG, a leading investment firm with over USD 55 billion in AUM. This strategic partnership is further bolstered by our experienced management team with a visionary approach and proven track record across diverse market cycles.

Integrated and differentiated platform

Over the years, we have built a scalable and integrated platform that provides a diverse range of services tailored to meet the varied needs of our clients. This comprehensive approach sets us apart, attracting top relationship managers who seek more than traditional investment product distribution roles. Our integrated platform enables us to innovate and offer unique solutions, leveraging our in-depth understanding of our clients' wealth and specific requirements. Organised in a client-centric manner, we prioritise the client as the core unit, ensuring efficient and seamless delivery of these bespoke solutions.

Scaled & multi-client segments with reach across India

Nuvama is the preeminent pure-play wealth manager for the affluent, HNI and UHNI client segments. We cover segments that constitutes majority (80%) of the wealth. Our deep client relationships, cultivated over a decade and extensive reach across 450 locations enable us to deliver solutions tailored to unique client needs. With client assets of Rs ~3.5 trillion, we serve 1.2 million HNI/

Affluent individuals, 3,600+ UHNI families and 1,000+ corporates and institutions.

Proven execution with diversified revenue streams and strong capital base

Our revenue for all the three segments has consistently grown over last four years. These diversified revenue streams help in driving secular business growth and provides reasonable cushion to absorb any systematic risk.

Robust Technology Platform

We harness the power of technology to deliver a superior client experience. Our full-stack platform spans the entire value chain, offering capabilities including digital onboarding, straight-through transaction processing, efficient servicing, robust engagement tools, and comprehensive transaction and portfolio reporting. Our investments in the above technology platforms over years have helped enhance our process efficiency and achieve operational excellence.

Performance Highlights- FY 2024

1. Revenues grew by 31% from Rs 15,754 million in FY 2022-23 to Rs 20,627 million in FY 2023-24.
2. Operating Profit After Tax (PAT) grew by 62% from Rs 3,682 million in FY 2022-23 to Rs 5,970 million in FY 2023-24.
3. Cost to income ratio has improved from 69% in FY 2022-23 to 62% in FY 2023-24.
4. Return on Equity (RoE) increased from 17.8% in FY 2022-23 to 23.6% in FY 2023-24.

Financial Highlights FY 2023-24

(Rs in million)

Particulars	FY 2023-24	FY 2022-23	YoY %
Net Revenue	20,627	15,754	31%
Total Cost	12,791	10,865	18%
Operating Profit Before Tax (PBT)	7,836	4,889	60%
Operating Profit After Tax (PAT)	5,970	3,682	62%
RoE	23.6%	17.8%	
Cost to income ratio	62%	69%	
Net Worth	28,948	22,542	28%
Net Debt	46,396	32,967	41%

Key Operating Parameters

Particulars	As on March 31, 2024	As on March 31, 2023
Client assets (in Rs billions)	3,460	2,311
No. of clients – affluent and HNI	~ 1.2 million	~ 1.1 million
No. of families – UHNI	3,600+	3,100+
RM count	1,222	992

Closing Client Assets- by Segment

(Rs in billion)

Particulars	FY 2023-24	FY 2022-23
Wealth Management	2,478	1,820
Asset Management	70	56
Capital Markets (Asset Services)	912	435

Segment-wise Performance

(Rs in million)

Segment	FY 2023-24	FY 2022-23
	Revenue	Revenue
Wealth Management	11,881	10,159
Asset Management	626	682
Capital Markets	8,050	4,894

Excludes minor amount towards corporate and eliminations

Wealth Management

In Wealth Management, our platform continues to attract talent. Currently, our relationship manager count stands at ~1,200. We have deepened our presence in existing markets while also adding offices in new cities. We have also initiated on launch of our offshore proposition.

- Revenues grew by 17% from Rs 10,159 million in FY 2022-23 to Rs 11,881 million in FY 2023-24.
- Operating PBT grew by 24% from Rs 3,360 million in FY 2022-23 to Rs 4,158 million in FY 2023-24.
- Client Assets grew 36% from Rs 1,820 billion as at end of FY 2022-23 to Rs 2,478 billion in FY 2023-24.
- Added ~230 new RMs this fiscal, taking our RM count to 1,200+.
- Nuvama Wealth: Revenues and net flows from Managed Products & Investment Solutions (MPIS) remains robust. In FY 2023-24, MPIS contributed 86% of the total new flows.
- Nuvama Private: Revenue and net flows from Annual Recurring Revenue (ARR) earning assets continues to grow at a faster rate. ARR revenues were 57% of total revenues.

Asset Management

In Asset Management, our focus has been on completing our product suite and broadening distribution channels. We announced the launch of our new Commercial Real Estate (CRE) fund of Rs 3,000 crore in January 2024. It is a 50:50 joint venture with Cushman and Wakefield, a leading global commercial real estate services firm, managing over 5.1 billion square feet of commercial real estate space globally.

- Revenues (ex-carry) grew by 34% from Rs 368 million in FY 2022-23 to Rs 494 million in FY 2023-24.
- AUM: Rs 70 billion as at end of FY 2023-24, grew by 25% YoY, of which Public Markets AUM stood at Rs 21 billion, grew by 155% YoY.

Capital Markets

In Capital Markets, we retained one of the leading positions in respective segments, capitalising on the favourable market environment. Robust primary & secondary capital markets and increased market share led to the growth in business revenue and profitability.

- Revenues grew 64% from 4,894 million in FY 2022-23 to Rs 8,050 million in FY 2023-24.

- Operating PBT grew by 180% from 1,344 million in FY 2022-23 to Rs 3,763 million in FY 2023-24.
- Client Assets for Asset Services grew 109% to Rs 912 billion in FY 2023-24

Business Outlook

The Company is well-positioned in the evolving wealth management landscape, leveraging its scale and comprehensive platform capabilities. We anticipate sustained growth momentum in FY 2024-25, buoyed by India's ongoing reforms and the government's focus on business stability, industrialisation, infrastructure development, employment creation, and an expanding digital economy. We expect wealth creation to outpace economic growth, driven by financialisation and the growing penetration of organised wealth management. With our strong fundamentals, our business is strategically

positioned to capitalise on favourable market trends for continued success.

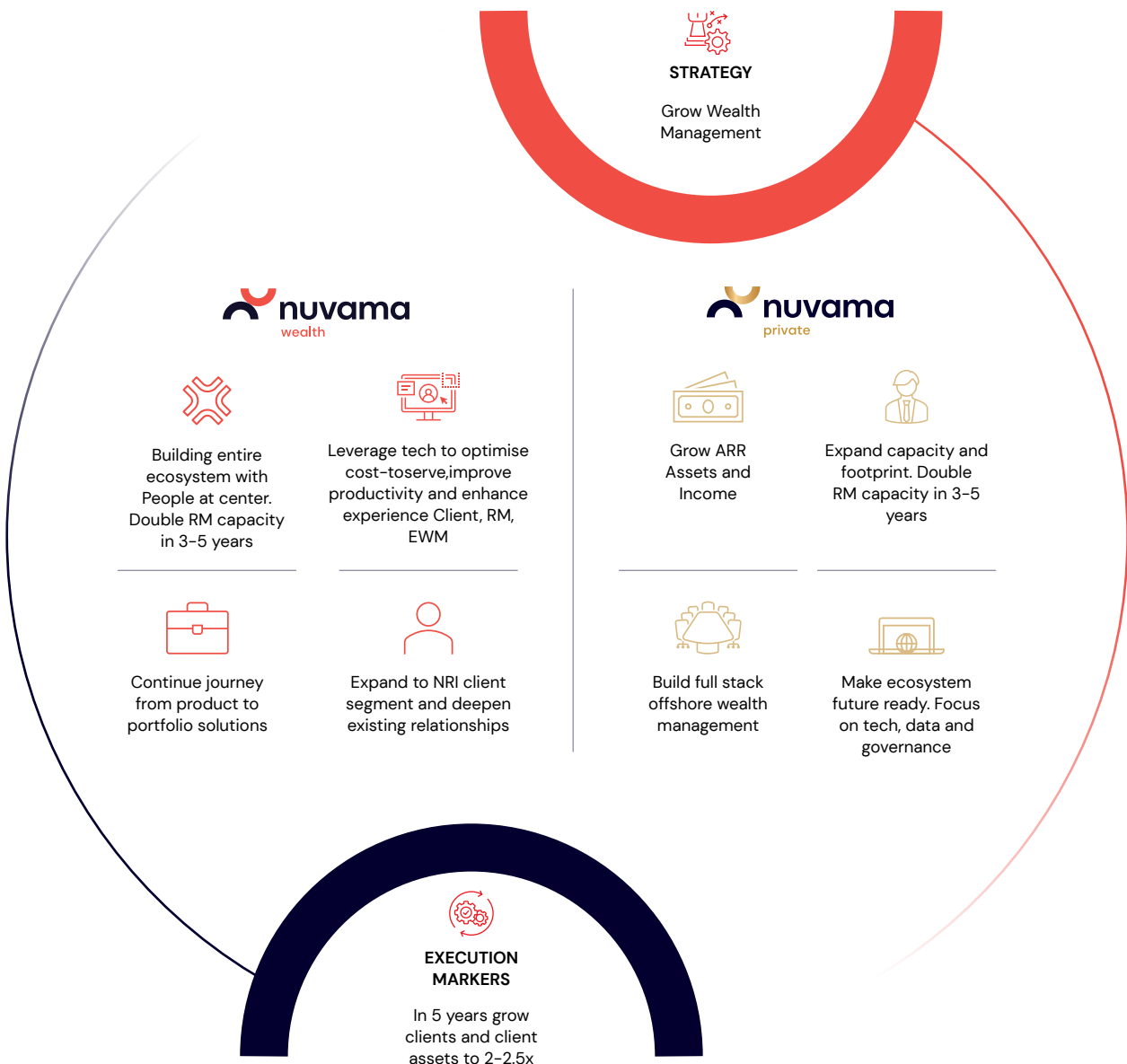
We are focussed on expanding our Wealth Management and Asset Management segments, recognising them as pivotal drivers of our growth strategy, while maintaining our leadership in capital markets. We are confident in the long-term growth prospects of the Wealth Management industry in India and are striving to expand our capacity and capabilities to maintain our leadership position. We aim to leverage operational efficiencies to achieve significant improvement in our cost-to-income ratio.

In Asset Management we will continue to scale existing strategies by strengthening distribution and add newer strategies as per our roadmap.

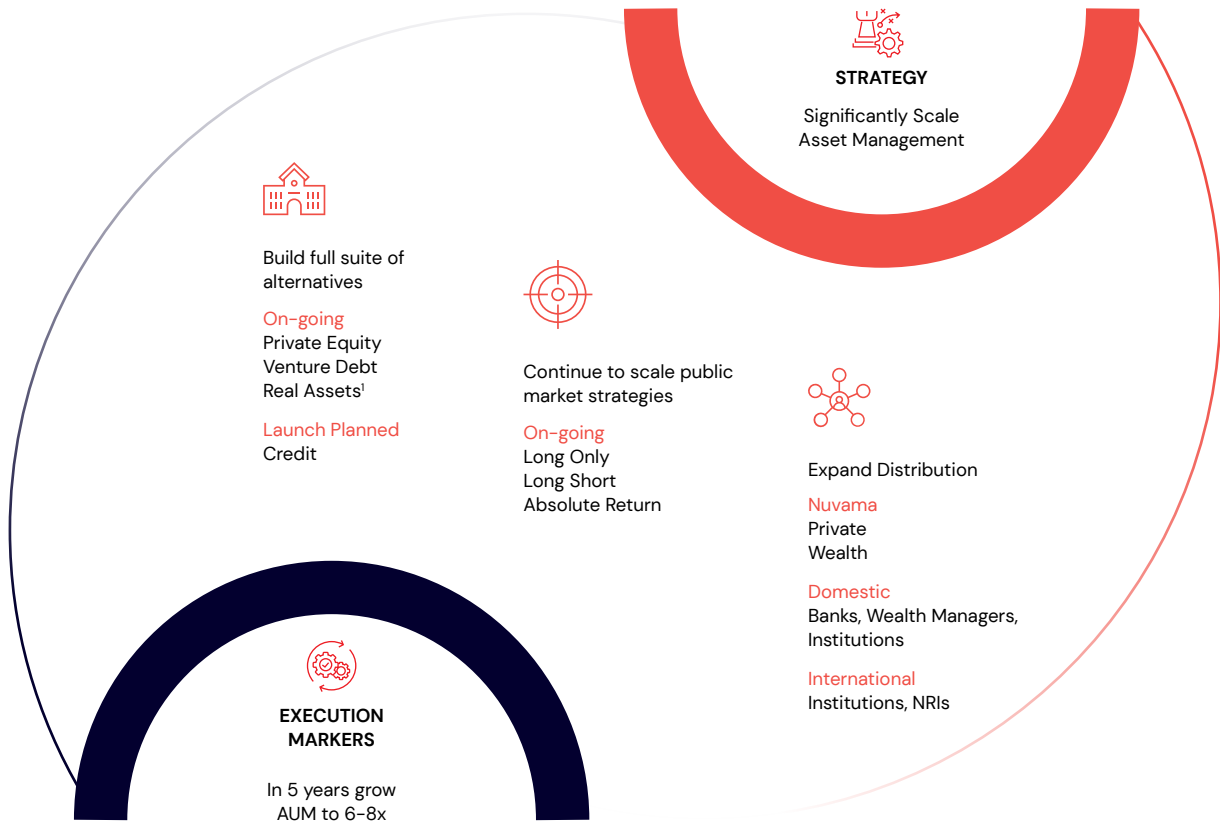
In Asset Services our focus is to grow clients, expand footprint and strengthen our product proposition.

Well defined trajectory for all businesses.

Wealth Management:



Asset Management:



¹ Commercial Real Estate Fund – JV with Cushman & Wakefield

Asset Services & Custody/Clearing:



Risk Management

The Company has a robust Risk Management framework for the timely and effective identification, assessment, management, and mitigation of key risks. Our Risk Management Committee monitors and oversees the implementation of the risk management policy, including evaluating the adequacy of risk management controls and systems.

Each entity within the Company has implemented its own risk management policies tailored to its specific business scope and activities. The Company's risk management framework encompasses the primary foreseeable risks inherent in its operations, along with the corresponding mitigation strategies put in place to effectively manage and mitigate them. The key risks and their corresponding mitigation measures are mentioned below:

Risks	Description	Mitigation
Market Risk	We may face potential financial losses which may impair our daily operations due to fluctuations in market variables such as but not limited to equity prices, interest rates, commodity prices etc.	<ul style="list-style-type: none"> Stringent risk limits on market exposures Stress testing and scenarios analysis Real-time risk monitoring
Credit Risk	We face credit risk, particularly in lending and investment activities and financial assets, which can impact our financial stability and profitability.	<ul style="list-style-type: none"> Onboarding of customers through credit appraisal and AML process Lending against high quality liquid collateral Ongoing monitoring of collaterals & loans
Operational Risks	We face various operational risks that could significantly impair our business, financial health, cash flows, operational outcomes, and future prospects.	<ul style="list-style-type: none"> SOPs devised for the process / activities Sound internal control practices across all processes, units/functions Periodic review of various processes Strong Culture of reporting exceptions
Fraud Risk	We encounter fraud risk stemming from various sources, including internal misconduct and external scams, which can lead to financial losses, legal repercussions, and damage to customer trust if not effectively managed.	<ul style="list-style-type: none"> Periodic fraud risk assessment for vulnerability and enhancing control environment Strong Culture of reporting frauds Whistle Blower and Vigil Mechanism policy to highlight fraudulent activities
Liquidity Risk	The possibility of insufficient financial resources and inadequate liquidity may hinder us from fulfilling our obligations.	<ul style="list-style-type: none"> Cash Flow Planning and Monitoring Diversification of borrowing sources Ensuring optimum level of liquidity cushion and maintain positive ALM across buckets
Regulatory Risks	We are subject to extensive statutory and regulatory requirements and supervision by government bodies and various regulatory authorities, such as the SEBI, Stock Exchanges, and the RBI. Any changes in regulations or adverse actions by regulators can significantly impact our business operations.	<ul style="list-style-type: none"> Dedicated Compliance team to interpret regulations, submit regulatory returns and interface with Regulators Regulatory changes tracked and implementation ensured Periodic review of various processes to ensure regulatory compliance Audit team to identify regulatory gaps, if any

Risks	Description	Mitigation
Technology Risks	The failure or disruption of our IT systems or cyber threats could have adverse effects on our business, financial condition, cash flows, results of operations, and prospects.	<ul style="list-style-type: none"> Independent Audit of systems as per ISMS standard Periodic Information Security review & strong governance for closure of observation Well-defined BCP-DR framework & BCP setup is in place
People Risk	The Company faces challenges related to people risk, including talent turnover, skill gaps, and succession planning challenges, which can disrupt operations and pose obstacles to long-term growth.	<ul style="list-style-type: none"> Efficient Talent Management strategies – acquisition, development, engagement & retention Succession planning of critical people Critical talent engagement/retention
Reputational Risks	If research disseminated or advice provided by us contains errors, it may lead to complaints from clients and cause reputational damage to our brand. We could be subject to claims by clients or actions by regulators or both for alleged mis-selling.	<ul style="list-style-type: none"> Stringent quality checks and guardrails to prevent errors and mis-selling. Prompt redressal of complaints in a fair manner Escalation to senior management wherever required Monitoring media coverage and proactively address any negative press or misinformation

Internal Control Systems and their Adequacy

The Company has implemented robust policies and procedures to ensure that its system of internal controls, including internal financial controls, is commensurate with the nature, size and complexities of the Company's business. The system of Internal Financial Controls is designed to ensure the effectiveness and efficiency of operations, providing financial and operational information, safeguarding assets, preventing and detecting fraud and errors, ensuring the accuracy and completeness of accounting records, and compliance with applicable laws and regulations.

The internal control system operates on the principle of three lines of defence. The first line of defence consists of the Business, Operations, and IT units, responsible for the proper and effective implementation of policies and controls. They are responsible for identifying and managing risks within their respective departments or business areas. The second line of defence comprises control functions such as Risk Management and Compliance, which establish necessary policies and controls. They provide oversight over the first line of defence to ensure compliance and effectiveness. The Internal Audit, serving as the third line of defence, operates independently from both business and risk functions. It conducts impartial evaluations and assessments of the first two lines of defence.

The internal control system is regularly tested and reviewed by the internal auditors, an independent external firm collaborating closely with the Internal Audit Department and reviewed by the Audit Committee of the Board. Internal audits comprehensively cover key business areas, including Operations, Risk Management, Compliance, information technology, finance and accounts, and other enterprise functions. Audit observations, including those pertaining to subsidiaries, along with subsequent action reports are reviewed by the Audit Committee on a quarterly basis.

The Company believes that these systems provide reasonable assurance regarding the adequacy and effective operation of its internal controls as intended.

Technology Adoption

Technology is vital for delivering services and superior client engagement. It is used across all business segments and enterprise functions, including client applications, middleware, and core applications. We continually invest in technology-driven innovations to enhance customer experience and digitisation for greater efficiency. Our in-house information security team, supported by top-tier security tools, strengthens our defences. We have a "zero trust" security approach, ensuring thorough scrutiny of all access requests. We prioritise cloud security with robust access controls and encryption mechanisms. Key initiatives in FY 2023-24 include cybersecurity

enhancements, regulatory compliance adherence, operational efficiency improvements, and the launch of a highly rated reporting app for private clients.

For further information on Technology, please visit page 32 of the Annual Report

Human Resources

Our employees are our backbone and most valuable assets in our growth journey. At Nuvama, they drive our success, and we nurture them with care and foresight.

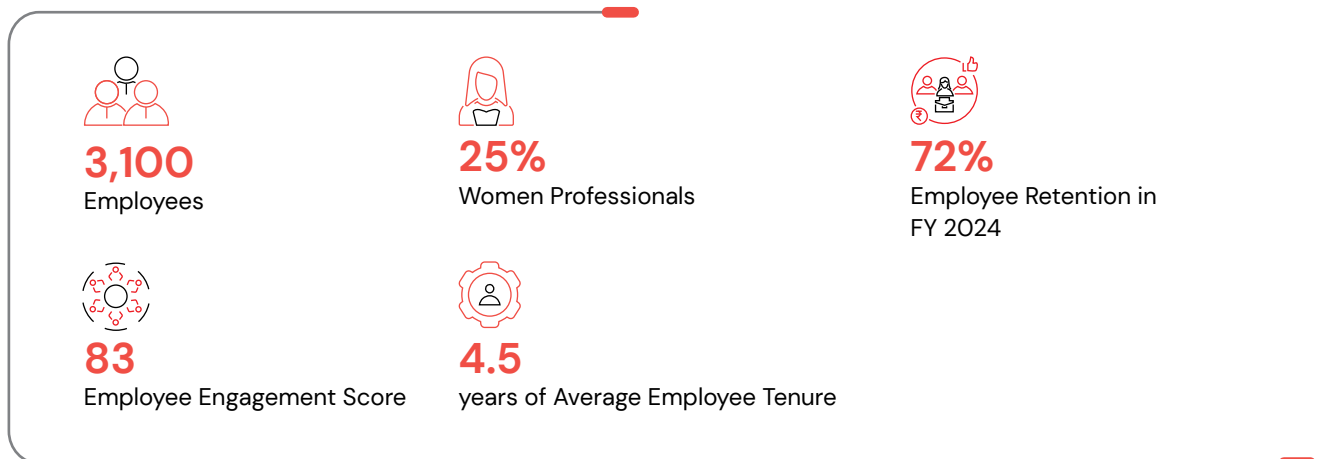
We focus on attracting, nurturing, and retaining the best talent across diverse business groups. Our rigorous recruitment ensures each team member embodies Nuvama's values and vision. We have always believed in meritocracy led culture, recognising and rewarding excellence. We value performance, integrity, and innovation, fostering an entrepreneurial spirit and a dynamic environment for sustainable growth.

Our talent management framework adapts to emerging trends and challenges, equipping our team with essential skills and knowledge. We offer upskilling programmes, cross-functional exposure, and innovative learning platforms. In FY 2023-24, 950 employees received Functional and Behavioural Training, and 150 participated in Governance sessions.

As an equal opportunity employer, we promote fairness and inclusivity, with 25% women professionals and a diverse age demographic. Nuvama listens to employees, prioritising well-being through initiatives like annual health check-ups, mental well-being platforms, fitness partnerships, "Happiness Leave," and comprehensive maternity benefits.

As of March 31, 2024, Nuvama's total employee strength was 3,104.

For further information on Human Resources, please visit page 40 of the Annual Report



Cautionary Statement

The Management Discussion and Analysis may contain some statements describing the Company's objectives, plans, projections, estimates, and expectations which may be 'forward-looking statements' within the meaning of applicable securities laws and regulations and are based on informed judgments and estimates. Actual results may differ materially from those expressed or implied due to external and internal factors, various risks

and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India, volatility in interest rates, new regulations and government policies that may impact the Company's business. The Company does not undertake any obligation to publicly amend, modify, or revise these forward-looking statements based on subsequent developments, information, or events.

Directors' Report

To the Members,

The Directors of your Company hereby present their 31st Annual Report together with the Audited Financial Statements for the Financial Year ('F.Y.') ended March 31, 2024:

FINANCIAL HIGHLIGHTS

The summary of the Company's financial performance, both on a consolidated and standalone basis, for the F.Y. 2023-24 as compared to the previous F.Y. 2022-23 is given below:

(Rs. in million)

Particulars	Consolidated		Standalone	
	2023-24	2022-23	2023-24	2022-23
Revenue from operations	31,509.84	22,147.18	6,540.83	3,504.69
Other income	67.36	156.75	1.01	437.49
Total income	31,577.20	22,303.93	6,541.84	3,942.18
Total expenses	23,478.63	18,252.52	5,466.54	3,871.16
Profit before share in profit / (loss) of associate and joint venture and tax	8,098.57	4,051.41	1,075.30	71.02
Share in profit of associate	32.53	9.53	-	-
Share in profit / (loss) of joint venture	(11.08)	-	-	-
Profit Before Tax	8,120.02	4,060.94	1,075.30	71.02
Tax expenses	1,871.60	1,010.25	94.38	8.04
Profit for the year	6,248.42	3,050.69	980.92	62.98
Other comprehensive income	(71.01)	31.13	(79.80)	(2.28)
Total comprehensive income	6,177.41	3,081.82	901.12	60.70
Profit / (loss) for the year attributable to:				
• Owners of the Company	6,253.21	3,050.91	-	-
• Non-controlling interest	(4.79)	(0.22)	-	-
Other comprehensive income for the year attributable to:				
• Owners of the Company	(71.03)	31.13	-	-
• Non-controlling interest	0.02	(0.00)	-	-
Total comprehensive income for the year attributable to:				
• Owners of the Company	6,182.18	3,082.04	-	-
• Non-controlling interest	(4.77)	(0.22)	-	-
Opening Balance of Retained earnings	(7,089.68)	(10,080.06)	(12,683.10)	(12,796.70)
Add: Profit for the year	6,253.21	3,050.91	980.92	62.98
Add: Other comprehensive income for the year	6.34	(15.72)	5.09	(2.28)
Add: Adjustment pursuant to Scheme of arrangement	12,353.58	-	12,353.58	-
Add: Other adjustments	87.65	(44.81)	197.66	52.90
Closing Balance of Retained earnings	11,611.10	(7,089.68)	854.15	(12,683.10)

For details, refer section on Financial Statements

Transfer to Reserve

During the year under review, the Board of Directors did not recommend transfer of any amount to any reserve.

REVIEW OF BUSINESS & OPERATIONS, THE STATE OF AFFAIRS OF THE COMPANY AND MACRO-ECONOMIC OUTLOOK

The Company reported consolidated net revenue of Rs. 20,627 million for the F.Y. 2023-24 which was up by 31% as compared to the previous F.Y. The revenue streams continue to be diversified across our 3 business segments namely Wealth Management, Asset Management and Capital Markets. The consolidated operating profit after tax of Rs. 5,970 million, for the F.Y. 2023-24, is up by 62% as compared to the previous F.Y. For further details, you may refer the Management Discussion & Analysis Report which forms part of this 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 occurred between the end of the F.Y. 2023-24 to which the financial statements relate and the date of this Annual Report.

DIVIDEND

The Company did not declare any dividend till the last Board Meeting held on May 10, 2024.

Pursuant to Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a Dividend Distribution Policy has been formulated and the same is available on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2023/08/Nuvama-Dividend-Distribution-Policy.pdf>

SCHEME OF ARRANGEMENT BETWEEN THE COMPANY AND EDELWEISS FINANCIAL SERVICES LIMITED

The Board of Directors of the Company at their meeting held on May 13, 2022, approved the Scheme of Arrangement between the Company with Edelweiss Financial Services Limited ('EFSL') and their respective shareholders and creditors ('the Scheme'), under Sections 230 - 232 and other applicable provisions of the Companies Act, 2013 ('the Act') which, envisaged demerger of the wealth management business of EFSL with the Company.

The National Company Law Tribunal ('NCLT'), Mumbai Bench, sanctioned the Scheme vide its Order dated April 27, 2023, and the effective date of the Scheme was May 18, 2023.

Upon the Scheme coming into effect and in consideration of the transfer and vesting of the wealth management business with the Company, 1,05,12,660 equity shares of Rs. 10 each held by EFSL in the Company were extinguished and cancelled and the shareholders of EFSL whose names appeared in the Register of Members on the Record Date i.e. June 2, 2023 were allotted 1,05,28,746 equity shares of Rs. 10 each of the Company.

Pursuant to the Scheme, the equity shares of the Company were listed on BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') on September 26, 2023.

SHARE CAPITAL

Authorized Capital:

The Authorized Share Capital of the Company as on March 31, 2024, stood at Rs. 20,00,00,00,000 divided into

1,20,00,000 preference shares of Rs. 1,000 each; 4,60,000 preference shares of Rs. 10 each and 79,95,40,000 equity shares of Rs. 10 each.

During the period under review, there was no change in the Authorized Share Capital of the Company.

Issued, Subscribed and Paid-up Share Capital

a. Allotment pursuant to Scheme of Arrangement:

Consequent to the Scheme of Arrangement sanctioned by NCLT, Mumbai Bench, vide its Order dated April 27, 2023, the following changes were effected in the paid-up share capital of the Company on June 9, 2023:

- i. extinguishment and cancellation of 1,05,12,660 equity shares of Rs. 10 each held by EFSL in the Company.
- ii. allotment of 1,05,28,746 equity shares of Rs. 10 each to the eligible shareholders of EFSL whose names appeared in the Register of Members of EFSL as on the Record Date i.e. June 2, 2023.

b. Allotment pursuant to exercise of Employee Stock Options

During the year under review, the Company allotted 2,36,262 equity shares of Rs. 10 each pursuant to exercise of Employee Stock Options under the Nuvama Wealth Management Limited - Employee Stock Option Plan 2021 ('ESOP Scheme').

The shares allotted rank pari pasu with the existing share capital of the Company.

Accordingly, as on March 31, 2024, the issued, subscribed and paid-up share capital of the Company stood at Rs. 35,30,86,030/- consisting of 3,53,08,603 equity shares of face value of Rs. 10 each fully paid up.

EMPLOYEES STOCK OPTION SCHEME

The stock options granted to the employees of the Company/its subsidiaries/its associates are currently operated through Nuvama Wealth Management Limited - Employee Stock Option Plan 2021.

Consequent to the listing of the equity shares of the Company on BSE and NSE on September 26, 2023, the Company was required to ratify the ESOP scheme which was in place prior to the listing of equity shares to be in conformity with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('SBEB Regulations'), by obtaining approval of the Members of the Company before making any fresh grant under the ESOP Scheme. Further, the ESOP Scheme was also amended to include in the

definition of “employees”, as per the SBEB Regulations. The aforesaid ratification and amendment were approved by the Members of the Company via postal ballot on March 2, 2024.

A certificate from the Secretarial Auditor of the Company confirming that the ESOP Scheme has been implemented in accordance with the SBEB Regulations would be made available for inspection by Members through electronic means.

The relevant disclosures pursuant to Regulation 14 of the SBEB Regulations are uploaded on the website of the Company i.e. www.nuvama.com and the same would be available for inspection by Members through electronic means. Members can request the same by sending an email to secretarial@nuvama.com.

The relevant disclosures in terms of Ind AS 102, relating to the share based payment, forms part of Note 2.42 and 40.B of the Standalone Financial Statements and Consolidated Financial Statements of the Company respectively.

INTERNAL FINANCIAL CONTROLS

The Company has put in place adequate policies and procedures to ensure that the system of Internal Controls including Internal Financial Controls are commensurate with the nature, size and complexities of the Company's business and operation and the same are adequate and operating effectively.

The Company has system of Internal Financial Controls which provides a reasonable assurance in respect of providing financial and operational information, complying with applicable statutes, safeguarding of assets of the Company, prevention and detection of errors and frauds, accuracy and completeness of accounting records and ensuring compliance with corporate policies.

SUBSIDIARIES, ASSOCIATE AND JOINT VENTURE COMPANIES

As on March 31, 2024, the Company had 11 Subsidiaries, 1 Associate Company, 1 Joint Venture Company and the details are as under:

Sr. No.	Particulars	Type
Indian Companies		
1	Nuvama Clearing Services Limited	Wholly owned subsidiary
2	Nuvama Asset Management Limited	Wholly owned subsidiary
3	Nuvama Wealth Finance Limited	Wholly owned subsidiary
4	Nuvama Wealth and Investment Limited	Wholly owned subsidiary
5	Nuvama Capital Services (IFSC) Limited	Wholly owned subsidiary
6	Pickright Technologies Private Limited	Subsidiary

INTERNAL AUDIT

The Internal Auditors of the Company follow standards on Internal Audit along with guidelines issued by regulators and ensures compliance with Section 138 of the Act read with Rule 13 of the Companies (Accounts) Rules, 2014, as amended and notified from time to time. The Internal Audit function operates under the supervision of the Audit Committee of the Board.

The adequacy and effectiveness of internal controls system, compliance to internal and regulatory guidelines and risk management practices followed by the company is regularly tested and reviewed by the internal auditors. Internal Audit Reports and action taken reports thereon are reviewed by the Audit Committee and discussed. The Company believes that these systems provide reasonable assurance that the Company's internal controls, risk management and governance related systems and processes are adequate and are operating effectively as intended.

BORROWINGS

During the year under review, the Company had issued Commercial papers (listed as well as unlisted) from time to time.

The details of Credit Rating assigned to the various borrowing programmes forms part of the Corporate Governance Report which forms part of this Annual Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Act, read with the Companies (Meetings of Board and its Powers) Rules, 2014, are given in the Note no. 2.4 and 2.37 of the Standalone Financial Statements of the Company.

Sr. No.	Particulars	Type
Foreign Companies		
7	Nuvama Investment Advisors Private Limited	Wholly owned subsidiary
8	Nuvama Investment Advisors (Hong Kong) Private Limited	Wholly owned subsidiary
9	Nuvama Financial Services Inc.	Wholly owned subsidiary
10	Nuvama Financial Services (UK) Limited	Wholly owned subsidiary
11	Nuvama Investment Advisors LLC	Wholly owned subsidiary
Joint Ventures/Associate Companies		
12	Nuvama and Cushman & Wakefield Management Private Limited*	Joint Venture
13	Nuvama Custodial Services Limited	Associate

* Joint Venture through Nuvama Asset Management Limited

During the year under review, Nuvama Asset Management Limited, a wholly owned subsidiary of the Company entered into a joint venture agreement with Cushman and Wakefield India Private Limited and subsequently Nuvama and Cushman & Wakefield Management Private Limited was incorporated on September 4, 2023.

During the year under review, Nuvama Investment Advisors LLC ('NIALLC') became a wholly owned subsidiary of the Company with effect from September 6, 2023, consequent to the acquisition of 12,51,001 Class A Ordinary equity shares of USD 1 each and 100 Class B Ordinary equity shares of USD 1 each of NIALLC from EC International Limited.

The Company incorporated a wholly owned subsidiary with the name of Nuvama Wealth Management (DIFC) Limited in Dubai on June 4, 2024.

Details with regard to the Material Subsidiaries of the Company are given in the Corporate Governance Report which forms part of this Annual Report.

The Company's Financial Statements including the accounts of its subsidiaries which forms part of this Annual Report are prepared in accordance with the Act and Ind AS.

A report on the performance and financial position of each of the subsidiaries of the Company, as per the Act is provided in the prescribed Form AOC-1 which is annexed to the said Audited Consolidated Financial Statement

The Audited Financial Statements of the subsidiaries of the Company for the financial year ended March 31, 2024, are available on the website of the Company i.e. www.nuvama.com.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In line with Regulation 34 of the Listing Regulations, the Management Discussion and Analysis Report forms part of this Annual Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

In line with Regulation 34 of the Listing Regulations, the Business Responsibility and Sustainability Report forms part of this Annual Report.

CORPORATE SOCIAL RESPONSIBILITY ('CSR') INITIATIVES

The Company strongly believes in doing the right thing for all our stakeholders.

The Company's CSR focus areas during the year under review was, economic empowerment of women, education of children and community resilience and climate action with the following objectives:

- Promoting gender equality, empowering women and building measures to reduce inequalities faced by socially and economically backward groups.
- Creating income-generation opportunities.
- Promoting education and enhancing vocational skills, especially among children.
- Ensuring environmental sustainability, ecological balance and conservation of natural resources.

The Company and its subsidiaries strongly believe in creating a positive impact through the CSR space and it is our endeavour to deepen the same in the years to come.

The CSR Committee comprises of three Directors viz., Mr. Sameer Kaji, as Chairperson, Mr. Birendra Kumar and Mr. Shiv Sehgal, as Members in accordance with Section 135 of the Act.

The CSR Committee has formulated and recommended to the Board a CSR Policy indicating the CSR activities which can be undertaken by the Company and the same is available on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2024/03/CSR-Policy.pdf>

The Annual Report on CSR Activities of the Company pursuant to Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, outlining the CSR policy, the initiatives undertaken by the Company during the year is given in **Annexure 1** to this Report.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

DIRECTORS

a. *Composition of Board*

As on March 31, 2024, the Board of Directors of the Company comprised of eleven (11) Directors out of which two (2) are Executive Directors, four (4) are Non-executive Non-Independent Directors (Nominee Director), five (5) are Independent Directors including one (1) Independent Woman Director. The complete list of Directors of the Company is provided in the Corporate Governance Report which forms part of this Annual Report.

The Board composition is in compliance with the requirements of the Act and the Listing Regulations. The Board is of the opinion that the Independent Directors of the Company are persons of integrity with requisite expertise and experience (including the proficiency).

b. *Cessation:*

During the year under review, Mr. Sujey Subramanian – Non-executive Non-Independent Director and Mr. Kunnasagaran Chinniah– Independent Director, resigned from the Board of the Company with effect from May 1, 2023. The Board placed on record its appreciation for the contribution made by them during their tenure on the Board of the Company.

Mr. Ramesh Abhishek – Nominee Director resigned from the Board of the Company with effect from June 10, 2024. The Board placed on record its appreciation for the contribution made by him during his tenure on the Board of the Company.

c. *Appointment:*

During the year under review, the Board of Directors on the recommendation of the Nomination and Remuneration Committee ('NRC') appointed Mr. Sameer Kaji and Mr. Kamlesh Vikamsey as Additional Directors (Non-executive – Independent) with effect from May 1, 2023 and May 30, 2023, respectively. Subsequently, the Members at the 30th AGM of the Company held on June 1, 2023, approved their appointment as Independent Directors.

d. *Directors liable to retire by rotation:*

In accordance with Section 152 of the Act and the Articles of Association of the Company,

Mr. Ashish Kehair and Mr. Aswin Vikram are liable to retire by rotation at the ensuing AGM and being eligible have offered themselves for re-appointment. The Board recommends their re-appointment for the approval of the Members.

e. *Re-appointment:*

Mr. Ashish Kehair was appointed as the Managing Director & Chief Executive Officer ('MD & CEO') on the Board of Directors of the Company with effect from September 21, 2021, for a period of 3 years. The tenure of Mr. Kehair as the MD will expire on September 20, 2024. Considering that Mr. Kehair has been instrumental in shaping Nuvama Group's strategic direction and expansion of business across geographies, the Board based on the recommendation of the NRC and in accordance with the Act and the Listing Regulations approved the re-appointment of Mr. Kehair as the MD & CEO of the Company for a further term of 3 years, with effect from September 21, 2024, subject to the approval of the Members of the Company at the ensuing AGM.

Mr. Shiv Sehgal was appointed as an Executive Director ('ED') on the Board of Directors of the Company with effect from January 11, 2022, for a period of 3 years. The tenure of Mr. Sehgal as an ED will expire on January 10, 2025. Considering that Mr. Sehgal is responsible for the Capital Market businesses which includes Institutional Equities (covering sales, research and trading) and Asset Services, the Board based on the recommendation of the NRC and in accordance with Act and the Listing Regulations approved the re-appointment of Mr. Sehgal as an ED of the Company for a further term of 3 years, with effect from January 11, 2025, subject to the approval of the Members of the Company at the ensuing AGM.

KEY MANAGERIAL PERSONNEL

a. *Composition of Key Managerial Personnel*

As on the date of the report, Mr. Ashish Kehair, Managing Director & CEO, Mr. Shiv Sehgal, Executive Director, Mr. Bharat Kalsi, Chief Financial Officer and Ms. Sneha Patwardhan, Company Secretary, are the Key Managerial Personnel pursuant to Section 203 of the Act and Rules made thereunder.

b. *Appointment and Cessation of Key Managerial Personnel*

Mr. Mihir Nanavati ceased to be the Chief Financial Officer of the Company with effect from May 14, 2024 and Mr. Bharat Kalsi was appointed as the Chief Financial Officer of the Company with effect from May 15, 2024.

During the year under review, Ms. Pooja Doshi was appointed as the Company Secretary of the Company with effect from May 25, 2023 and she ceased to be the Company Secretary with effect from July 14, 2023. Subsequently, Ms. Sneha Patwardhan was appointed as the Company Secretary of the Company with effect from July 15, 2023.

MEETING OF DIRECTORS

Meetings of the Board of Directors

During the year under review, seven (7) meetings of the Board of Directors were held. The details of the meetings are given in the Corporate Governance Report which forms part of this Annual Report.

Evaluation of the Performance of the Board

The annual evaluation process of the Board of Directors, individual Directors and Committees was conducted in accordance with the provision of the Act and the Listing Regulations.

The Board evaluated its performance after seeking inputs from all the Directors on the basis of certain criteria such as the Board composition, effectiveness of Board processes, knowledge, experience, competency etc. of the Directors. The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of certain criteria such as the roles and responsibilities of the Members, composition of committees, effectiveness of committee meetings, etc.

The Board reviewed the performance of individual Directors on the basis of certain criteria such as the contribution of the individual Director to the Board and Committee Meetings in the form of participation in the deliberations and providing constructive contribution like preparedness on the issues to be discussed, meaningful and constructive contribution, deliberation and inputs in meetings, etc. The Board noted that the overall evaluation was positive and the Board as a whole comprised of qualified and experienced directors functioning cohesively as a team.

In a separate meeting of Independent Directors, performance of the Non-Independent Directors and the Board as a whole was evaluated. Additionally, they also evaluated the Chairperson of the Board, taking into account the views of the Executive and Non-executive Directors. The Board also assessed the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The above evaluation was then discussed in the Board Meeting and performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

Declaration by Independent Directors

The Board took on record the necessary declarations from all the Independent Directors of the Company as required, pursuant to Section 149(7) of the Act and Regulation 25 (8) of the Listing Regulations, stating that they meet the criteria of independence laid down in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

All the Independent Directors of the Company have registered themselves on the Independent Directors' Databank mandated by the Indian Institute of Corporate Affairs as per the requirements of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Familiarization Programme for the Independent Directors

Details of the Familiarization Programme are provided in the Corporate Governance Report which forms part of this Annual Report and are also available on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2024/05/Familiarisation-programme-of-Independent-Director.pdf>

Nomination and Remuneration Policy

The Board has formulated a Nomination and Remuneration Policy which lays down the framework for appointment criteria, removal, retirement and remuneration of Directors, Key Managerial Personnel and Senior Management Personnel.

The Nomination and Remuneration Policy is given in **Annexure 2** to this Report and is also available on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2024/05/Nomination-and-Remuneration-Policy.pdf>

COMMITTEES OF THE BOARD

The various Committees constituted pursuant to provisions of the Act and the Listing Regulations are provided in the Corporate Governance Report which forms part of this Annual Report.

RISK MANAGEMENT

Risk Management of the Company establishes the philosophy towards risk identification, analysis and prioritization of risks, development of risk mitigation plans and reporting on the risk environment.

The Company has put in place a Policy for identification of internal and external risks including financial, operational, sectoral, information, cyber security, people, infra risks and any other risks as may be determined by the Risk Management Committee/Board. The Policy details the measures for risk mitigation, including systems and processes for internal control of identified risks and business continuity planning.

Internal Audits monitor and conduct periodic evaluations of the risk management, internal control and compliance activities to ensure the adequacy of risk controls and appropriate risk governance. The Board and the Risk Management Committee of the Company are entrusted with the responsibility to review, assess and oversee the implementation of risk management policies and practices.

During the year under review, the Risk Management Committee has not identified any element of risk which in its opinion may threaten the existence of the Company. The Company's internal control systems are commensurate with the nature of its business, size and complexity of its operations.

RELATED PARTY TRANSACTIONS

All contracts/arrangement/transactions entered by the Company during the F.Y. 2023-24 with the related parties were in compliance with the applicable provisions of the Act and the Listing Regulations. Omnibus approval of the Audit Committee is obtained for all related party transactions which are foreseen and of repetitive nature. Pursuant to the said omnibus approval, details of transactions entered into are also reviewed by the Audit Committee on a quarterly basis.

During the year under review, all contracts/arrangements/transactions entered into by the Company with related parties were in ordinary course of business and on an arm's length basis. None of the transactions required members' prior approval under the Act or the Listing Regulations. There were no material related party transactions by the Company during F.Y. 2023-24. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable.

The Company has also put in place necessary mechanism and has formulated a policy on materiality of related party transactions and on dealing with related party transactions, in line with the requirements of Regulation 23 of the Listing Regulations. This Policy provides a framework to ensure proper identification, approval, and subsequent modification of the Related Party Transactions and the said policy is available on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2023/08/Nuvama-Policy-on-dealing-with-Related-Party-Transactions.pdf>

ANNUAL RETURN

Pursuant to Section 92(3) of the Act and the Rules made thereunder and amended from time to time, the Annual Return of the Company for the financial year ended March 31, 2024 in prescribed Form MGT-7, is available on the website of the Company i.e. www.nuvama.com

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars on energy conservation, technology absorption and foreign exchange earnings and outgo are annexed as **Annexure 3** to this Annual Report.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

Pursuant to 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 formulated a Vigil Mechanism/ Whistle Blower Policy for Directors and Employees of the Company to facilitate responsible and secure reporting of genuine concerns providing adequate safeguards against victimisation of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases.

The Vigil Mechanism is overseen by the Audit Committee and the same is available on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2023/08/Nuvama-Whistle-Blower-Vigil-Mechanism-Policy.pdf>

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company is committed to establishing and maintaining a congenial, safe and fair work environment that is free from discrimination, intimidation and sexual harassment of women at workplace.

Focused efforts have been put to be fully compliant with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH Act') and the Rules framed thereunder and creating a culture of Zero Tolerance towards any untoward act or behaviour which is in violation to the provisions of the POSH Act.

The Company has complied with the provisions relating to the constitution of the Internal Complaints Committee pursuant to the POSH Act.

The Company has established a detailed framework for adherence of the POSH Act, which includes formulating a detailed Policy, Investigation & Redressal mechanism, constitution of Internal Committees and training of all Internal Committee members and other Senior Leaders.

All employees are also required to undergo a detailed e-learning module on the key aspects of Prevention of Sexual Harassment Policy.

The details of complaints pursuant to Section 22 of the POSH Act for F.Y. 2023-24 are as under:

- a) Number of complaints received during the year: 0
- b) Number of complaints disposed of during the year: 0
- c) Number of cases pending as on end of the year: 0
- d) Nature of action taken by the employer or district officer: Not Applicable

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in **Annexure 4** to this Annual Report.

In terms of first proviso to Section 136 of the Act, this Annual Report is 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 will be available for inspection by Members in electronic mode. Members can inspect the same by sending an e-mail to the Company at secretarial@nuvama.com.

AUDIT COMMITTEE

The Audit Committee comprises of four (4) Directors viz Mr. Kamlesh Vikamsey, Chairperson, Mr. Birendra Kumar, Mr. Navtej S. Nandra and Mr. Nikhil Kumar Srivastava as Members of the Committee. All the recommendations made by the Audit Committee were accepted by the Board.

The brief details of the Audit Committee are provided in the Corporate Governance Report which forms part of this Annual Report.

STATUTORY AUDITORS' AND AUDITORS' REPORT

Pursuant to Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the Members of the Company at its 30th AGM held on June 1, 2023, approved the re-appointment of M/s. S. R. Batliboi & Co. LLP (Firm Registration Number - 301003E/E300005) as the Statutory Auditors' of the Company for a second term for a term of five years commencing from the conclusion of the 30th AGM till the conclusion of 35th AGM of the Company to be held in the year 2028.

Auditors' Report

The Report of the Statutory Auditors' on the financial statements does not contain any qualification, reservation, adverse remarks or disclaimer. The Notes to the Accounts referred to in the Statutory Auditors' Report are self-explanatory and therefore do not call for any further explanation including a matter of emphasis related to specific litigation. Further, pursuant to Section 143(12) of the Act, the Statutory Auditors' of the Company

have not reported any instances of fraud committed by its officers or employees.

SECRETARIAL AUDIT

Pursuant to Section 204 of the Act and the Rules made thereunder, the Board had appointed M/s. SVVS & Associates, Company Secretaries LLP, Practicing Company Secretaries to conduct Secretarial Audit of the Company for F.Y. 2023-24. The report of the Secretarial Auditor is annexed as **Annexure 5** to this Annual Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remarks, or disclaimer.

Pursuant to Regulation 24A of the Listing Regulations, a listed company is required to annex secretarial audit report of its material unlisted subsidiary to its Directors' Report. Accordingly, the Secretarial Audit Report of Nuvama Clearing Services Limited for the F.Y. 2023-24 is annexed as **Annexure 6** to this Annual Report.

FEMA COMPLIANCE

With reference to Master Direction on Foreign Investment in India and circulars issued thereunder by Reserve Bank of India ("RBI"), the Company has complied with the provisions for downstream investment from time to time. Accordingly, the Company has obtained certificate from statutory auditors in this regard pursuant to applicable guidelines issued by RBI.

CORPORATE GOVERNANCE REPORT

The Corporate Governance Report as stipulated under the Listing Regulations forms an integral part of this Report. The requisite certificate from M/s. SVVS & Associates Company Secretaries LLP, Practicing Company Secretaries confirming compliance with the conditions of Corporate Governance as stipulated under Listing Regulations is attached to the Corporate Governance Report which forms part of this Annual Report.

COMPLIANCE WITH THE SECRETARIAL STANDARDS

The Board of Directors affirm that the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors of the Company to the best of their knowledge, belief, ability and according to the information and explanation obtained by them, hereby confirm that:

- a) in the preparation of the annual financial statement for the F.Y. 2023-24, the applicable accounting standards had been followed and there were no material departures from prescribed accounting standards;

- b) Your Company has selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the F.Y. and of the profit of the Company for that period;
 - c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
 - d) the annual financial statement has been prepared on a going concern basis;
 - e) the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
 - f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- b) issue of equity shares with differential rights as to dividend, voting or otherwise, sweat equity shares;
 - c) maintenance of cost records as specified by the Central Government under Section 148 of the Act;
 - d) proceeding pending with National Company Law Tribunal under the Insolvency and Bankruptcy Code, 2016;
 - e) significant or material orders by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future;
 - f) instance of one-time settlement with any Bank or Financial Institution;
 - g) change in nature of business of the Company during the year;
 - h) transfer of any amount to Investor Education and Protection Fund; and
 - i) defaulted in repayment of loans from banks and financial institutions.

OTHER DISCLOSURE

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

- a) details relating to the deposits covered under Chapter V of the Act;

ACKNOWLEDGEMENTS

The Board acknowledges the valuable guidance and continued support extended by the Securities and Exchange Board of India, the Reserve Bank of India, Stock Exchanges, Ministry of Corporate Affairs, other government authorities, Banks and other stakeholders. Your Directors would also like to take this opportunity to express their appreciation for the dedicated efforts of the employees of the Company.

For and on behalf of the Board of Directors
Nuvama Wealth Management Limited
(formerly known as Edelweiss Securities Limited)

Ashish Kehair
 Managing Director & CEO
 DIN: 07789972

Shiv Sehgal
 Executive Director
 DIN: 07112524

Mumbai, July 9, 2024

Annexure – 1 to Directors’ Report

Annual Report on Corporate Social Responsibility (CSR) activities for the Financial Year 2023–24

1. Brief outline on CSR Policy of the Company:

The Company acknowledges the vital role local communities play to contribute to its growth and is committed to focus on their well-being. Our CSR endeavours are meticulously designed to enrich and empower the under privileged and marginalized communities, addressing pressing socio-economic, and environmental issues. By channelling resources into these initiatives, the Company aims not only to address immediate challenges but also to foster sustainable growth and value creation within these communities.

The Company’s CSR focus areas are as follows:

- i. **Community Resilience and Climate Action** – this initiative focused on bolstering community resilience and fostering sustainable wealth creation by employing an ‘entrepreneurship-led’ approach to instigate long-term and scalable impacts, particularly in the face of climate change-induced challenges,
- ii. **Education of children**– efforts were dedicated to create a supportive learning environment for students, foster lasting positive learning outcomes, and improve existing processes to provide quality learning opportunities for disadvantaged rural and urban children,

iii. **Women Empowerment** – encompassed initiatives such as providing access to informal savings and microfinance, ensuring protection against abuse, and advocating for the rights of women and children. These initiatives aimed to empower women and foster inclusive development by addressing systemic barriers and promoting gender equity.

iv. **Reducing Inequalities** – these efforts encompassed targeted interventions to address disparities in access to resources, opportunities, and rights, thereby promoting a more equitable society.

The Company’s programmes are guided by CSR Policy duly approved by the Board. This policy framework ensures that CSR initiatives align with the Company’s values and strategic objectives while also complying with the regulatory mandates outlined in Section 135 of the Companies Act, 2013. Moreover, a dedicated board-level committee oversees the implementation and monitoring of these programs, ensuring transparency, accountability, and effectiveness in achieving desired outcomes. The average net profit for the last three financial years was negative, calculated in accordance with the provisions of Section 198 of the Act. Accordingly, the Company was under no obligation to contribute towards CSR activities during F.Y. 2023–24.

2. Composition of the CSR Committee:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. Sameer Kaji	Chairperson-Independent Director	2	2
2.	Mr. Birendra Kumar	Member- Independent Director	2	2
3.	Mr. Shiv Sehgal	Member- Executive Director	2	2

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

Composition of CSR committee: <https://www.nuvama.com/investor-relations/corporate-governance/board-committees-constitutions/>

CSR Policy: <https://www.nuvama.com/wp-content/uploads/2024/O3/CSR-Policy.pdf>

CSR projects approved by the Board: <https://www.nuvama.com/wp-content/uploads/2024/O3/CSR-Policy.pdf>

4. Provide the executive summary along with the web-links of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 , if applicable

Not Applicable

5.	A	Average net profit/(loss) of the company as per section 135(5)	Rs. (6,46,65,934)
	B	Two percent of average net profit of the company as per section 135(5).	Not Applicable
	C	Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	Not Applicable
	D	Amount required to be set off for the financial year, if any	Not Applicable
	E	Total CSR obligation for the financial year (a+b-c).	Nil

6. a. Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): Nil
- 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)]: Nil
- e. CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	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.
NIL	NIL	Not Applicable	Not Applicable	NIL	Not Applicable

- f. Excess amount for set-off, if any:
Nil

Sr. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	Nil
(ii)	Total amount spent for the Financial Year	Nil
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. Details of Unspent CSR amount for the preceding three Financial Years:

Not Applicable

8. Whether any Capital Assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

No

Number of Capital assets created/ acquired – Not Applicable

The details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not Applicable

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per sub-section (5) of Section 135:

Not Applicable

For Nuvama Wealth Management Limited
(formerly known as Edelweiss Securities Limited)

Sameer Kaji
Chairperson – CSR Committee
DIN: 00172458
July 9, 2024

Shiv Sehgal
Executive Director
DIN: 07112524

Annexure – 2 to Directors' Report

Nomination and Remuneration Policy of Nuvama Wealth Management Limited

1. Introduction:

This Nomination and Remuneration Policy ('Policy') of Nuvama Wealth Management Limited ('the Company') is formulated as per the Companies Act, 2013 and the rules made thereunder ('the Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('Listing Regulations') and other applicable laws.

2. Objective and Purpose:

The objective and purpose of this Policy are:

- i. To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment/re-appointment of a Director of the Company and guiding the Board of Directors ('the Board') and the Nomination and Remuneration Committee ('the Committee') in this regard.
 - ii. To recommend candidates for appointment as Directors and Senior Management Personnel (SMP);
 - iii. To establish and review succession plans of the Board and SMP;
 - iv. Formulation of criteria for evaluation of Independent Director and the Board as a whole;
 - v. To recommend policy relating to appointment/re-appointment and removal of Directors and SMP;
 - vi. To recommend policy relating to the remuneration of the Directors and SMP / other employees to the Board;
 - vii. To review, determine and approve corporate goals, compensation and objectives relevant to the compensation of the Whole-time Directors and SMPs evaluating their performance in light of those goals and objectives.
- c. **'Committee'** means the Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, in accordance with the Act and applicable Listing Regulations.
 - d. **'Company'** means Nuvama Wealth Management Limited
 - e. **'Independent Director'** means a director referred to in Section 149(6) of the Act and rules thereunder, and Listing Regulations.
 - f. **'Key Managerial Personnel ('KMP')'** means following people, which includes people identified by the Company under provisions of the Act:
 - i) the Managing Director or Chief Executive Officer or manager
 - ii) Whole-time Director
 - iii) the Company Secretary;
 - iv) the Chief Financial Officer; and
 - v) any other person as defined under the Act from time to time.
 - g. **'Listing Regulations'** means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time
 - h. **'Policy'** means Nomination and Remuneration Policy
 - i. **'Senior Management Personnel'** means officers/personnel of the Company and includes:
 - i) KMP
 - ii) one level below the Chief Executive Officer and Managing Director who are members of the core management and functional heads
 - iii) any other officer as determined by the Committee and the Board from time to time.

3. Definitions:

- a. **'the Act'** means The Companies Act, 2013 as amended from time to time and the rules framed thereunder
- b. **'Board'** means Board of Directors of the Company

Words and expressions used and not defined in the Policy shall have the meanings as respectively assigned to them in respective laws.

4. General:

PART A: Appointment and removal of Directors, Key Managerial Personnel and Senior Management Personnel:

I. Appointment criteria and qualifications

- a. The Committee shall ascertain the integrity, qualification, expertise and experience of the person identified for appointment as Director, Senior Management Personnel and recommend to the Board his/her appointment. In this regard, the Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
- b. A person to be appointed, as Director, Senior Management Personnel should possess adequate qualification, expertise and experience for the position he/she is considered for.
- c. A person, to be appointed, as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors/areas relevant to the Company, ability to contribute to the Company's growth and complementary skills in relation to the other Board members.
- d. For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended for such role shall meet the description and should possess skills and other disciplines related to company's business.
- e. The Company shall appoint or continue the employment of a person as managing director /whole-time director and non-executive Director who has not attained the maximum age of retirement as prescribed under Applicable Laws.
- f. A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company, with the permission of the Board.

- g. The Company shall not appoint any resigning Independent Director, as whole-time director, unless a period of one year has elapsed from the date of resignation as an Independent Director.
- h. The term/tenure of the Directors and Senior Management Personnel/ other employees shall be in accordance with the applicable Laws and their respective contracts/ terms of appointment (and shareholders and/or government approvals, wherever applicable).

II. Removal:

Due to reasons for any disqualification mentioned in the Act or Listing Regulations or any other applicable law, the Committee may recommend to the Board with reasons recorded in writing, removal of a Director and Senior Management Personnel subject to the provisions and compliance of the Act, Listing Regulations or any other applicable laws.

III. Retirement:

The Directors and Senior Management Personnel shall retire as per the applicable provisions of the Act, any other applicable law and relevant policies of the Company. The Board will have the discretion to retain the Directors and Senior Management Personnel in the same position / remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company, subject to approvals as required under the Act, Regulations or any other applicable laws.

Part B: Remuneration of Directors, Key Managerial Personnel and Senior Management Personnel:

I. Remuneration of the Independent Directors & Non-executive Directors

- The Independent Directors & Non-executive Directors are eligible for sitting fees for attending the meetings of the Board and the various Committees thereof.
- The Independent Directors & Non-executive Directors are also eligible for commission, subject to limits prescribed under the Act and the Rules framed there under.
- The Independent Directors are not eligible for stock options.

- The Non-executive Directors (other than promoter Directors) shall be eligible for stock options.

II. Remuneration of the Managing Director & Executive Directors

- The remuneration of the Managing Director/Executive Directors is recommended by the Committee to the Board. Based on the recommendations of the Committee, the Board determines and approves the remuneration of the Managing Director/Executive Directors, subject to necessary approvals, if any.
- The remuneration paid to the Managing Director/Executive Directors is within the limits prescribed under the Act and approved by the shareholders of the Company. The remuneration structure includes fixed salary, perquisites, bonus, other benefits and allowances and contribution to Funds, etc.
- The Executive Directors (other than the promoter Directors) shall be eligible for stock options.

III. Remuneration of the Senior Management Personnel (other than Executive Directors)

- The key components of remuneration package of the SMP (other than Executive Directors) shall comprise of fixed salary, perquisites, annual bonus, other benefits and allowances and contribution to Funds, etc.
- They shall be eligible for stock options.

5. Policy Review

- The Policy may be amended as may be necessary.
- The Committee shall implement the Policy, and may issue such guidelines, procedures etc. as it may deem fit.

6. Amendments to the Policy

The Board shall review and amend this Policy as and when required as per the Act, Listing Regulations and other applicable laws, and/or upon recommendation of the Committee.

Any subsequent amendment/ modification in the Act, Listing Regulations and other applicable laws in this regard, shall prevail over the Policy and automatically apply to this Policy and the Policy shall stand amended to that extent.

Annexure – 3 to Directors' Report

Information relating to conservation of energy, technology absorption and innovation and foreign exchange earnings/outgo forming part of the Directors' Report in terms of Section 134 (3) (m) of the Companies Act, 2013.

CONSERVATION OF ENERGY:

The Company's operations are not energy intensive. However, adequate measures have been initiated across all branches of the Company to reduce energy consumption as the Company is committed to sustainable business practices by contributing to environment protection and considers energy conservation as one of the strong pillars of preserving natural resources.

I. The steps taken or impact on conservation of energy

The operations of the Company are not energy intensive. However, adequate measures have been taken for conservation of energy wherever possible.

II. The steps taken by the Company for utilising alternate sources of energy

The Company is engaged in providing financial services and as such its operations do not account for substantial energy consumption. However, the Company takes all possible measures to conserve energy and reduce its carbon footprint. Several environmental friendly measures adopted by the Company include:

- Creating environmental awareness by way of distributing the information in electronic / digital form
- Installation of capacitors to save power
- Installation of LED lights in current and new branches
- Procuring 100% green energy at our Mumbai Corporate - office
- Reducing electricity demand wherever under-utilized
- Restricted access to printers at central hub besides removal of older printers
- Shutting off all the lights and air-conditioners when not in use
- Using Glow sign boards with timers that use less energy than traditional neon systems

Management regularly posts circulars on the corporate intranet to educate employees on conserving electricity and natural resources, encouraging adherence. For more information, please see the Business Responsibility and

Sustainability Report included in this Annual Report.

III. The capital investment on energy conservation equipment's

In F.Y. 2023-23 the Company has invested Rs. 5.01 Million for energy conservation.

TECHNOLOGY ABSORPTION AND INNOVATION:

I. The efforts made towards technology absorption and the benefits derived like product improvement, cost reduction, product development or import substitution

The management understands the importance and value that technology brings to the business to drive value at scale, enhance security, manage risk, and improve customer experience. With an eye on emerging technology trends the management ensures a continuous stream of investment and focus on various technology initiatives.

The management has established the overall technology vision with focus on being highly secure, regulatory driven, cloud-native and building an open-source ecosystem while setting benchmarks in reliability, efficiency, cost, and customer delight.

As part of this vision, the management has leveraged technology significantly to deliver some key results. Some of them are as follows:

1. Streamlining Digital Onboarding for our Clients and Partners for rapid and seamless onboarding with low operational intervention and reduced errors.
2. Leveraged several solutions including Automated Quality Checks, Optical Character Recognition, Integration with Service Providers for checking PAN, KRA status, CKYC status, E-Sign etc.
3. Super-fast PMS and AIF fund onboarding optimized to open new client accounts speedily.
4. Implemented Digital Service Request modules in our Retail Wealth Management business which have resulted in over ~81% of our Service Requests now being received Digitally.

5. Introduced a consolidated single platform called “Nuvama One” for the Clients, Relationship Managers (RMs) and Partners for unified experience across the various user types for journeys around Onboarding, Transaction, Reporting and Servicing.

Detailed information with respect to Technology at the Company level is included in the overview section which forms part of this Annual Report.

- II. **In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):**

Not Applicable

- III. **The expenditure incurred on Research and Development.**

During the year under review, the Company did not incur any expenditure on research and development.

FOREIGN EXCHANGE EARNINGS/OUTGO OF THE STANDALONE COMPANY:

During the year under review, the Company earned foreign exchange of Rs. 1,402.85 million (previous year: Rs. 318.54 million) and there was outgo of foreign exchange of Rs. 350.17 million (previous year: Rs. 304.30 million).

Annexure – 4 to Directors' Report

Disclosures pursuant to Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The ratio of the remuneration of each Director to the median remuneration of the employees of the Company and the percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the F.Y. 2023-24:

Sr. No	Name of the Director	Designation	Ratio of remuneration to median remuneration	% increase in the remuneration
Executive Director				
1.	Mr. Ashish Kehair	Managing Director & CEO	53.81	43.08
2.	Mr. Shiv Sehgal	Executive Director	34.25	21.31
Non- Executive Director				
3.	Mr. Nikhil Kumar Srivastava ¹	Nominee Director	-	-
4.	Mr. Anthony Miller ¹	Nominee Director	-	-
5.	Mr. Ramesh Abhishek	Nominee Director	1.79	17.29
6.	Mr. Aswin Vikram ¹	Nominee Director	-	-
7.	Mr. Navtej S. Nandra	Independent Director	2.14	31.34
8.	Ms. Anisha Motwani	Independent Director	1.83	18.15
9.	Mr. Birendra Kumar	Independent Director	2.28	39.96
10.	Mr. Sameer Kaji ²	Independent Director	1.86	Not Applicable
11.	Mr. Kamlesh Vikamsey ²	Independent Director	2.12	Not Applicable
Key Managerial Personnel				
12.	Mr. Mihir Nanavati ⁵	Chief Financial Officer	9.90	126.37
13.	Ms. Sneha Patwardhan ³	Company Secretary	3.80	Not Applicable
14.	Ms. Pooja Doshi ⁴	Company Secretary	Not Applicable	Not Applicable

¹ No sitting fees and commission was paid to Mr. Nikhil Kumar Srivastava, Mr. Anthony Miller and Mr. Aswin Vikram.

² Mr. Sameer Kaji and Mr. Kamlesh Vikamsey were appointed as Additional Directors (Non-executive – Independent Director) w.e.f. May 1, 2023 and May 30, 2023 respectively. Accordingly, their remuneration is not comparable.

³ Ms. Sneha Patwardhan was appointed as the Company Secretary of the Company w.e.f. July 15, 2023. Accordingly, her remuneration is not comparable.

⁴ Ms. Pooja Doshi was appointed as Company Secretary of the Company w.e.f. May 25, 2023 and she ceased to be the Company Secretary of the Company w.e.f. July 14, 2023. Accordingly, her remuneration is not comparable.

⁵ Mr. Mihir Nanavati ceased to be the Chief Financial Officer of the Company w.e.f. May 14, 2024.

The percentage increase in the median remuneration of employees in the F.Y. 2023-24

The median remuneration decreased by 2.22%

The number of permanent employees on the rolls of the Company as on March 31, 2024

The Company had 252 employees on the rolls as on March 31, 2024.

Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year is 39.8% 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 is:

135%

Affirmation that the remuneration paid is as per the remuneration policy of the Company

Yes

Annexure – 5 to Directors' Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

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

The Members,

Nuvama Wealth Management Limited

801 to 804, Wing A, Building No 3,
Inspire BKC G Block, Bandra East,
Mumbai 400051.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Nuvama Wealth Management Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 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 and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(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, 2011¹;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015²;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018²;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014³;
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021⁴;
- (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 client⁵;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021⁶;
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018⁷;
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015⁸; and
- (j) The Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992

¹ Applicable to the Company w.e.f September 26, 2023

² ibid

³ ibid

⁴ Not applicable to the Company during the audit period

⁵ Applicable to the Company w.e.f September 26, 2023

⁶ Not applicable to the Company during the audit period

⁷ Not applicable to the Company during the audit period

⁸ Applicable to the Company w.e.f September 26, 2023

- (vi) Other laws as may be applicable specifically to the Company, namely:
- (i) Securities and Exchange Board of India (Stock Brokers & Sub Brokers) Regulations, 1992, and the Circulars issued by SEBI thereunder,
 - (ii) The Byelaws, Rules, and Circulars issued by Stock Exchanges of which the Company is the member;
 - (iii) Securities and Exchange Board of India (Research Analysts) Regulations, 2014; and
 - (iv) The Securities and Exchange Board of India {KYC (Know Your Client) Registration Agency} Regulations, 2011;
 - (v) Prevention of Money Laundering Act, 2002, and the rules regulations made thereunder.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s).

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

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

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes⁹.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines (Please see **Annexure B**).

We further report that during the audit period, the Company has listed its equity on National Stock Exchange of India and BSE Limited with effect from September 26, 2023.

For **SVVS & Associates**
Company Secretaries LLP

CS. Suresh Viswanathan
Designated Partner
UDIN: F004453F000326830
FCS : 4453
CP No : 11745

May 10, 2024
Mumbai

Note: This report is to be read with the list of Applicable Laws and our letter of even date which are attached as **Annexure A** and **Annexure B** respectively and form an integral part of this report.

⁹ All resolutions were carried unanimously

The Members,

Nuvama Wealth Management Limited

801 to 804, Wing A, Building No 3,
Inspire BKC G Block, Bandra East,
Mumbai 400051.

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. No audit has been conducted on the compliance with finance and taxation laws as the same are subject to audit by the Statutory Auditor and Internal Auditor to the Company and their observations, if any, shall hold good for the purpose of this audit report.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance with the provisions of Corporate and other applicable laws, rules, regulations the responsibility of management, our examination was limited to the verification of procedures on test basis.
7. 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.
8. Audit of the compliance with Other Laws has been undertaken based on scope of audit and the applicability of such Laws as ascertained by the Company and informed to us.
9. We have relied on reports of Internal Audit, Regulatory Inspection/Audit to the extent made available to us and the observations, if any, contained in such reports shall hold good for the purpose of this audit report.
10. With regard to compliance with The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('Regulations'), we have been informed that, compliance with the said Regulations is carried out at a group level, more specifically with respect to structured digital database as per Reg. 3 (5) and 3 (6) of the Regulations. However, we were not provided with the relevant documents and access to the structured digital database software that has been said to be installed at group level for compliance with the Regulations.
11. It has been observed that, during the Audit Period Show Cause Notices (SCNs) have been served/ penalties levied by National Stock Exchange (NSE), on the company as detailed below;
 - (a) A penalty of Rs. 3 Lakh levied on the company for non-adherence to the "Advertisement Code" of the Exchange. The same has been paid and matter stands closed.
 - (b) SCN received with respect to certain alleged synchronised trade by a client of the company. The same has been duly replied by the company and is pending with NSE.
 - (c) SCN received with respect to certain alleged reversal of trades by a client of the company. The same has been duly replied to and accepted by the Exchange and the matter stands closed
 - (d) SCN received with respect to certain alleged matching trades by a client of the company. The same has been duly replied by the company and is pending with NSE.

For **SVVS & Associates**
Company Secretaries LLP

CS. Suresh Viswanathan

Designated Partner

UDIN: F004453F000326830

FCS : 4453

CP No : 11745

May 10, 2024
Mumbai

ANNEXURE B**No. Laws applicable to the Company**

The following laws have been taken into account to verify if that there are adequate systems and processes to monitor and ensure compliance with, in the Company, commensurate with its with the size and operations:

1. The Maternity Benefit Act, 1961
2. Payment of Wages Act, 1936
3. Minimum wages act-regional
4. The Payment of Bonus Act, 1965
5. Equal Remuneration Act, 1976
6. The Maharashtra Labour Welfare Fund Act, 1953
7. The Maharashtra Workmen's Minimum House Rent Allowance Act, 1983
8. Employee's Provident Fund & Miscellaneous Provisions Act, 1952
9. The Payment of Gratuity Act, 1972
10. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
11. Employee Compensation Act, 1923
12. Contract Labour (Regulation and Abolition) Act, 1970
13. The Maharashtra Private Security Guards (Regulation of Employment & Welfare) Act, 1981 & Maharashtra Private Security Agencies, 2005
14. Employees' State Insurance Act, 1948

Annexure – 6 to Directors' Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

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

The Members,
Nuvama Clearing Services Limited
 801 to 804, Wing A, Building No 3,
 Inspire BKC G Block, Bandra East,
 Mumbai 400051.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Nuvama Clearing Services Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 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 and Bye-laws framed thereunder¹;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(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, 2011²;
- (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, 2018³;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014⁴;
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021⁵;
- (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 client⁶;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021⁷;
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018⁸;
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015⁹; and

¹ Not applicable to the company during the audit period

² ibid

³ ibid

⁴ ibid

⁵ ibid

⁶ ibid

⁷ ibid

⁸ ibid

⁹ ibid

(vi) Other laws as may be applicable specifically to the Company, namely:

- (a) Securities and Exchange Board of India (Stock Brokers & Sub Brokers) Regulations, 1992, and the Circulars issued by SEBI thereunder,
- (b) The Byelaws, Rules, and Circulars issued by Stock Exchanges of which the Company is the member;

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

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

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

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and

clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes¹⁰.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines (Please see **Annexure B**).

We further report that during the audit period, the Company has not accomplished/encountered any specific events / actions having a major bearing on the Company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc. referred to above.

For **SVVS & Associates**
Company Secretaries LLP

CS. Suresh Viswanathan

Designated Partner

UDIN: F004453F000312521

FCS : 4453

CP No : 11745

May 6, 2024

Mumbai

Note: This report is to be read with the list of Applicable Laws and our letter of even date which are attached as **Annexure A** and **Annexure B** respectively and form an integral part of this report.

¹⁰ All resolutions were carried unanimously

The Members,
Nuvama Clearing Services Limited
801 to 804, Wing A, Building No 3,
Inspire BKC G Block, Bandra East,
Mumbai 400051.

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. No audit has been conducted on the compliance with finance and taxation laws as the same are subject to audit by the Statutory Auditor and Internal Auditor to the Company and their observations, if any, shall hold good for the purpose of this audit report.
5. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance with the provisions of Corporate and other applicable laws, rules, regulations the responsibility of management, our examination was limited to the verification of procedures on test basis.
7. 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.
8. Audit of the compliance with Other Laws has been undertaken based on scope of audit and the applicability of such Laws as ascertained by the Company and informed to us.
9. We have relied on reports of Internal Audit, Regulatory Inspection/Audit to the extent made available to us and the observations, if any, contained in such reports shall hold good for the purpose of this audit report.
10. An inspection was conducted by NSE Clearing Limited ("NCL") for the period January 01, 2018 to June 30, 2020. Consequently, NCL had issued Show cause notice with respect to certain alleged irregularities observed, and penalties were levied thereafter. The Company has filed an appeal before the Securities Appellate Tribunal ("SAT") on May 11, 2023 which was heard on June 08, 2023, and the SAT has directed Company to deposit the penalty amount pending decision. Accordingly, Company has deposited the penalty amount with NCL. This matter is currently pending for hearing.
11. There have been Show cause notices issued during the earlier years, the proceedings on which are pending at various stages before Clearing Corporation /SEBI/SAT. We have been informed that, during the audit period, there were developments as stated below:
 - a. In the matter of Trading Member, Anugrah Stock Broking Pvt. Ltd.: On December 15, 2023, SAT dismissed the appeal filed by Company against MCSGFC order dated October 20, 2020. The Company has filed an appeal before the Hon'ble Supreme Court, inter-alia, seeking a stay against the impugned order of SAT, which is currently pending hearing for admission.
 - b. In the matter of Trading Member, V- Rise Securities Pvt. Ltd: On December 15, 2023, SAT dismissed the appeal filed by Company against MCSGFC order dated February 12, 2020. The Company has filed an appeal before the Hon'ble Supreme Court, inter-alia, seeking a stay against the impugned order of SAT, which is currently pending hearing for admission.
12. There have been other investigations/ inspection conducted during the earlier stages. The proceedings arising out of these investigations/ inspections are pending before various courts and SAT, at different stages of litigations. However, based on the information provided by the Company, during the audit period, there have been no specific developments in these matters, that may materially affect the business of the Company.

For **SVVS & Associates**
Company Secretaries LLP

CS. Suresh Viswanathan
Designated Partner
UDIN: F004453F000312521
FCS : 4453
CP No : 11745

May 6, 2024
Mumbai

ANNEXURE B**No. Laws applicable to the Company**

The following laws have been taken into account to verify if that there are adequate systems and processes to monitor and ensure compliance with, in the Company, commensurate with its with the size and operations:

1. The Maternity Benefit Act, 1961
2. Payment of Wages Act, 1936
3. Minimum wages act-regional
4. The Payment of Bonus Act, 1965
5. Equal Remuneration Act, 1976
6. The Maharashtra Labour Welfare Fund Act, 1953
7. The Maharashtra Workmen's Minimum House Rent Allowance Act, 1983
8. Employee's Provident Fund & Miscellaneous Provisions Act, 1952
9. The Payment of Gratuity Act, 1972
10. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
11. Employee Compensation Act, 1923
12. Contract Labour (Regulation and Abolition) Act, 1970
13. The Maharashtra Private Security Guards (Regulation of Employment & Welfare) Act, 1981 & Maharashtra Private Security Agencies, 2005
14. Employees' State Insurance Act, 1948

Corporate Governance Report

Corporate Governance is about promoting fairness, transparency, accountability, integrity and commitment to ethical business conduct while considering all stakeholders' interests.

The report is compiled in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the financial year ended March 31, 2024, on compliance, governance practices, disclosures and policies adopted by the Company.

The Company was listed on the Stock Exchanges i.e. BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') on September 26, 2023, pursuant to the Scheme of Arrangement as described in the Directors' Report forming part of this Annual Report.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Good Corporate Governance is an integral part of the Company's management and business philosophy. We fully subscribe to the principles and spirit of good Corporate Governance which embeds in itself the principles of full disclosure, fairness, equity, transparency, integrity and accountability in our operations. We are committed to the protection of stakeholders' interests and build an enduring relationship with them.

We believe that Corporate Governance is a combination of compliance with laws and regulations, adopting best practices, leading to effective control, better management of the organization and is in the interest of all stakeholders.

2. BOARD OF DIRECTORS

The Board of Directors ('Board') comprises of professionals drawn from diverse fields who bring with them a wide range of skills and experience thereby enhancing the quality of Board's decision making process.

Our Board remains at the top of the governance structure for overseeing the Company's overall functioning. The Board provides leadership, direction and strategic guidance to the Company's management while discharging its fiduciary duties of safeguarding the interest and creating long-term value for the Company and its stakeholders.

The Corporate Governance framework of the Company is based on an effective and Independent

Board, separation of the Board's supervisory role from the Senior Management team and constitution and functioning of Board Committees, as required under applicable Laws/Regulations.

(a) Composition of the Board:

The Board of the Company has an optimum combination of Executive/Non-executive Directors/Independent Directors including one Independent woman Director which is in conformity with the requirements of the Companies Act, 2013 ('the Act') and Listing Regulations. Profile of our Directors is available on the website of the Company i.e. <https://www.nuvama.com/investor-relations/corporate-governance/board-committees-constitutions/>.

As on March 31, 2024, the Board comprised of eleven Directors viz. one Managing Director & CEO one Executive Director, four Non-executive Directors (Nominee Directors), five Non-executive Independent Directors, including one woman Independent Director.

The Chairperson of the Board is an Independent Director. According to the Listing Regulations, if the Chairperson is an Independent Director, at least one third of the Board shall comprise of Independent Directors. The Company is compliant in this regard.

The majority of the Board comprises of Non-executive Directors and none of the Directors of the Company are related to each other.

None of the Directors serves as Director or as an Independent Director in more than seven (7) listed companies. Further, none of our Independent Directors serves as a Non-Independent Director on the Board of the company of which any of our Non-Independent Director is an Independent Director.

None of the Directors holds directorship in more than twenty (20) Indian Companies and not more than ten (10) Public Limited Companies. Furthermore, none of the Whole-time Directors of the Company serve as an Independent Director in more than three (3) listed entities. All Directors except Independent Directors are liable to retire by rotation.

Pursuant to Regulation 27(2) of the Listing Regulations, the Company also submits compliance report on Corporate Governance to the Stock Exchanges where the equity shares of the Company

are listed, including details of all material transactions with related parties, within the prescribed timeline.

Pursuant to Regulation 26(1) of the Listing Regulations, none of the Directors on the Board of the Company is Member of more than ten (10) specified Committees and none is a Chairperson of more than five (5) Committees in which they are Director across all the Indian Public Limited Companies, except high value debt listed entities and Companies incorporated under Section 8 of the Act. For the purpose of determination of limit of chairpersonship and membership, only Audit Committee and Stakeholders' Relationship Committee have been considered pursuant to the Listing Regulations.

(b) Board Meetings

During the year under review, seven (7) Board Meetings were held on, May 25, 2023, June 16, 2023, July 14, 2023, August 2, 2023, September 11, 2023, October 27, 2023 and February 13, 2024.

(c) Board Procedures

Tentative dates for Board Meetings in the ensuing financial year are decided in advance and communicated to the Directors.

The Board meets at least once a quarter to review the quarterly financial results and other agenda items. Additional Meetings are held whenever necessary. There are minimum four Meetings of the Board in a calendar year with a maximum gap of 120 days between two consecutive Meetings. In case of business exigencies or matter of urgency, resolutions are passed by circulation, as permitted by law, and the same are noted at the subsequent Board Meeting.

All Committee recommendations placed before the Board during the year under review were unanimously accepted by the Board.

The Company offers the facility of video conferencing as prescribed under Section 173(2) of the Act read together with Rule 3 of the Companies (Meetings of Board and its Powers) Rules, 2014, thereby saving resources and cost to the Company as well as the valued time of the Directors. The Board either attended the Meetings in person or through video conferencing.

The quorum for the Meeting of the Board is one-third of the Board or three Directors, whichever is higher, including at least one Independent Director. During the year, the requisite quorum was present for all Board Meetings.

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

take informed decisions. All necessary information including but not limited to those mentioned in Part A of Schedule II to the Listing Regulations, are placed before the Board.

Where it is not practical to circulate any document in advance or if the agenda item is of 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 Chairperson and majority of the Directors present in the Meeting, including one Independent Director. Senior Management Personnel are invited to the Board/ Committee Meetings to provide additional inputs on the items being discussed by the Board/ Committees thereof as and when necessary. The Managing Director and CEO apprises the Board on the overall performance of the Company, followed by the detailed presentation by the Chief Financial Officer and other senior executives of the Company.

For facilitating circulation of the agenda papers in electronic form and to reduce consumption of paper, the Company has adopted a web-based application for circulating Agendas, Minutes, Circular Resolutions and other papers relating to the Board/ Committee Meetings. The Directors of the Company receive the agenda papers in electronic form through this application, which can be accessed only through ios/web. The application meets the high standards of security and integrity required for circulation and storage of the Board/ Committee Agenda and Minutes in electronic form.

Minutes of the Meetings:

In compliance with the applicable secretarial standards issued by the Institute of Company Secretaries of India, the draft Minutes of the proceedings of the Meetings are circulated amongst the Members of the Board and Committees. Comments and suggestions, if any, received from the Directors/Committee Members are incorporated in the Minutes, in consultation with the Chairperson of the Board and Committees. Thereafter, signed Minutes of the Meetings are circulated amongst the members of the Board and Committees.

Post Meeting follow-up mechanism:

The Company has an effective post Meeting follow-up review and reporting mechanism for the decisions taken/suggestions provided by the Board and the Committees thereof. The important decisions taken/suggestions provided at the Board / Committee Meetings, which call for actions to be taken, are promptly initiated and wherever required, communicated to the concerned departments for their further action. The action taken report is placed at the immediately succeeding Meeting of the Board / Committees for information and review by the Board/ Committees.

(d) Directorship/Committee Positions of Directors:

The composition of the Board, category of Directors, their attendance at Board Meetings held during the F.Y. under review, the number of Directorships / Chairpersonships and Committee positions held by them in other public limited companies, attendance at the previous Annual General Meeting ('AGM') and Shares held as on March 31, 2024, are as follows:

Name of the Director (DIN)	Category of Directorship	Attendance at the Board Meeting during F.Y. 2023-24	No. of Directorship in Indian Public Limited Companies ¹	No. of Board Committee positions in Indian Public Companies ²		Attendance at the Last AGM	No. of Shares held in the Company
				Member	Chairperson		
Mr. Birendra Kumar (DIN: 00163054)	Chairperson & Independent Director	7	4	1	0	No	-
Mr. Ashish Kehair (DIN: 07789972)	Managing Director & Chief Executive Officer	7	3	0	0	No	-
Mr. Shiv Sehgal (DIN: 07112524)	Executive Director	7	4	1	0	No	-
Ms. Anisha Motwani (DIN: 06943493)	Independent Director	6	9	7	1	No	-
Mr. Anthony Miller (DIN: 08926326)	Nominee Director	7	1	0	0	No	-
Mr. Aswin Vikram (DIN: 08895013)	Nominee Director	6	1	0	0	No	-
Mr. Kamlesh Vikamsey ³ (DIN: 00059620)	Independent Director	6	6	4	3	No	-
Mr. Navtej S. Nandra (DIN:02282617)	Independent Director	5	1	1	0	No	89,007
Mr. Nikhil Kumar Srivastava (DIN: 07308617)	Nominee Director	7	2	2	1	No	-
Mr. Ramesh Abhishek (DIN: 07452293) ⁴	Nominee Director	7	7	6	1	No	-
Mr. Sameer Kaji (DIN: 00172458) ³	Independent Director	7	3	2	0	No	-
Mr. Kunnasagaran Chinniah (DIN: 01590108) ⁵	Independent Director	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Mr. Sujey Subramanian (DIN: 08900190) ⁶	Non-executive Director	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

1. Directorships in Indian Public Companies (listed and unlisted) includes the Company and Section 8 Companies.

2. In terms of Regulation 26(1) of the Listing Regulations, the disclosure includes chairpersonship / membership of the Audit Committee and Stakeholders Relationship Committee in all Indian Public companies (listed and unlisted) except high value debt listed Company including the Company. Further, membership includes positions as Chairperson of committee.

3. Appointed as Independent Directors w.e.f. May 30, 2023 and May 1, 2023 respectively.

4. Resigned as Nominee Director w.e.f. June 10, 2024.

5. Resigned as an Independent Director w.e.f. May 1, 2023, due to other professional commitments.

6. Resigned as a Non-executive Director w.e.f. May 1, 2023.

The brief details of appointment/re-appointment/resignation of Directors during the year under review are given in the Directors' Report which forms part of this Annual Report.

Details of change in the composition of the Board during the current and previous financial year:

Sr. No	Name of Director	Category of Directorship	Nature of change	Effective date
Change in Composition in F.Y. 2023-24				
1.	Mr. Kamlesh Vikamsey	Independent Director	Appointment	May 30, 2023
2.	Mr. Sameer Kaji	Independent Director	Appointment	May 1, 2023
3.	Mr. Kunnasagaran Chinniah	Independent Director	Resignation	May 1, 2023
4.	Mr. Sujey Subramanian	Non- executive Director	Resignation	May 1, 2023
Change in Composition in F.Y. 2022-23				
1.	Mr. Rashesh Shah	Non- executive Director	Resignation	March 17, 2023
2.	Mr. Venkatchalam Ramaswamy	Non- executive Director	Resignation	March 17, 2023
3.	Ms. Vidya Shah	Non- executive Director	Resignation	February 8, 2023
4.	Mr. Lincoln Pan	Non- executive Director	Resignation	November 7, 2022
5.	Mr. Sujey Subramanian	Non- executive Director	Appointment	November 7, 2022

Additional Information related to Directorship in other listed entities as on March 31, 2024

Name of the Director	Name of the listed Entity	Category of Directorship
Ms. Anisha Motwani	Prataap Snacks Limited	Independent Director
	Welspun Living Limited	Independent Director
	Abbott India Limited	Independent Director
	Hindware Home Innovation Limited	Independent Director
	Star Health and Allied Insurance Company Limited	Independent Director
Mr. Kamlesh Vikamsey	Apcotex Industries Limited	Independent Director
	Navneet Education Limited	Non- executive Director
	AU Small Finance Bank Limited	Independent Director
Mr. Ramesh Abhishek	Aditya Birla Sun Life AMC Limited	Independent Director
	Cyient Limited	Independent Director
	Ravindra Energy Limited	Independent Director
	Indus Towers Limited	Independent Director

Note: Listed entities includes only equity listed entities.

(e) **Director skills, expertise, competencies and attributes desirable for the Company's business and sector in which it functions:**

The Board represents a confluence of diverse background with Directors having wide array of skills, experience and expertise. The Board of the Company has adopted a policy on Board Diversity. For the purpose of the Board composition, diversity includes, but is not limited to, educational and functional background, industry experience, geography, age, gender and ethnicity. The skills and background collectively represented on the Board meets the diverse nature of the business environment in which the Company operates.

Pursuant to the Listing Regulations, a matrix chart setting out the core skills/ expertise/ competence of the Board is mentioned below:

Sr. No.	Skills/ Expertise/ Competence	Mr. Birendra Kumar	Mr. Ashish Kehair	Mr. Shiv Sehgal	Ms. Anisha Motwani	Mr. Anthony Miller	Mr. Aswin Vikram	Mr. Kamlesh Vikamsey	Mr. Navtej S. Nandra	Mr. Ramesh Abhishek	Mr. Sameer Kaji	Mr. Nikhil Kumar Srivastava
1.	Leadership	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
2.	Knowledge of sector	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
3.	Financial Expertise	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
4.	Corporate Governance & Compliances	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
5.	Marketing Experience	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
6.	Strategic Advisor	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
7.	Digital & Information Technology	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
8.	Risk Management system	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓

(f) Board Evaluation:

Pursuant to Regulation 17(10) of the Listing Regulations and Section 178 and Schedule IV of the Act and Governance Guidelines on Board Effectiveness, an annual Board effectiveness evaluation was conducted on May 10, 2024, for the F.Y. 2023-24. Accordingly, the Board has conducted the annual performance evaluation of all the Directors individually, of its Committees and the Board, as a whole.

The Board has framed a Board Evaluation Policy ('the Policy') for evaluating the performance of the Chairperson, Board, Executive Directors, Independent Directors, Non-executive Directors and its Committees.

The performance of the Executive Directors is evaluated on the basis of achievements of their Key Result Areas. The Board of Directors discussed the feedback and expressed its satisfaction with the evaluation process.

The evaluation included criteria such as composition and structure, fulfillment of key responsibilities, effectiveness of process, information and functioning, efficacy of communication with stakeholder, dynamics, inputs received from all the Directors, etc. The Nomination and Remuneration Committee has also reviewed the performance of the individual Directors based on their knowledge, level of preparation and effective participation in Meetings, understanding of their roles as Directors, etc.

(g) Separate Meetings of the Independent Directors:

In compliance with the provisions of the Act and Regulation 25 of the Listing Regulations, a separate Meeting of Independent Directors of the Company was held on March 27, 2024, without the presence of Non-Independent Directors and Members of the Management, inter-alia, to review the following:

- Performance of the Chairperson
- Performance of Independent and Non-Independent Directors, and
- Performance of the Board as a whole and its Committees

They also assessed the quality, quantity and timeliness of flow of information between the Management and the Board. All Independent Directors were present at the said Meeting.

(h) Familiarization programme for Independent Directors:

The Company has a Familiarization Programme for Independent Directors in compliance with the Listing Regulations. Presentations are made to Board on Information Technology, Audit, Strategy, business & operations and performance of the Company, material developments in the Company's subsidiaries, relevant statutory and regulatory amendments applicable to the Company on a regular basis.

On an ongoing basis, the Company endeavours to keep the Board updated with matters relating to the industry in which Company operates, its business model, risk metrics, mitigation and management, governing regulations, information technology including cyber security, their roles, rights and responsibilities and major developments and updates on the Company and group, etc.

The Independent Directors of the Company are made aware of their roles and responsibilities at the time of their appointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.

The details of such familiarization programmes of the Company may be accessed on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2024/05/Familiarisation-programme-of-Independent-Director.pdf>

(i) Confirmation of Independence:

The maximum tenure of the Independent Directors is in compliance with the Act and the Listing Regulations. In accordance with Regulation 25(8) of the Listing Regulations, all the Independent Directors have confirmed that they meet the criteria of independence as stipulated under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and have submitted the declaration under Section 149(7) of the Act. Based on the disclosures received from the Independent Directors, it is hereby confirmed that in the opinion of the Board, the Independent Directors fulfil the conditions specified under the Act and Listing Regulations and are independent of the management and are also in compliance with the limit on Independent Directorship of listed Companies as prescribed under Regulation 17A of the Listing Regulations.

The Independent Directors confirm that they have registered themselves on the Independent Directors' Databank mandated by the Indian Institute of Corporate Affairs as per the requirements of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

(j) Maximum tenure of Independent Directors:

Pursuant to the Act and Listing Regulations, Independent Directors shall hold office for a term of up to five consecutive years on the board of a company but shall be eligible for re-appointment by

seeking approval of the members of the Company through special resolution and disclosure of such appointment is required to be included in the Directors' report. The tenure of the Independent Directors is in accordance with the provisions of the Act and Listing Regulations.

(k) Formal letter of appointment to Independent Directors:

The Company issues a formal letter of appointment/re-appointment to Independent Directors in the manner provided in the Act. Pursuant to Regulation 46(2) of the Listing Regulations, the terms and conditions of appointment/re-appointment of Independent Directors are placed on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2023/08/Nuvama-Terms-and-Conditions-of-Appointment-of-Independent-Directors.pdf>

3. BOARD COMMITTEES:

In terms of the Act and the Listing Regulations, the Board has constituted various Committees. Given below is the composition and the terms of reference of various Committees constituted by the Board, inter-alia including details of Meetings held during the year under review and attendance thereat. All Committee decisions are taken, either at the Meetings of the Committee or by passing of circular resolutions. The Company Secretary acts as the Secretary for all the Committees Meetings. Generally, the Committee Meetings are held before the Board Meetings and the Chairperson of the respective Committee briefs the Board on significant discussions at its Meetings. During the year under review all recommendations made by the various Committees were accepted by the Board. The minutes of the Meetings of all Committees of the Board are placed before the Board for noting.

AUDIT COMMITTEE:

I. Constitution of the Committee

The Company has an Audit Committee that meets the composition criteria prescribed under the Act and Listing Regulations, with a minimum of two-third of its members (including Chairperson) being Independent Directors. All members are Non-executive Directors who are financially literate and have accounting or related financial management expertise.

The Audit Committee comprises of four (4) Directors which are as follows:

Name of the Members	Category of Directorship	Designation in the Committee	Member of Committee since
Mr. Kamlesh Vikamsey@	Independent Director	Chairperson	June 16, 2023
Mr. Birendra Kumar*	Independent Director	Member	April 22, 2022
Mr. Navtej S. Nandra	Independent Director	Member	March 19, 2021
Mr. Nikhil Kumar Srivastava	Nominee Director	Member	April 22, 2022

*ceased to be Chairperson of the Committee w.e.f. August 1, 2023.

@ appointed as Member of the Committee w.e.f. June 16, 2023 and Chairperson of the Committee w.e.f. August 1, 2023.

During the year under review, the Audit Committee was re-constituted by the Board.

II. Terms of Reference

The terms of reference of the Audit Committee are in accordance with the Act and Listing Regulations which broadly include oversight of the Company's financial reporting process and disclosure of its financial information, review of financial statements, review of compliances and review of systems and controls, approval or any subsequent modification of transactions with related parties, review statement of deviations, if any, review management letters/letters of internal control weaknesses issued by the statutory auditors, review compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended. The detailed terms of reference of the Committee is available on the website of the Company i.e. <https://www.nuvama.com/investor-relations/corporate-governance/board-committees-constitutions/>

The Board reviews the working of the Audit Committee from time to time to bring about greater effectiveness and to ensure compliance with the various requirements under the Act and Listing Regulations.

III. Meetings held and Attendance:

During the year under review, the Audit Committee met eight (8) times on May 25, 2023, June 15, 2023, August 1, 2023, October 27, 2023, December 28, 2023, January 22, 2024, February 13, 2024 and March 20, 2024.

The Meeting held on December 28, 2023, was adjourned to December 29, 2023.

The necessary quorum was present in the Meetings. The gap between two consecutive Audit Committee Meetings was not more than 120 days.

The details of attendance of each Member of the Audit Committee at the aforesaid Meetings are given below:

Name of the Members	No. of committee Meetings held*	No. of committee Meetings attended*
Mr. Kamlesh Vikamsey@	8	6
Mr. Birendra Kumar	8	8
Mr. Navtej S. Nandra	8	7
Mr. Nikhil Kumar Srivastava	8	8

*Including both original and adjourned Meetings.

@ appointed as Member of the Committee w.e.f. June 16, 2023.

Audit Committee Meetings were also attended by the senior management personnel of the Company wherever required along with the Chief Financial Officer, as invitees. Further, the Audit Committee invites representatives of the Statutory Auditors and Internal Auditors whenever their respective reports are proposed to be discussed at the Meeting.

During the year under review, the Audit Committee reviewed the internal control systems put in place to ensure that the accounts of the Company are properly maintained and are in accordance with the prevailing Laws and Regulations. In conducting such reviews, the Audit Committee found no material discrepancy or weakness in the Internal Control system of the Company.

The Business and Operation Heads are invited to the Audit Committee Meetings, as and when required. The Head - Internal Audit reports directly to the Audit Committee to ensure the independence of the Internal Audit function. The Members of the Audit Committee meet the Statutory Auditors and Internal Auditors before the quarterly financial results Meetings.

The Committee relies on the expertise and knowledge of the Management, the Internal Auditor and the Statutory Auditor, in carrying out its oversight responsibilities. It also uses external expertise, if required. The management is responsible for the preparation, presentation and integrity of the Company's financial statements, including consolidated statements, accounting and financial reporting principles.

M/s. S. R. Batliboi & Co. LLP are the Statutory Auditors of the Company. The Statutory Auditors are

responsible for performing an independent audit of the Financial Statements and expressing an opinion on the conformity of those financial statements with accounting principles generally accepted in India.

The Audit Committee annually reviews the confirmation of independence made by the Auditors.

NOMINATION AND REMUNERATION COMMITTEE:

I. Constitution of the Committee

The Company has a Nomination and Remuneration Committee ('NRC'), that meets the composition criteria prescribed under the Act and Listing Regulations, with all members being Non-executive Directors and two-third of its members (including Chairperson) being Independent Directors.

The NRC comprises of four (4) Directors which are as follow:

Name of the Members	Category of Directorship	Designation in the Committee	Member of Committee since
Ms. Anisha Motwani*	Independent Director	Chairperson	January 24, 2022
Mr. Birendra Kumar	Independent Director	Member	January 24, 2022
Mr. Navtej S. Nandra	Independent Director	Member	April 7, 2021
Mr. Nikhil Kumar Srivastava	Nominee Director	Member	April 7, 2021

* appointed as Chairperson of the Committee w.e.f. July 14, 2023.

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

II. Terms of Reference

The terms of reference of the NRC are in accordance with the Act and Listing Regulations. These broadly include formulation of criteria for determining qualifications, positive attributes and independence of a Director, recommendation of persons to be appointed to the Board and Senior Management and specifying the manner for effective evaluation of performance of Board, its Committees, Chairperson and individual directors, recommendation of Remuneration Policy for directors, key managerial personnel and other employees, formulation of criteria for evaluation of performance of Independent Directors and the

Board, devising a policy on Board diversity and such other matters as may be prescribed by the Act and the Listing Regulations. Detailed terms of reference of the Committee is available on the website of the Company i.e. <https://www.nuvama.com/investor-relations/corporate-governance/board-committees-constitutions/>

The Committee also administers the stock options granted to the employees of the Company/its subsidiaries/its associates under "Nuvama Wealth Management Limited - Employee Stock Option Plan 2021".

III. Meetings held and Attendance:

During the year under review, the NRC met four (4) times on May 22, 2023, July 14, 2023, October 27, 2023, and February 2, 2024

The necessary quorum was present at the Meetings.

The details of attendance of each Member of the NRC at the aforesaid Meetings is given below:

Name of the Members	No. of committee meetings held	No. of committee meetings attended
Ms. Anisha Motwani	4	4
Mr. Birendra Kumar	4	4
Mr. Navtej S. Nandra	4	4
Mr. Nikhil Kumar Srivastava	4	3

STAKEHOLDERS RELATIONSHIP COMMITTEE:

I. Constitution of the Committee

The Company has a Stakeholders Relationship Committee ('SRC'), that meets the composition criteria prescribed under the Act and Listing Regulations, with atleast one member being Independent Director and the Chairperson being a Non-executive Director.

SRC comprises of three (3) Directors which are as follows:

Name of the Members	Category of Directorship	Designation in the Committee	Member of Committee since
Mr. Nikhil Kumar Srivastava	Nominee Director	Chairperson	June 16, 2023
Mr. Shiv Sehgal	Executive Director	Member	June 16, 2023
Mr. Sameer Kaji	Independent Director	Member	June 16, 2023

SRC was constituted on June 16, 2023 and during the year under review, there was no change in the composition of the SRC.

II. Terms of Reference

SRC specifically looks into the grievances of equity shareholders of the Company.

The terms of reference of the Committee which broadly include review of measures taken for effective exercise of voting rights by shareholders and review of adherence to the service standards in respect of various services rendered by the Registrar and Share Transfer Agent ('RTA'). The terms of reference of the Committee are available on the website of the Company i.e. <https://www.nuvama.com/investor-relations/corporate-governance/board-committees-constitutions/>

III. Meetings held and Attendance:

During the year under review, the SRC met one (1) time on October 27, 2023.

The necessary quorum was present at the Meeting.

The details of attendance of each Member of the SRC at the aforesaid Meeting is given below:

Name of the Members	No. of committee Meetings held	No. of committee Meetings attended
Mr. Nikhil Kumar Srivastava	1	1
Mr. Shiv Sehgal	1	1
Mr. Sameer Kaji	1	1

IV. Stakeholders Grievance Redressal

From the date of listing of the equity shares of the Company on the Stock Exchanges i.e. September 26, 2023, 1 (one) complaint was received and redressed to the satisfaction of the Shareholder. There were no outstanding complaints as on March 31, 2024.

V. Compliance Officer

The name, designation and address of the Company Secretary & Compliance Officer of the Company are as under:

Name and designation:	Ms. Sneha Patwardhan Company Secretary & Compliance Officer
Registered Office Address:	801- 804, Wing A, Building No. 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051
Contacts:	Tel: (+91-22) 6620 3030 E-mail: secretarial@nuvama.com

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:**I. Constitution of the Committee**

The Company has a Corporate Social Responsibility ('CSR') Committee, that meets the composition criteria prescribed under the Act, with atleast one (1) member being Independent Director.

The CSR Committee comprises of three (3) Directors which are as follows:

Name of the Members	Category of Directorship	Designation in the Committee	Member of Committee since
Mr. Sameer Kaji*	Independent Director	Chairperson	April 25, 2023
Mr. Birendra Kumar	Independent Director	Member	April 22, 2022
Mr. Shiv Sehgal	Executive Director	Member	April 22, 2022
Mr. Kunnasagaran Chinniah#	Independent Director	Member	November 2, 2017

*appointed as Member of the Committee w.e.f. April 25, 2023 and Chairperson of the Committee w.e.f. May 19, 2023.

#ceased to be Member of the Committee w.e.f. April 25, 2023.

During the year under review, the CSR Committee was re-constituted by the Board.

II. Terms of Reference

The terms of reference of the CSR Committee are in accordance with the Act which broadly includes recommending amount of expenditure to be incurred for the CSR activities, list of CSR projects or programmes, to review and monitor implementation of CSR programmes. The detailed terms of reference of the CSR Committee is available on the website of the Company <https://www.nuvama.com/investor-relations/corporate-governance/board-committees-constitutions/>

III. Meetings held and Attendance:

During the year under review, the CSR Committee of the Company met two (2) times on May 19, 2023 and October 27, 2023.

The necessary quorum was present at the meetings.

The details of attendance of each Member of the CSR Committee at the aforesaid Meetings is given below:

Name of the Members	No. of committee Meetings held	No. of committee Meetings attended
Mr. Sameer Kaji	2	2
Mr. Birendra Kumar	2	2
Mr. Shiv Sehgal	2	2
Mr. Kunnasagaran Chinniah	N.A.	N.A.

RISK MANAGEMENT COMMITTEE:

I. Constitution of the Committee

The Company has a Risk Management Committee ('RMC'), that meets the composition criteria prescribed under the Listing Regulations, with atleast one member being Independent Director.

The RMC comprises of three (3) Directors and the Chief Operating Officer which are as follows:

Name of the Members	Category of Directorship	Designation in the Committee	Member of Committee since
Mr. Ashish Kehair	Managing Director & CEO	Chairperson	June 16, 2023
Mr. Sameer Kaji	Independent Director	Member	June 16, 2023
Mr. Nikhil Kumar Srivastava	Nominee Director	Member	May 26, 2021
Mr. Riyaz Marfatia	Chief Operating Officer	Member	June 16, 2023

During the year under review, the RMC was re-constituted by the Board.

II. Terms of Reference

The terms of reference of RMC which broadly include formulation of a detailed Risk Management Policy, reviewing and guiding the Management on reputational and market (investment) risk, ensuring that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company, monitoring and overseeing implementation of the Risk Management Policy, including evaluating the adequacy of risk management systems, appointment, removal and terms of remuneration of the Chief Risk Officer. The detailed terms of reference of the RMC is available on the website of the Company i.e. <https://www.nuvama.com/investor-relations/corporate-governance/board-committees-constitutions/>

III. Meetings held and Attendance:

During the year under review, the RMC met two (2) on October 27, 2023 and February 2, 2024

The necessary quorum was present in the Meetings.

The details of attendance of each Member of the RMC at the aforesaid Meetings is given below:

Name of the Members	No. of committee Meetings held	No. of committee Meetings attended
Mr. Ashish Kehair	2	2
Mr. Sameer Kaji	2	2
Mr. Nikhil Kumar Srivastava	2	2
Mr. Riyaz Marfatia	2	2

4. REMUNERATION OF DIRECTORS:

The Board has approved the Nomination and Remuneration Policy of the Company, which sets out the guiding principles for appointment & remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The same may be accessed on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2024/05/Nomination-and-Remuneration-Policy.pdf>

Remuneration to the Executive Directors

Mr. Ashish Kehair, the Managing Director & Chief Executive Officer and Mr. Shiv Sehgal, Executive Director, draw remuneration from the Company.

Their remuneration is reviewed by the NRC based on certain criteria such as performance benchmark, balance of fixed and incentive pay, industry benchmarks, Company's performance vis-a-vis annual budget achievement and individual performance etc. Their remuneration is broadly divided into salary, perquisites, allowance, performance bonus and incentive pay. Annual salary increment and performance bonus is decided by the NRC within the overall ceiling prescribed under the Act and in line with Members approval. As approved by the NRC, Employee Stock Options are granted to Executive Directors of the Company under the 'Nuvama Wealth Management Limited - Employee Stock Option Plan 2021'. The details of remuneration paid to the Executive Directors for the F.Y. 2023-24 are given below:

(In Rs.)

Name of the Director	Category of Directorship	Salary	Variable Pay*	Perquisites	Total
Mr. Ashish Kehair	Managing Director & CEO	3,24,33,595	6,15,00,000	3,24,17,038	12,63,50,633
Mr. Shiv Sehgal	Executive Director	2,27,80,700	3,70,00,000	4,30,41,334	10,28,22,034

* Variable pay in respect of the F.Y. 2022-23, paid in F.Y. 2023-24

- The aforesaid Managerial remuneration does not include Provision for Gratuity but includes Insurance Premium for medical.
- 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.
- The appointment of Executive Directors is by virtue of their employment with the Company and therefore their terms of employment including service contract and notice period are governed by the Company's policies.

Before June 16, 2023, the Non-executive Directors/ Independent Directors were paid sitting fees of Rs. 20,000 (Rupees Twenty Thousand only) per Meeting for attending Board and all Committee Meetings plus reimbursement directly related to the actual travel and out-of-pocket expenses, if any, incurred by them.

With effect from June 16, 2023 the Non-executive Directors/ Independent Directors were paid sitting fees of Rs. 1,00,000 (Rupees One Lakh only) per Meeting for attending Board and Audit Committee Meetings and Rs. 50,000 (Rupees Fifty Thousand only) per Meeting for attending Nomination and Remuneration Committee Meetings and Rs. 25,000 (Rupees Twenty Five Thousand only) per Meeting for attending other Committee Meetings plus reimbursement directly related to the actual travel and out-of-pocket expenses, if any, incurred by them.

Remuneration to the Non- executive Directors/Independent Directors:

The Non-executive Directors/ Independent Directors are paid remuneration by way of sitting fees, commission and reimbursement of other expenses which include travelling, boarding and lodging incurred for attending the Board/Committee Meetings. The Nominee Directors are not paid any sitting fees except for Mr. Ramesh Abhishek.

Apart from the above, Non-executive Directors/ Independent Directors are eligible for commission as approved by the Members of the Company at the AGM held on June 1, 2023. The amount of commission is based on the overall financial performance of the Company and Board. Details of the sitting fees and commission paid to the Non-executive Directors for the F.Y. 2023-24 are given below:

Name of the Director	Category of Directorship	Sitting Fees (Rs.)	Commission* (Rs.)	Total (Rs.)
Mr. Birendra Kumar	Chairperson & Independent Director	14,75,000	25,00,000	39,75,000
Ms. Anisha Motwani	Independent Director	6,90,000	25,00,000	31,90,000
Mr. Kamlesh Vikamsey	Independent Director	12,00,000	25,00,000	37,00,000
Mr. Navtej S. Nandra	Independent Director	12,30,000	25,00,000	37,30,000
Mr. Ramesh Abhishek	Nominee Director	6,20,000	25,00,000	31,20,000
Mr. Sameer Kaji	Independent Director	7,40,000	25,00,000	32,40,000

* Commission in respect of the F.Y. 2023-24, paid in F.Y. 2024-25.

No stock options are granted to Non-executive Directors. There are no pecuniary relationships or transaction of the Non-executive Directors with the Company apart from sitting fees, commission and reimbursement of out-of-pocket expenses as mentioned above.

Pursuant to Regulation 25(10) of the Listing Regulations, the Company has in place a Directors and Officers' Liability Insurance policy.

5. GENERAL BODY MEETINGS

A. Annual General Meeting

Details of the AGMs held during the preceding 3 years and Special Resolutions passed thereat are given below:

Financial Year	Date of AGM	Venue	Time	Details of Special Resolutions passed
2022-23	June 1, 2023	At the Registered Office of the Company at 801-804, Wing A, Building No. 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051	11:00 a.m.	<ol style="list-style-type: none"> 1. Appointment of Mr. Sameer Kaji as an Independent Director 2. Appointment of Mr. Kamlesh Shivji Vikamsey as an Independent Director 3. Approval for payment of commission to the Non-executive Directors 4. Modification in the terms of appointment of Mr. Ashish Kehair, Managing Director & CEO 5. Modification in the terms of appointment of Mr. Shiv Sehgal, Executive Director
2021-22	July 22, 2022	At the Registered Office of the Company at Edelweiss House, Off CST Road, Kalina, Mumbai – 400 098.	4:00 p.m.	<ol style="list-style-type: none"> 1. Appointment of Ms. Anisha Motwani as an Independent Director. 2. Appointment of Mr. Birendra Kumar as an Independent Director. 3. Appointment of Mr. Lincoln Pan as a Non-executive Director. 4. Appointment of Mr. Aswin Vikram as a Non-executive Director. 5. Variation in terms of appointment of Mr. Ashish Kehair (DIN: 07789972) – Managing Director and Chief Executive Officer of the Company. 6. Variation in terms of appointment of Mr. Shiv Sehgal (DIN: 07112524) – Executive Director of the Company.
2020-21	July 22, 2021	At the Registered Office of the Company at Edelweiss House, Off CST Road, Kalina, Mumbai – 400 098.	5:00 p.m.	<ol style="list-style-type: none"> 1. Re-appointment of Mr. Kunnasagaran Chinniah as an Independent Director of the Company

B. Extra-ordinary General Meeting:

The following table gives the details of the Extra-ordinary General Meeting ('EGM') of the Company held during the year under review:

Date of EGM	Venue	Time	Details of Special Resolutions passed
June 8, 2023	At the Registered Office of the Company at 801-804, Wing A, Building No. 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051	9:00 a.m.	Adoption of new set of Articles of Association of the Company

C. Postal Ballot:

The Company had vide its Postal Ballot Notice dated January 26, 2024, sought the approval of the Members on the matters mentioned in below table by way of Special Resolutions. The postal ballot notice was sent to the Members of the Company on February 1, 2024. The remote e-voting commenced on Friday, February 2, 2024 at 9:00 a.m. (IST) and ended on Saturday, March 2, 2024 at 5:00 p.m. (IST). Voting rights of the Members were reckoned in proportion to the shares held in the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, January 29, 2024. The Board of Directors appointed CS Nilesh Shah or failing him CS Mahesh Darji or failing him CS Hetal Shah of M/s. Nilesh Shah and Associates, a Practicing Company Secretary firm, Mumbai as scrutinizer to scrutinize the postal ballot remote e-voting process in a fair and transparent manner. The resolutions were passed

with requisite majority on Saturday, March 2, 2024 (being the last date of remote e-voting). The results were declared on Tuesday, March 5, 2024. The description of resolutions and details of e-voting are as under:

Particulars of Special Resolution(s)	Number and % of votes cast in favour	Number and % of votes cast against
Ratification and approval for amendments under 'Nuvama Wealth Management Limited – Employee Stock Option Plan 2021'	2,51,20,624 (96.97%)	7,84,404 (3.03%)
Ratification of grant of employee stock options to the employees of Group Company(ies) including Subsidiary Company(ies) or Associate Company(ies) of the Company under the 'Nuvama Wealth Management Limited – Employee Stock Option Plan 2021'	2,51,18,466 (96.96%)	7,86,562 (3.04%)
Ratification of grant of employee stock options to the employees of the Holding Company of the Company under the 'Nuvama Wealth Management Limited – Employee Stock Option Plan 2021'	2,51,18,482 (96.97%)	7,86,006 (3.03%)

The Postal Ballot was carried out pursuant to Sections 108 and 110 and other applicable provisions of the Act, read with the Rules framed thereunder and General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs

As on the date of the report, there is no proposal to pass resolutions through postal ballot.

6. MEANS OF COMMUNICATION:

The Company recognizes communication as a key element to the overall corporate governance framework and therefore emphasizes on prompt, continuous, efficient, and relevant communication.

Financial Results:

The Company's quarterly / half-yearly / annual results are filed with the Stock Exchanges as well as uploaded on the website of the Company. The same are also published in newspapers in Financial Express (English) and Navashakti (Marathi).

Investors / Analyst Meets:

The Company hosts Investor/Analyst meets with institutional investors on request. Post the quarterly results, earnings conference call is organized by the Company which provides a platform for the management to answer questions and provide clarifications to investors and analysts. The Company continues to interact with all types of funds and investors in order to have a diversified Members base both in terms of geographical location and investment horizon. Financial Results, Statutory Notices, Press Releases and Presentations provided to the institutional investors/ analysts after the

declaration of the quarterly, half-yearly and annual results are submitted to the Stock Exchanges. The Company also issues press releases from time to time.

Website:

The Company's website contains a separate dedicated section for Investors, the same is available on the website of the Company i.e. <https://www.nuvama.com/investor-relations/> wherein all details of the Board, the Committees, Policies, Board committee and Charters, financial information, statutory filings, shareholding information, frequently asked questions, are given. In addition, various downloadable forms required to be executed by the Members have also been provided on the website of the Company in a user friendly form.

Securities and Exchange Board of India ('SEBI') Complaints Redress Platform (SCORES):

It enables investors to lodge and follow up complaints and track the status of redressal online on the website at www.scores.gov.in. It also enables the market intermediaries and listed companies to receive the complaints from investors against them, redress such complaints and report redressal of such complaints. 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 has registered itself on SCORES and endeavours to resolve all investor complaints received through SCORES expeditiously.

SMART Online Dispute Resolution ('ODR')

SEBI vide its circular dated July 31, 2023, released a master circular which aims at enhancing the resolution of disputes within the Indian securities market. This circular introduces a comprehensive framework for ODR to streamline the resolution process and protect the interests of investors,

companies and intermediaries. The framework encompasses various stakeholders, including recognised Stock Exchanges, Clearing Corporations, Depositories, Stock Brokers, Depository Participants, Listed Companies, and SEBI Registered Intermediaries. The circular emphasises the usage of online conciliation and arbitration mechanisms, offering investors and market participants an

efficient way to resolve disputes. The Company has registered itself on ODR portal and endeavours to resolve all complaints expeditiously.

Designated E-mail ID:

The Company has a designated Email ID investor.relations@nuvama.com exclusively for investor servicing.

7. GENERAL SHAREHOLDERS' INFORMATION

1. Annual General Meeting	Monday, August 5, 2024. 11:00 a.m. The Company shall be conducting the AGM through Video Conferencing / Other Audio Visual Means. Deemed venue for the AGM will be the Registered Office of the Company.
2. Financial Year	April 1 to March 31
3. Dividend Payment date	The Company did not declare any dividend till the last Board Meeting held on May 10, 2024.
4. Listing of equity shares on Stock Exchanges	ISIN No.: INE531FO1015 <ul style="list-style-type: none"> 1. National Stock Exchange of India Limited ('NSE') Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai-400 051 Scrip Code- NUVAMA 2. BSE Limited ('BSE') Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400001 Scrip Code- 543988 The Company has paid the annual listing fees and annual custody fees within the due dates to the Stock Exchanges and Depositories for the F.Y. 2023-24

5. Stock market data:

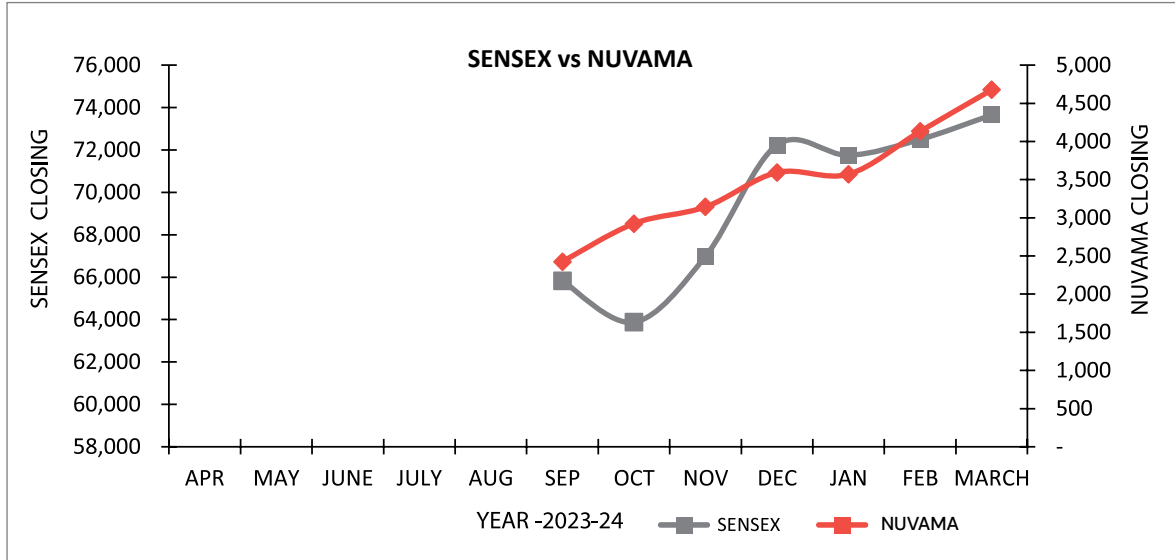
High, Low and Trading Volume of the Company's equity shares during each month of the last F.Y. 2023-24 at BSE and NSE are given below:

Month	BSE			NSE		
	High	Low	Volume	High	Low	Volume
September, 2023	2,833.90	2,205.15	69,642	2,790	2,242	3,16,000
October, 2023	3,003.30	2,111	66,065	3,010.10	2,100	12,36,000
November, 2023	3,312.35	2,629	6,27,321	3,314.00	2,618.65	29,67,682
December, 2023	3,760.85	3,110.50	1,78,253	3,770.00	3,108.40	21,87,494
January, 2024	3,799.95	3,260	1,75,598	3,799.95	3,255	11,58,759
February, 2024	4,587.95	3,172.85	1,51,652	4,548.95	3,170.70	21,17,392
March, 2024	4,825	3,601.05	78,685	4,849.00	3,760.80	16,91,199

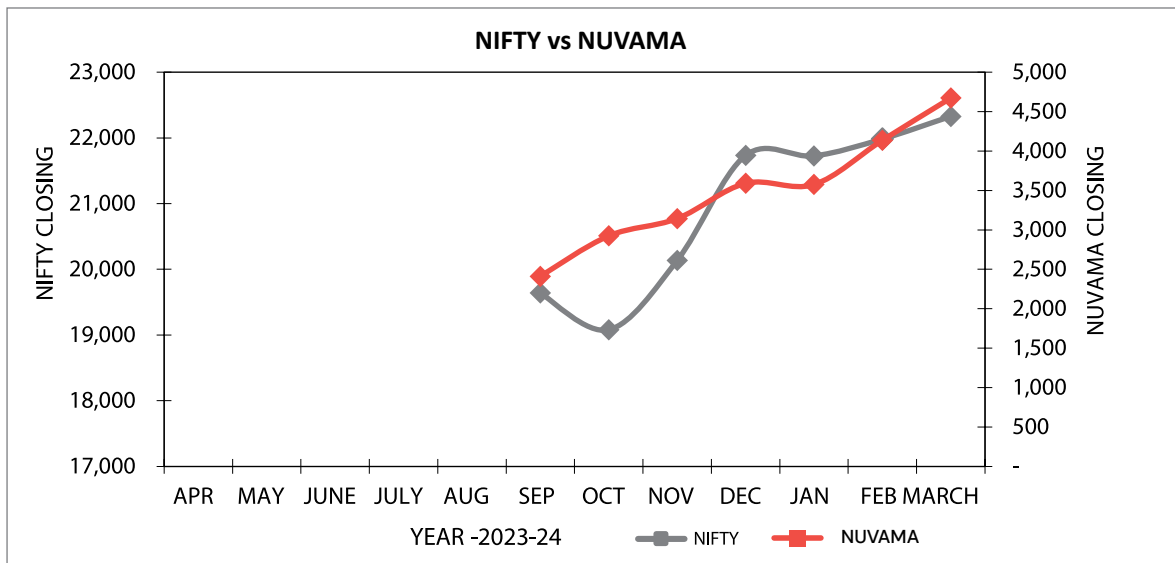
6. Stock Performance vs S&P BSE Sensex and NIFTY 50:

Performance of the Company's equity shares on BSE and NSE relative to the BSE Sensitive Index (S&P BSE Sensex) and CNX Nifty (NIFTY 50) respectively are graphically represented in the charts below:

Average monthly closing price of the Company's shares on BSE as compared to S&P BSE Sensex



Average monthly closing price of the Company's shares on NSE as compared to NIFTY 50



7. Registrar & Share Transfer Agent

Pursuant to an Order dated December 18, 2023, passed by the Mumbai Bench of the National Company Law Tribunal, TSR Consultants Private Limited, Registrar and Share Transfer Agent of the Company has been amalgamated with Link Intime India Private Limited with effect from December 22, 2023. Accordingly Link Intime India Private Limited is the Registrar and Share Transfer Agent of the Company.

Link Intime India Private Limited

C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai- 400083.

Tel: 022-49186000

Email: rnt.helpdesk@linkintime.co.in

Website: www.linkintime.co.in

To raise an email query following is the link:

https://liiplweb.linkintime.co.in/rnthelpdesk/Service_Request.html

8. Share transfer system	<p>Except one equity share held in physical form, the entire equity share capital of the Company was held in dematerialized form as on March 31, 2024. The Company's shares are compulsorily traded in dematerialized form and are available for trading with both the depositories i.e. NSDL and CDSL.</p> <p>In terms of Regulation 40 of the Listing Regulations, the request for transfer of securities shall not be processed unless the securities are held in dematerialized form (except transmission of securities or transposition in the name(s) of holding).</p> <p>Pursuant to Regulation 40(9) of the Listing Regulations, the Company obtained certificates from a practicing Company Secretary on a yearly basis to the effect that all the transfers are completed within the statutory stipulated period. A copy of the certificates so received is submitted to the Stock Exchanges.</p> <p>There were no instances of suspension of trading in Company's shares during the F.Y. 2023-24.</p>
9. Dematerialization of shares	<p>Except one equity share held in physical form, the entire equity share capital of the Company was held in dematerialized form as on March 31, 2024.</p>
10. Outstanding Global Depository Receipts ("GDRs")/American Depository Receipts ("ADRs")/ Warrants or any convertible instruments, conversion date and likely impact on equity	<p>The Company has not issued any GDRs/ADRs/Warrants/ or any convertible instruments during the year under review and the Company does not have any outstanding GDRs/ ADRs/Warrants/ or any convertible instruments.</p>
11. Commodity price risk or foreign exchange risk and hedging activities:	<p>The Company actively monitors the foreign exchange movements and takes cover for future/options as appropriate to reduce the risks associated with transactions in foreign currencies. The Company has not taken any exposure in commodity hedging activities.</p>
12. Plant Location	Not Applicable
13. Address for correspondence	<p>Link Intime India Private Limited C-101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai, Maharashtra 400083 Contact Person: Mr. Jai Prakash VP, Tel: 022-49186270 Email: rnt.helpdesk@linkintime.co.in</p> <p>Company Secretary & Compliance Officer Ms. Sneha Patwardhan, Company Secretary & Compliance Officer</p>

14. Credit Rating

The details of credit rating obtained from the Credit Rating agencies are as under:

Rating Agency	Product	Rating as on March 31, 2023	Rating as on March 31, 2024
CRISIL	Banking Facility	CRISIL AA-/Stable / CRISIL A1+	CRISIL AA-/Stable / CRISIL A1+
CRISIL	Commercial Paper	CRISIL A1+	CRISIL A1+
ICRA	Issuer Rating	[ICRA]AA- (Stable)	[ICRA]AA- (Stable)
CARE	Issuer Rating	CARE AA-; Stable	CARE AA-; Stable
CARE	Banking Facility	CARE AA-; Stable / CARE A1+	CARE AA-; Stable / CARE A1+
CARE	Commercial Paper	CARE A1+	CARE A1+
CARE	Market Linked Debentures	CARE PP-MLD AA- / CARE PP-MLD A1+	(Withdrawn)

8. DISCLOSURES

(i) Related Party Transactions:

The policy on Related Party Transactions as approved by the Board of the Company is available on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2023/08/Nuvama-Policy-on-dealing-with-Related-Party-Transactions.pdf>

All transactions executed by the Company during the F.Y. 2023-24 with related parties were on arm's length basis and in the ordinary course of business. All such RPTs were placed before the Audit Committee for its approval, wherever applicable.

There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company.

Suitable disclosures as required by the Indian Accounting Standards (IND AS) - 24 have been made in Note No. 2.38 of the standalone financial statements, which forms part of this Annual Report.

(ii) Details of non-compliance:

The equity shares of the Company were listed on the Stock Exchanges on September 26, 2023. 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. 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.

(iii) Whistle Blower/ Vigil Mechanism Policy:

In compliance with the provisions of the Act and Listing Regulations, the Company has adopted a Whistle Blower/ Vigil Mechanism Policy and has established the necessary vigil mechanism for employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. The Policy provides adequate safeguard against victimization of Whistle Blower who avails such mechanism and also provides for the access to the Chairperson of Audit Committee. There were no instances of any whistle blower complaint and accordingly none of the Whistle Blowers have been denied access to the Audit Committee. The said

Policy as approved by the Board may be accessed on the website of the Company i.e. <https://www.nuvama.com/wp-content/uploads/2023/08/Nuvama-Whistle-Blower-Vigil-Mechanism-Policy.pdf>

(iv) Compliance with Mandatory and Non-Mandatory Provisions:

The Company has adhered to all the mandatory requirements of Corporate Governance norms as prescribed under the Listing Regulations to the extent applicable to the Company.

The status of compliance with the discretionary requirements as stated under Part E of Schedule II to the Listing Regulations is as under:

- The Chairperson of the Board has not sought maintenance of 'chairperson's office' at the Company's expense.
- The Company follows a robust process of communicating with the shareholders which has been explained under "Means of Communication".
- The financial statements contain unmodified audit opinion/reporting.
- The Company has separate posts of Chairperson and the Managing Director & Chief Executive Officer.
- Internal auditor reports directly to the Audit Committee.

(v) Details of utilization of funds raised through preferential allotment or qualified institutions placement:

The Company did not raise any funds through preferential allotment or qualified institutions placement during the year under review. Therefore, there are no details to be disclosed pursuant to Regulation 32 (7A) of the Listing Regulations.

(vi) Total fees to Statutory Auditor:

M/s. S. R. Batliboi & Co. LLP (Firm Registration Number - 301003E/E300005) were appointed by the Members of the Company at its AGM held on June 1, 2023, for a second term of five years commencing from the conclusion of the 30th AGM till conclusion of 35th AGM of the Company to be held in the year 2028. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis to the Statutory Auditors for the F.Y. 2023-24, are as follows:

(Rs. in Millions)

Particulars	Amount
Statutory Audit Fees	19.84
Other Services	10.67
Re-imburement of out-of-pocket expenses	1.25

(vii) Prevention of Sexual Harassment:

The disclosure regarding the complaints of sexual harassment is given in the Directors' Report.

(viii) Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount:

There are no loans and advances in the nature of loans to firms/companies in which directors are interested.

(ix) Details of Material Subsidiary of the Company:

During the year under review, following companies were the material subsidiaries of the Company:

Name of material subsidiaries	Date of Incorporation	Place of Incorporation	Name of the Statutory Auditors	Date of Appointment
Nuvama Clearing Services Limited	October 16, 2008	Mumbai	M/s. S. R. Batliboi & Co. LLP	August 29, 2023
Nuvama Wealth Finance Limited	October 27, 1994	Mumbai	M/s. Choksi & Choksi LLP	July 22, 2022
Nuvama Wealth and Investment Limited	February 7, 2008	Hyderabad	M/s. S. R. Batliboi & Co. LLP	June 21, 2021

In line with the provisions of Regulation 24(1) of the Listing Regulations, Mr. Birendra Kumar, Chairperson & Independent Director on the Board of the Company is also an Independent Director on the Board of Directors of Nuvama Clearing Services Limited.

The Company is in compliance with the provisions governing to material subsidiaries.

The Policy on determining the material subsidiary is available on the website of the Company, i.e. <https://www.nuvama.com/wp-content/uploads/2023/08/7.-Determination-of-material-subsiary.pdf>

(x) Particulars of Senior Management Personnel

Details of Senior Management Personnel as on March 31, 2024, are as follows:

Sr. No.	Name	Designation
1.	Mr. Satyen Shah	Head, Advisory
2.	Mr. Riyaz Marfatia	Chief Operating Officer
3.	Mr. Mihir Nanavati	Chief Financial Officer
4.	Ms. Sneha Patwardhan	Company Secretary
5.	Mr. Jasbir Kochar	Chief Human Resource Officer
6.	Mr. Harsh Jha	Head of Technology
7.	Mr. Venkataraman Ananthkrishnan	Chief Risk Officer

During the year under review, Mr. Riyaz Ladiwala ceased to be a Senior Management Personnel with effect from the close of business hours on January 10, 2024, consequent to his resignation as President and Head of Technology & Operations of the Company.

(xi) Disclosure of certain types of agreements binding the Company:

During the year under review, the Company has not made any disclosure to stock exchanges under clause 5A of paragraph A of Part A of Schedule III of SEBI Listing Regulations, 2015.

9. SHAREHOLDING DETAILS:

The distribution of shareholders as on March 31, 2024, is as follows:

Sr. No.	Shareholding of Shares	Shareholder	% of total	Total shares	% of total
1	1 to 500	79,837	98.7667	13,74,925	3.8940
2	501 to 1000	423	0.5233	3,05,443	0.8651
3	1001 to 2000	243	0.3006	3,47,991	0.9856
4	2001 to 3000	86	0.1064	2,16,081	0.6120
5	3001 to 4000	39	0.0482	1,36,575	0.3868
6	4001 to 5000	31	0.0383	1,41,688	0.4013
7	5001 to 10000	67	0.0829	5,08,543	1.4403
8	10001 to *****	108	0.1336	3,22,77,357	91.4150
Total		80,835	100	3,53,08,603	100

Statement showing shareholding pattern as on March 31, 2024:

Category	No of Shareholders	No of Shares held	%- of Issued Capital
Promoter & Promoter Group	2	1,97,07,345	55.81
Clearing Members	8	428	0.00
Other Bodies Corporate	728	59,09,561	16.74
Foreign Company	2	1,57,618	0.45
Government Companies	1	28	0.00
Hindu Undivided Family	2,180	1,39,168	0.39
Mutual Funds	15	59,800	0.17
Non Nationalised Banks	1	5	0.00
Non Resident Indians	1,325	1,74,985	0.50
Non Resident (Non Repatriable)	1,001	1,18,801	0.34
Public	75,342	61,58,089	17.44
Trusts	5	2,234	0.01
Insurance Companies	3	2,75,153	0.78
Body Corporate - Ltd Liability Partnership	75	1,19,395	0.34
NBFCs registered with RBI	3	1,217	0.00
Investor Education And Protection Fund	1	527	0.00
Alternate Invst Funds – III	11	1,10,309	0.31
Directors and their relatives (excluding independent Directors and nominee Directors)	1	89,007	0.25
Key Managerial Personnel	1	1,733	0.00
FPI (Corporate) – I	110	19,03,634	5.39
FPI (Individual) – II	4	1,533	0.00
FPI (Corporate) – II	15	3,77,313	1.07
Systemically Important NBFC	1	720	0.00
TOTAL	80,835	3,53,08,603	100

10. DISCLOSURE OF COMPLIANCE:

The Company had complied with all the disclosures of compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of the Listing Regulations and paras (2) to (10) mentioned in part 'C' of Schedule V of the Listing Regulations during the year under review.

11. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT:

Pursuant to 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 accounts of the Company:

Particulars	Number of shareholders	Number of Shares
Aggregate number of shareholders and the outstanding shares in the Demat Suspense account/ Unclaimed Suspense Account as on September 26, 2023 (date of listing of Company shares)	171	396
Number of shareholders who approached listed entity for transfer of shares from suspense account during the year;	6	157
Number of shareholders to whom shares were transferred from suspense account during the year;	6	157
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year;	165	239

Note: Pursuant to Scheme of Arrangement between the Company with Edelweiss Financial Services Limited ('EFSL') and their respective shareholders and creditors, under Sections 230 - 232 and other applicable provisions of the Companies Act, 2013, 7,530 equity shares held in the unclaimed securities suspense account belonging to 94 shareholders of EFSL which represented 84 equity shares of the Company, included in the above table, were transferred to a separate demat account opened by the Company for this purpose

12. CERTIFICATION

a. Declaration on Affirmation with the Code of Conduct:

The Board has laid down a Code of Conduct and Ethics for the Board Members and Senior Management Personnel of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the F.Y. 2023-24.

A declaration signed by Mr. Ashish Kehair, Managing Director & Chief Executive Officer, stating that the members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct, in accordance with Regulation 26(3) read with Para D of Schedule V of the Listing Regulations is annexed to this report.

b. Certificate 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 pursuant to Regulation 17(8) of the Listing Regulations. The annual certificate given by the Chief Executive Officer and Chief Financial Officer is annexed to this report.

c. Certificate from Company Secretary in Practice:

The Company has obtained a certificate from the Secretarial Auditors of the Company, M/s. SVVS & Associates, Company Secretaries LLP, required under the Listing Regulations confirming that none of the Director of the Company as on March 31, 2024, has been debarred or disqualified from being appointed or continuing as Director of the Company by SEBI/MCA or any such other statutory authority and is annexed to this report.

d. Certificate on Corporate Governance:

The Company has obtained a certificate from the Secretarial Auditors of the Company, M/s. SVVS & Associates, Company Secretaries LLP confirming the compliance with the conditions of Corporate Governance is annexed to report.

For and on behalf of the Board of Directors
Nuvama Wealth Management Limited
 (formerly Edelweiss Securities Limited)

Ashish Kehair
 Managing Director & CEO
 DIN: 07789972

Shiv Sehgal
 Executive Director
 DIN: 07112524

Mumbai, July 9, 2024

DECLARATION ON COMPLIANCE WITH THE CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its Board Members and the Senior Management Personnel and the same is available on the website of the Company. I confirm that the Company has in respect of financial year ended March 31, 2024, received from the Board Members and Senior Management Personnel of the Company, declaration of compliance with the Code of Conduct as applicable to them.

**For Nuvama Wealth Management Limited
(formerly Edelweiss Securities Limited)**

Ashish Kehair
Managing Director & CEO
(DIN: 07789972)

Place: Mumbai
Date: July 9, 2024

**CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)
CERTIFICATION UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015**

To,
The Board of Directors
Nuvama Wealth Management Limited
(formerly Edelweiss Securities Limited)

We certify that;

- (a) We have reviewed the financial statements and the cash flow statement for the year ended March 31, 2024 and that to the best of our knowledge and belief:
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the 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 year which are fraudulent, illegal or violative 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 the internal control systems of the Company pertaining to financial reporting. We have not come across any deficiencies in the design or operation of such internal controls.
- (d) We have indicated to the Auditors and the Audit Committee:
 - (i) Significant changes in internal control over financial reporting during the year;
 - (ii) That there are no significant changes in accounting policies during the year;
 - (iii) That there are no instances of significant fraud of which we have become aware.

Ashish Kehair
Managing Director & CEO
DIN: 07789972

Mihir Nanavati
Chief Financial Officer

Place: Mumbai
Date: May 10, 2024

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Nuvama Wealth Management Limited
801 to 804 Wing A Building No 3, Inspire BKC G Block BKC,
Bandra (East), Mumbai,
Maharashtra, India, 400051

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Nuvama Wealth Management Limited having CIN L67110MH1993PLC344634 and having registered office 801 to 804 Wing A Building No 3, Inspire BKC G Block BKC, Bandra (East), Mumbai, Maharashtra, India, 400051 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI letter dated September 23, 2021.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	SHIV SEHGAL	07112524	11/01/2022
2	BIRENDRA KUMAR	00163054	17/11/2021
3	RAMESH ABHISHEK	07452293	19/03/2021
4	ASHISH KEHAIR	07789972	21/09/2021
5	NAVTEJ SINGH NANDRA	02282617	19/03/2021
6	ANTHONY MURRAY MILLER	08926326	19/03/2021
7	ASWIN VIKRAM	08895013	11/01/2022
8	ANISHA MOTWANI	06943493	30/07/2021
9	NIKHIL KUMAR SRIVASTAVA	07308617	19/03/2021
10	SAMEER AMBARISH KAJI	00172458	01/05/2023
11	KAMLESH SHIVJI VIKAMSEY	00059620	30/05/2023

Ensuring the eligibility of the appointment / continuity of every Director on the Board, is the responsibility of the management of the Company. Our responsibility is to express an opinion on these, based on our verification. This certificate is valid as on the date of issue, and 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 **SVVS & Associates Company Secretaries LLP**

CS. Suresh Viswanathan

Designated Partner

UDIN : F004453F000327006

FCS : 4453

CP No : 11745

May 10, 2024
Mumbai

Compliance Certificate on Corporate Governance

(Pursuant to Regulations 17 to 27, 62(1A), and Para C, D and E
of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

The Members,

Nuvama Wealth Management Limited

801 to 804 Wing A Building No 3, Inspire BKC G Block BKC,
Bandra (East), Mumbai,
Maharashtra, India, 400051

We have examined the compliance with the conditions of Corporate Governance of **Nuvama Wealth Management Limited** ("the Company") for the year ended on 31st March, 2024, as prescribed in the Regulations 17 to 27, 62(1A), and Para C, D and E of Schedule V of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance, as mandatorily applicable, as specified in the aforesaid provisions of the Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company. We further 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.

For **SVVS & Associates Company Secretaries LLP**

CS. Suresh Viswanathan

Designated Partner

UDIN : F004453F000327072

FCS : 4453

CP No : 11745

May 10, 2024
Mumbai

Annexure II

Business Responsibility & Sustainability Reporting Format (BRSR)

SECTION A: GENERAL DISCLOSURES

I. Details of the listed entity	
1. Corporate Identity Number (CIN) of the Company	L67110MH1993PLC344634
2. Name of the Listed Entity	Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited)
3. Year of incorporation	1993
4. Registered office address	801- 804, Wing A, Building No. 3, Inspire BKC, G Block, Bandra-Kurla Complex, Bandra East, Mumbai – 400 051
5. Corporate Address	801- 804, Wing A, Building No. 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051
6. E-mail	esg@nuvama.com
7. Telephone	022- 6620 3030
8. Website	nuvama.com
9. Financial year for which reporting is being done	FY 2023 -2024
10. Name of the Stock Exchange(s) where shares are listed	National Stock Exchange (NSE) and BSE Limited (BSE)
11. Paid-up Capital	INR 35,30,86,030
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: Rashmi Nagori Designation: Head ESG & CSR Email: esg@nuvama.com
13. Reporting boundary	Consolidated. The disclosures in this report cover the activities and progress made by Nuvama Wealth Management Limited, its subsidiary companies, Associates and Joint Ventures on ESG and Sustainability. The report covers information pertaining to the period from April 1, 2023 to March 31, 2024. The boundary of this report includes our operations in India only.
14. Name of assurance provider	Not applicable. With reference to SEBI Circular No. SEBI/HO/CFD/CFD-SEC-2/P/ CIR/2023/122 dated July 12, 2023, and in accordance with the market capitalization of the Company as on March 31, 2024, the Company is not required to undertake reasonable assurance of BRSR Core for the financial year 2023-24. Accordingly, the Company has not appointed an assurance provider.
15. Type of assurance obtained	Not Applicable

II. Products/services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Financial Services	The Company is an integrated wealth management platform providing clients with tailored wealth management solutions and advice.	100%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Wealth Management Services	66190	100%

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	94	94
International	Not applicable	5	5

19. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	22
International (No. of Countries)	5

b. What is the contribution of exports as a percentage of the total turnover of the entity?

The contribution of exports as a percentage of the total turnover of the entity stands at 5.74%.¹

c. A brief on types of customers:

Nuvama Wealth Management Limited (NWML) operates as a client-centric financial services firm, catering to a diverse range of clientele. Our integrated platform serves entrepreneurs, promoters, high net worth individuals (HNIs), ultra-high net worth individuals (UHNIs), corporate and institutional investors, affluent segments, and family offices. With a vision to offer comprehensive and customized solutions across wealth management, asset management, capital market and advisory services, we prioritize understanding and meeting the unique needs of each client segment.

Our clientele is further segmented across various business verticals:

- **Wealth Management:**

- **Nuvama Private (Ultra High Net Worth Clients):** We serve a substantial client base comprising over 3,600 families, including business owners, entrepreneurs, family offices, CXOs, professional investors, and institutions.
- **Nuvama Wealth (Affluent and High Net Worth Clients):** Catering to over 1.2 million clients, this segment primarily includes salaried individuals and small to medium enterprise owners.

- **Asset Management:**

Our asset management services extend to institutions, family offices, UHNIs, and HNIs. We distribute our products through both internal channels, such as Nuvama Private and Nuvama Wealth, as well as through external distributors.

¹This figure encompasses income of foreign entities, treated as Non-INR entities for reporting purposes

- **Capital Markets:**

Our capital markets business encompasses asset services, institutional equities, and investment banking. We serve approximately 1,000 corporates and institutions, leveraging our expertise to offer holistic solutions to wealth management clients. Additionally, our client base includes institutional investors, both domestic and foreign.

In summary, Nuvama's clientele spans across various segments, reflecting our commitment to providing tailored financial solutions and unparalleled service excellence across all our offerings. For further insights, please refer to our Business Overview section.

IV. Employees

20. Details as at the end of 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)	3,104	2,328	75%	776	25%
2.	Other than Permanent (E)	463	394	85%	69	15%
3.	Total employees (D + E)	3,567	2,722	76%	845	24%
WORKERS:						
4.	Permanent (F)		Given the nature of business, the Company does not employ any worker as defined in guidance note on BRSR, issued by SEBI and thus all worker related details in this report are not applicable.			
5.	Other than Permanent (G)					
6.	Total workers (F + G)					

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)	3	3	100%	0	0%
2.	Other than Permanent (E)	0	0	0%	0	0%
3.	Total differently abled employees (D + E)	3	3	100%	0	0%

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	11	1	9%
Key Management Personnel	4	1	25%

22. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	FY 2024 (Turnover rate in current FY)			FY 2023 (Turnover rate in previous FY)			FY 2022 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	26%	34%	28%	35%	43%	37%	28%	30%	28%

V. Holding, Subsidiary and Associate Companies (including joint ventures)
23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No.	Name of the holding/ subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% 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)
1	Nuvama Clearing services Limited	Wholly Owned Subsidiary	100%	Yes
2	Nuvama Asset Management Limited	Wholly Owned Subsidiary	100%	Yes
3	Nuvama Wealth Finance Limited	Wholly Owned Subsidiary	100%	Yes
4	Nuvama Investment Advisors (Hongkong) Private Limited	Wholly Owned Subsidiary	100%	Yes
5	Nuvama Financial Services Inc	Wholly Owned Subsidiary	100%	Yes
6	Nuvama Financial Services (UK) Limited	Wholly Owned Subsidiary	100%	Yes
7	Nuvama Investment Advisors Private Limited	Wholly Owned Subsidiary	100%	Yes
8	Nuvama Capital (IFSC) Services Limited	Wholly Owned Subsidiary	100%	Yes
9	Nuvama Wealth and Investment Limited	Wholly Owned Subsidiary	100%	Yes
10	Nuvama Investment Advisors LLC	Wholly Owned Subsidiary	100%	Yes
11	Pickright Technologies Private Limited	Subsidiary	74%	Yes
12	Nuvama Custodial Services Limited	Associate	49%	Yes
13	Nuvama and Cushman & Wakefield Management Private Limited *	Joint Venture	50%	Yes

*JV through Nuvama Asset Management Limited

VI. CSR Details (table format)

24. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013:	Yes, CSR is applicable to the Company as per section 135 of the Companies Act, 2013
(ii) Turnover (in Rs. on consolidated basis)	31,577 million
(iii) Net worth (in Rs. on consolidated basis)	28,989 million

CSR spent on standalone basis during FY 2023-24: NIL as the average net profits as per section 135(5) were negative

CSR spent on consolidated basis during FY 2023-24: Rs. 54.95 million

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 2024 Current Financial Year			FY 2023 Previous Financial Year		
		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	Over the past year, our CSR initiatives have been conducted in collaboration with the CSR partner. The methods for receiving and addressing community grievances are channeled through our CSR partner. This organization serves as the primary point for managing any grievances related to our CSR activities. They have established protocols to ensure that any concerns from the community are received, thoroughly evaluated, and resolved in a manner that is both efficient and respectful of all parties involved.						
Investors (other than shareholders) and Shareholders	Yes https://www.nuvama.com/investor-relations/investor-information/	86	NIL	NWML was listed on September 26, 2023. Accordingly, the complaints with respect to NWML w.e.f. September 26, 2023	NIL	NIL	-
Employees and workers	Yes, employee can access internal policy	2	NIL	-	NIL	NIL	-
Customers	Yes, the company has established multiple touch points through which customers can file grievances. The procedure for the same can be found in the weblink: https://www.nuvmawealth.com/ewwebimages/WebFiles/disclaimer/complaintFilingProcedure.pdf	1,155	14	These complaints will be closed within respective TAT	5,272	51	Matters which are pending for resolution in the FY 2022-2023 have been closed in the next FY. i.e FY 2023-2024
Value Chain Partners	Currently, the grievances are not measured.						
Other (please specify)	None						

Note: The complaints are reported on consolidated basis

26. Overview of the entity’s material responsible business conduct issues

Nuvama conducted a materiality assessment survey covering the internal and external stakeholders. The survey covered topics like Emissions, Energy, Waste and Water management, Customer satisfaction, Brand reputation, Employee well-being, Stakeholder engagement, Ethics and transparency, etc. The following ESG factors were identified as focus areas and material topics.

Environment	Social	Governance
Emission Management	Customer Satisfaction	Business Ethics & Transparency
Climate change	Employee Well-being	Corporate Governance and Compliance
	Talent Attraction & Retention	Risk Management
		Digitization, Data Privacy and Security

S. 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	Business ethics and Transparency to ensure Customer Satisfaction	Risk / Opportunity	Nuvama philosophy is to always put our customer interest first. By enhancing service offerings and maintaining high standards of conduct, the company strengthens trust and loyalty, fostering customer retention and business growth.	Emphasizing a “customer first” philosophy, regularly measuring customer satisfaction and maintaining a robust grievance redressal policy.	Positive: Higher customer retention rates translate into increased revenue stability and potential for upselling and cross-selling products and services.
2	Corporate Governance and Compliance	Risk	Strong corporate governance and compliance systems reinforce the company’s reputation and operational efficiency, mitigating legal risks and enhancing reliability.	Maintaining robust policies (refer to Section B of this report) and a board-level committee to oversee corporate governance and compliance.	Positive: Enhances investor confidence and stability in company operations .
3	Risk Management	Risk	Proactive risk management converts potential challenges into opportunities, enhancing strategic resilience and securing long-term growth.	Implementing a comprehensive business continuity plan and maintaining updated policies to manage various business risks effectively.	Positive: Mitigation of potential financial losses ensures business continuity and protects shareholder value.
4	Data Privacy and Security	Risk	Strengthening data privacy and security measures protects against cyber threats, enhancing customer trust and safeguarding the company’s digital assets.	By developing and enforcing stringent cybersecurity policies, conducting regular training for employees, and securing ISO and cybersecurity certifications in cybersecurity, we are committed to maintaining robust data protection standards	Positive: Prevention of financial penalties and losses due to data breaches, maintaining operational integrity and customer confidence.

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	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y ²	Y ³	Y ⁴	Y ⁵	Y ⁶	Y ⁷	NA ⁸	Y ⁹	Y ¹⁰
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	N ¹¹	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	<p>The company has enacted the following policies and processes aligning with the Nine (9) NGRBC principles as prescribed by the Ministry of Corporate Affairs.</p> <ul style="list-style-type: none"> • Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information • Policy on Preservation of Documents–Archival Policy • Board Diversity Policy • Board Evaluation Policy • Familiarisation programme of Independent Director • Dividend Distribution Policy • Policy on dealing with Related Party Transactions • Determination of material subsidiary • Terms and Conditions of Appointment of Independent Directors • Performance Evaluation Policy • Policy for Determination of Materiality of Information or Events • Succession Planning Policy • Whistle Blower Vigil Mechanism Policy • Code of Conduct of Board and Senior Management Team • CSR Policy • Remuneration Policy • Anti Bribery & Corruption • Anti-Money Laundering • Prevention of Sexual Harassment (POSH) • Prevention of Insider Trading 								

¹ Policies covering aspects of Principle 1 include the Code of Conduct (CoC), Whistleblower, Unpublished Price Sensitive Information (UPSI), Anti Money Laundering (AML), Cybersecurity, Related Party Transactions (RPT), Personal Investment Trading (PIT), and Conflict of Interest. Considering the nature of business of the Company,

² Principle – 2 may not be directly applicable. However, the Company endeavour to comply with all the applicable rules and regulations w. r. t. its services. We attempt to be transparent, fair in our advice and responsive to customer requirements and feedback.

⁴ Policies covering aspects of Principle 3 include Health & Safety (H&S), Equal Opportunity, and Prevention of Sexual Harassment (POSH).

⁵ Policies covering aspects of Principle 4 include Grievance Redressal and Dividend Distribution.

⁶ Policies covering aspects of Principle 5 include the Code of Conduct (CoC).

⁷ Policies covering aspects of Principle 6 include Environmental, Social, and Governance (ESG) practices.

⁸ Principle 7 is not applicable to Nuvama because our operations do not directly influence public and regulatory policy. Our commitment lies in being responsible and transparent in our business practices.

⁹ Policies covering aspects of Principle 8 include Corporate Social Responsibility (CSR).

¹⁰ Policies covering aspects of Principle 9 include Grievance Redressal and Cybersecurity.

¹¹ Within Principle 3, while Health & Safety (H&S) and Prevention of Sexual Harassment (POSH) policies have been approved by the Board, the Equal Opportunity policy awaits board approval.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9										
	<p>The above mentioned policies and processes have been developed inline with the guidelines of NGRBC and other global frameworks followed by a benchmarking of best practices adopted by industry peers. The process of developing such policies also involved detailed consultations with various stakeholders of the company. The policies and processes are available at https://www.nuvama.com/investor-relations/corporate-governance/ and https://www.nuvama.com/wp-content/uploads/2023/12/Nuvama-ESG-Report.pdf</p> <p>It shall be also noted that some policies are internal and are available to the employees through the company's intranet.</p>																		
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	NA	Y	NA										
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	N	NA	N	N	N	N	NA	N	NA										
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 company's information security management program is based on ISO 27001:2022 standard.</p>																		
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	<p>Nuvama has defined internal goals/targets with defined timelines. Additionally, Nuvama strategically aligns its business operations with the United Nations Sustainable Development Goals (SDGs) to enhance its contributions toward sustainable development. The table below details out the SDG's that align with the company's initiatives under each of the NGRBC principles. In total, the company's initiatives postiviely impact thirteen (13) SDGs. This commitment enhances Nuvama's corporate responsibility initiatives and amplifies its positive social and environmental impacts, underscoring a strong commitment to fostering sustainable development alongside maintaining business excellence.</p> <table border="1"> <thead> <tr> <th>NGRBC Principles</th> <th>Nuvama's initiatives align with the following SDGs</th> </tr> </thead> <tbody> <tr> <td>Principle 1</td> <td> <ul style="list-style-type: none"> SDG 16: Peace, Justice and Strong Institutions SDG 17: Partnership for the Goals </td> </tr> <tr> <td>Principle 2</td> <td> <ul style="list-style-type: none"> SDG 7: Affordable and Clean Energy SDG 9: Industry, Innovation and Infrastructure SDG 12: Responsible Consumption and Production </td> </tr> <tr> <td>Principle 3</td> <td> <ul style="list-style-type: none"> SDG 3: Good Health and Well-Being SDG 5: Gender Equality SDG 8: Decent Work and Economic Growth SDG 16: Peace, Justice and Strong Institutions </td> </tr> <tr> <td>Principle 4</td> <td> <ul style="list-style-type: none"> SDG 8: Decent Work and Economic Growth SDG 11: Sustainable Cities and Communities SDG 16: Peace, Justice and Strong Institutions SDG 17: Partnership for the Goals </td> </tr> </tbody> </table>									NGRBC Principles	Nuvama's initiatives align with the following SDGs	Principle 1	<ul style="list-style-type: none"> SDG 16: Peace, Justice and Strong Institutions SDG 17: Partnership for the Goals 	Principle 2	<ul style="list-style-type: none"> SDG 7: Affordable and Clean Energy SDG 9: Industry, Innovation and Infrastructure SDG 12: Responsible Consumption and Production 	Principle 3	<ul style="list-style-type: none"> SDG 3: Good Health and Well-Being SDG 5: Gender Equality SDG 8: Decent Work and Economic Growth SDG 16: Peace, Justice and Strong Institutions 	Principle 4	<ul style="list-style-type: none"> SDG 8: Decent Work and Economic Growth SDG 11: Sustainable Cities and Communities SDG 16: Peace, Justice and Strong Institutions SDG 17: Partnership for the Goals
NGRBC Principles	Nuvama's initiatives align with the following SDGs																		
Principle 1	<ul style="list-style-type: none"> SDG 16: Peace, Justice and Strong Institutions SDG 17: Partnership for the Goals 																		
Principle 2	<ul style="list-style-type: none"> SDG 7: Affordable and Clean Energy SDG 9: Industry, Innovation and Infrastructure SDG 12: Responsible Consumption and Production 																		
Principle 3	<ul style="list-style-type: none"> SDG 3: Good Health and Well-Being SDG 5: Gender Equality SDG 8: Decent Work and Economic Growth SDG 16: Peace, Justice and Strong Institutions 																		
Principle 4	<ul style="list-style-type: none"> SDG 8: Decent Work and Economic Growth SDG 11: Sustainable Cities and Communities SDG 16: Peace, Justice and Strong Institutions SDG 17: Partnership for the Goals 																		

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Principle 5									
Principle 6									
Principle 7									
Principle 8									
Principle 9									

6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met. Nuvama has internally committed to various ESG goals and targets that focus on environmental conservation, leveraging digital tools for customers, digital payment collection, fostering an inclusive workplace etc. Such goals/targets are tracked internally and the details of progress made against some of these targets are included in our ESG report - <https://www.nuvama.com/wp-content/uploads/2023/12/Nuvama-ESG-Report.pdf>

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) Dear all,

We are delighted to introduce our inaugural Business Responsibility and Sustainability Report (BRSR) for the fiscal year 2023-2024. At Nuvama, our ethos revolves around doing things right – for our clients, our employees, our stakeholders and in the way we conduct our business. Expanding this philosophy to encompass our sustainability responsibilities, we have articulated our ESG Vision succinctly: ‘Let’s do it right, for people, planet, and profits,’ with keen focus to ensure a sustainable and positive impact across all dimensions.

Our ESG journey began in January 2023 marked by a comprehensive materiality assessment conducted through extensive stakeholder consultations. In this financial year, we have defined our ESG strategy and fortified our governance framework by forming the ESG Committee. These early initiatives ensure that our sustainability agendas are built on a strong foundation and are in alignment with our core values and business objectives.

In this edition of the BRSR, we highlight a myriad of initiatives and responsible practices undertaken by Nuvama, all centred around our three ESG pillars: people, planet, and profits. Our dedication to CSR (corporate social responsibility) remains unwavering, evidenced by the various initiatives we have supported across the themes of women empowerment, education and CRCA (Community resilience and climate action).

As we look towards the future, we continue our commitment across all vectors of sustainability – Environment, Social and Governance by embracing emerging trends and adopting the best practices to ensure our impact resonates positively within our communities and beyond.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
----------------------	-----	-----	-----	-----	-----	-----	-----	-----	-----

8. **Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).** Mr. Ashish Kehair
Managing Director & CEO
07789972

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 company has constituted a dedicated ESG committee chaired by an independent director and consists of one non-executive director and one executive director. The ESG committee is mandated for formulating the company's policies, commitments, strategies and actions to be undertaken towards Environmental Social and Governance aspects. The committee provides recommendations to the Board of Directors along with an annual action plan and ESG roadmap. Additionally, the committee also monitors the implementation of company's ESG strategy and provides guidance on management of various ESG risks and ensuring an effective and timely disclosure of company's ESG performance to the stakeholders. The terms of reference for the ESG committee can be found in the weblink: <https://www.nuvama.com/investor-relations/corporate-governance/board-committees-constitutions/>

Name of the Members	Designation
• Mr. Sameer Kaji	Independent Director
• Mr. Nikhil Kumar Srivastava	Non-executive Director
• Mr. Shiv Sehgal	Executive Director

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)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9

Performance against above policies and follow-up action All Company policies undergo regular or as-needed reviews by ESG committee, department/ business heads or senior management. These policies are then brought before the Board of Directors for necessary action. This assessment also includes a review of the policies' effectiveness and the implementation of any required changes.

Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances The Company complies with all applicable regulations. The audit and ESG committees are mandated to ensure compliance with all statutory requirements relevant to the principles and rectification of any non-compliance associated with the same.

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.** All policies and processes, are subject to internal audits conducted by the organisation. Further, the company had engaged E&Y to review existing policies, identify gaps and provide recommendations for developing any new policies in alignment with global standards and rating agencies. Also, corresponding departments periodically review and update the policies to ensure compliance and effectiveness.

12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
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)									Not Applicable.
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									All the principles are covered in our policies mentioned in Question 1 of Section B.
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

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.

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:**

S. No.	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
1	Board of Directors		The Company organizes meeting of Directors with the senior management to discuss the functioning of the organisation and the nature of operations. The organisation makes presentations in Board and Committee Meetings to familiarize the Independent Directors & Non- Executive Directors with the strategy, financial performance, budgets, overview of business performances, statutory reporting, compliance process of the organisation, etc. During the year, the Independent Directors of the organisation spent an aggregate 24 hours,. For more details, please refer to the link below: https://www.nuvama.com/wp-content/uploads/2024/05/Familiarisation-programme-of-Independent-Director.pdf	NA
2	Key Management Personnel	4	The KMP underwent four (4) trainings covering the following compliance topics during the reporting year. <ul style="list-style-type: none"> • Anti-Money Laundering • Information Security Management System (ISMS) • Prevention Of Sexual Harassment (PoSH) • Prohibition Of Insider Trading (PIT); 	100%

S. No.	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
3	Employees other than BODs and KMPs	53	<p>The employees of the company underwent several training programs categorized under the following five (5) themes during the reporting year.</p> <p>Theme 1: Compliance Training</p> <ul style="list-style-type: none"> • Anti-Money Laundering (AML) • Prevention of Insider Trading (PIT) • Information Security Management System (ISMS) • Prevention Of Sexual Harassment (PoSH) <p>Theme 2: Technical Skills Training</p> <ul style="list-style-type: none"> • Excel Basics • Excel Advance • MS EXCEL • MS PowerPoint • Fund Accounting • Clearing Operations <p>Theme 3: Leadership and Professional Development</p> <ul style="list-style-type: none"> • Alpha Q • Art of Powerful Presentations • Making Powerful Presentations • Effective Communication • Emotional Intelligence • Essentials of Leadership – ISB • Interpersonal Effectiveness and Team Building – IIM A • Managerial Effectiveness – IIM A • Service leadership excellence • The Evolving Workplace: Navigating Inter-generational Dynamics <p>Theme 4: Personal and Career Development</p> <ul style="list-style-type: none"> • Big Thinking • Biz Training • Communicate to differentiate • Crafting Brand You • Power Dressing and Impactful First Impressions <p>Theme 5: Onboarding and Orientation</p> <ul style="list-style-type: none"> • MT Induction Program • OnBoarding Ops • Nuvama Platform Orientation • Bloomberg • Client Servicing • Debriefing Session: Thomas PPA Assessments • Debriefing Thomas PPA Assessments • ISG Workshop 	<p>100%</p> <p>3%</p> <p>7%</p> <p>72%</p> <p>10%</p>

During the year 2023-2024, Nuvama achieved 68.2 average manhours of training per employee which is 3% higher than the previous year 2022-2023.

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					
	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			NIL		
Compounding fee					
Non-Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)	
Imprisonment			NIL		
Punishment					

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision are preferred in cases where monetary or non-monetary action has been appealed.

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 adheres to strict anti-corruption and anti-bribery standards as outlined in our Code of Conduct. This policy details acceptable behaviors and practices concerning overall conduct and also emphasizes on the exchange of gifts and entertainment, defining what is considered ethical, aligning with our commitment to upholding good corporate governance. It includes specific monetary thresholds and an approval process for exceptions, ensuring transparency and accountability. The policy is readily accessible to all employees through the company's intranet for ongoing reference and compliance.

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

Category	FY 2024	FY 2023
Directors	NIL	NIL
KMPs	NIL	NIL
Employees	NIL	NIL

6. Details of complaints with regard to conflict of interest:

	FY 2024		FY 2023	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	-	NIL	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL	-	NIL	-

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.

No such incidents have been reported.

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format

Number of days of accounts payables	FY 2024	FY 2023
	(Current Financial Year)	(Previous Financial Year)
	54.39	50.74

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 2024	FY 2023
Concentration of Purchases	a. Purchases from trading houses as % of total purchases		
	b. Number of trading houses where purchases are made from		
	c. Purchases from top 10 trading houses as % of total purchases from trading houses		
Concentration of Sales	a. Sales to dealers/distributors as % of total sales		
	b. Number of dealers /distributors to whom sales are made		
	c. Sales to top 10 dealers/ distributors as % of total sales to dealers /distributors		
Share of RPTs in	a. Purchases (Purchases with related parties /Total Purchases) *	1.83%	5.90%
	b. Sales (Sales to related parties /Total Sales) **	1.10%	22.45%
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	0.00%	0.00%
	d. Investments (Investments in related parties /Total Investments made)	16.67%	15.88%

* calculated as total expenses paid to related parties to total expenses.

**calculated as total income earned from related parties to total income.

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in value chain covered by the awareness programmes
--	---	--

Programs for Value Chain Partners were not conducted in FY 2023-2024, however, the company plans to conduct such programs in the future.

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 Board of Directors are subject to the Board-approved Code of Ethics / Conduct which mandates that the Board members shall avoid conflict of interest and disclose to the Board any material transaction or relationship that reasonably could be expected to give rise to such a conflict. The Board members are required to disclose any change in their interest in any entities to the Board as and when such change occurs, and at a minimum at the first meeting of the Board held in the financial year. In line with applicable Rules and Regulations, the Board members are required to provide Disclosures to the Company on an annual basis and at the time of their appointment / re-appointment. This declaration also contains information of entities in which the directors have interest. As and when any director is appointed / re-appointed, the Company's Secretarial team carries out a due diligence exercise which inter-alia examines the possibility of conflict of interest.

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

- 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.**

	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)	Details of improvements in environmental and social impacts
R&D	Reflecting the nature of our business, our capital expenditures (CAPEX) are primarily aimed at enhancing our digital platform, encompassing both infrastructure and processes. During the reporting period, we focused our CAPEX on upgrading our IT infrastructure and systems. These investments covered hardware, including laptops and other devices, as well as software and necessary updates.		
Capex			

- Does the entity have procedures in place for sustainable sourcing? (Yes/No)**
 - If yes, what percentage of inputs were sourced sustainably?**
NWML's core operations primarily revolve around offering financial products and services, resulting in minimal resource consumption. Consequently, sustainable sourcing practices have limited applicability to the company's service portfolio and thus not included as part of current procurement strategy. However, the company considers sustainability aspects such as energy efficiency standards during the purchase of electronic equipment such as computers, laptops, lightning devices, ACs etc. Further, the BKC building where the company's corporate office is located is a LEED Gold certified green building by IGBC demonstrating Nuvama's dedication to innovate the workplace of the future, where sustainability and innovation merge seamlessly for a work environment that helps improve productivity.
- 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.**
Given that the Company operates in the financial services sector, it does not produce any hazardous waste, with the main types of waste being paper, plastic, and electronic waste. The company recognizes the need to dispose of waste responsibly, despite having constrained capacity to influence these practices. For the disposal of electronic waste, the company collaborates with government authorized e-waste recyclers and dismantlers. Additionally, the company actively works to reduce its plastic footprint by evaluating and minimizing the use of single-use plastics across its premises and operations. For more information with respect to reducing paper consumption through digital alternatives and promoting recycling programs for office waste please refer to Principle 6.
- 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.**
Extended Producer Responsibility (EPR) does not apply to our activities due to the nature of our operations.

Leadership Indicators

- 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?**
Given the nature of our business and operations, such assessments are not applicable.
- 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.**
Given the nature of our business and operations, such assessments are not applicable.
- Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**
Given the nature of our business operations, the use of recycled or reused input material in our service offerings is not applicable. Nonetheless, the company is dedicated to advancing waste management and environmental sustainability in its office locations through various initiatives discussed under Principle 6.

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:

Given the nature of our business operations, reclaiming of products and packaging is not applicable.

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Given the nature of our business operations, reclaiming of products and packaging is 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:

Nuvama places strong emphasis on employee well-being, offering a range of benefits to support the physical, mental and financial health of our employees. Some of the well-being initiatives include Medclaim policies, personal loan benefits, happiness time-off, paternity and maternity leave & benefits, health counselling and annual health check-up. All employees of the company are covered by health and accident insurance. We also launched Nuvama Cares – a holistic platform focused on mental well-being and physical fitness. In the light of maternity leave and financial allowance provided to new mothers, the return to work rate and retention rate of female employees that took parental leave stood at 94% and 98% for the year respectively.

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	2,328	2328	100%	2,328	100%	NA	NA	2,328	100%	NIL	NIL
Female	776	776	100%	776	100%	776	100%	NA	NA	NIL	NIL
Total	3,104	3104	100%	3,104	100%	776	100%	2,328	100%	NIL	NIL
Other than Permanent employees											
Male	394	394	100%	394	100%	NA	NA	394	100%	NIL	NIL
Female	69	69	100%	69	100%	69	100%	NA	NA	NIL	NIL
Total	463	463	100%	463	100%	69	100%	394	100%	NIL	NIL

b. Details of measures for the well-being of workers:

This is not applicable to Nuvama as there are no workers

c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	FY 2024 Current Financial Year	FY 2023 Previous Financial Year
Cost incurred on well- being measures as a % of total revenue of the company	0.65%	1.15%

2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2024 Current Financial Year			FY 2023 Previous Financial Year		
	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/N.A.)	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/N.A.)
PF*	96%	NA	Y	96%	NA	Y
Gratuity	100%	NA	Y	100%	NA	Y
ESI	1%	NA	Y	1%	NA	Y
Others – please Specify (NPS)*	3%	NA	Y	3%	NA	Y

Note: *The option to choose PF & NPS benefits is available to all employees, but the percentages shown in the table above represent the proportion of employees who have opted for the respective benefits.

Accessibility of workplaces

3. 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.

The office premises of the company are designed to be accessible to differently-abled employees, in compliance with the requirements outlined in the Rights of Persons with Disabilities Act, 2016. Our facilities feature ramps and elevators to facilitate easy movement and ensure inclusivity for individuals with disabilities.

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 adheres to an Equal Opportunity Policy aligned with the Rights of Persons with Disabilities Act, 2016. This policy prohibits discrimination based on religion, race, caste, gender, sexual orientation, national origin, age, veteran or military status, disability, disease including HIV, genetic information, or any other characteristic protected by applicable law. The company's focus on inclusivity extends to differently abled individuals and the recruitment efforts are targeted towards attracting and empowering talented individuals with diverse abilities, fostering an environment that values their unique talents and contributions. Additionally, we prioritize training and development opportunities based on merit, striving to ensure equality of opportunity and non-discrimination throughout all company policies and practices.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees	
	Return to work rate	Retention rate
Male	100%	100%
Female	94%	98%
Total	98%	99%

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.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Employees	Yes, Nuvama's Whistle-Blower Policy/Vigil Mechanism embodies commitment to fostering a culture of integrity and accountability throughout the organization. Anchored in principles of professionalism, honesty, and ethical behavior, this framework empowers stakeholders, including employees, contractors, vendors, and customers, to confidentially report concerns.
Other than Permanent Employees	By encouraging the disclosure of violations of laws, breaches of the Code of Conduct, and unethical practices, Nuvama demonstrates its dedication to upholding transparency and ethical standards. The whistle blower vigil mechanism policy of the company can be found in the weblink: https://www.nuvama.com/wp-content/uploads/2023/08/Nuvama-Whistle-Blower-Vigil-Mechanism-Policy.pdf In addition, Nuvama is committed to establishing and maintaining a congenial, safe and fair work environment that is free from discrimination, intimidation and sexual harassment of women at workplace. The Policy on Prevention of Sexual Harassment (POSH) is formulated on the aforesaid principles which are part of the cornerstone of the Nuvama Group's philosophy and in compliance with The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules noticed thereunder. The policy outlines the mechanism to report actual or suspected complaints related to harassment, discrimination or retaliation. The company also provides mandatory POSH training for all its employees reiterating its commitment to human rights and prevention of sexual harassment. The company also enforces a strict no-retaliation policy, which is clearly outlined in its Prevention of Sexual Harassment (POSH) and Whistleblower policies.

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	FY 2024			FY 2023		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	%(D/C)
Permanent Employees						
Male						
Female	Given the nature of our business operations, the company does not warrant union or associations.					
Total						

8. Details of training given to employees and workers:

With regards to health & safety measures, the company prioritizes fire safety through regular mock fire drills conducted by the building management team for all tenants in large offices exceeding 10,000 square feet. These drills provide crucial training on fire safety protocols, including the proper use of fire extinguishers. In addition, 80% of the company's offices have been assessed for health & safety practices by the internal team.

On skill upgradation, the employees of the company underwent several training programs in the reporting year categorized under the following five (5) themes during the reporting year: (1) Compliance Training; (2) Technical Skills Training; (3) Leadership and Professional Development; (4) Personal and Career Development and (5) Onboarding and Orientation.

On an ongoing basis training need identification is undertaken and various training programs to upgrade skills and knowledge levels of our employees are accordingly provided. By investing in our employees' learning and development, we aim to enhance their skills and expertise, improve their job satisfaction and retention, and ultimately contribute to the overall success of our business. During the FY 2023-2024, the company has achieved an average of 68.2 manhours of training.

Looking ahead, the company is committed to further enhancing employee training and talent development with an ESG focus in mind. Some of the future training focused initiatives planned by the company include incorporation of an ESG module within the induction curriculum, mandatory training of ESG and BRSR for all employees, dedicated ESG information hub in the intranet etc.

Category ¹²	FY 2024 (Current Financial Year)					FY 2023 (Previous Financial Year)				
	Total (A)	On Health and safety measures		On Skill upgradation		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	2,328	2328	100%	2,328	100%	2,127	2,127	100%	2,127	100%
Female	776	776	100%	776	100%	718	718	100%	718	100%
Total	3,104	3104	100%	3,104	100%	2,845	2,845	100%	2,845	100%

9. Details of performance and career development reviews of employees and worker:

At Nuvama, performance reviews are conducted annually that commence with a goal setting exercise in the beginning of the FY. The Performance review allows all employees to do a self-assessment on pre-defined KRA/ KPIs and document their training needs. Annual Performance conversation and check-ins during the year are done between employee and reporting manager which covers performance feedback, discussion on career goals and training needs. During the current year, 100% of our employees received a regular performance and career development review.

Category ¹³	FY 2024 (Current Financial Year)			FY 2023 (Previous Financial Year)		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	2,328	2,328	100%	2,127	2,127	100%
Female	776	776	100%	718	718	100%
Total	3,104	3,104	100%	2,845	2,845	100%

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 has implemented several initiatives to manage occupational health and safety effectively.

- Fire safety is prioritized through regular mock fire drills conducted by the building management team for all tenants in large offices exceeding 10,000 square feet. These drills provide crucial training on fire safety protocols, including the proper use of fire extinguishers.
- Additionally, ergonomic equipment such as movable backrest chairs is provided to employees to promote comfort and reduce the risk of strain-related injuries.
- Hygiene measures include regular lab testing of tap water and filtered water every six months, provision of covered dustbins to prevent infections, pest control measures, and the installation of HVAC systems with HEPA filters to ensure cleaner air within the office premises.
- 80% of the company's offices have been assessed for health & safety practices by the internal team.
- The company conducts regular training sessions and workshops to raise awareness about various issues including stress, anxiety, depression, and burnout. These programs aim to promote open discussions, and provide employees with tools and resources for self-care and seeking support.

¹² Health & Safety Trainings include only permanent employees

¹³ Career Development Trainings include only permanent employees

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Periodic communications and alerts are sent out to employees and awareness sessions are conducted on safety related aspects. Employees are given periodic training on Fire safety, including evacuation drills. In addition, 80% of the company's offices have been assessed for health & safety practices by the internal team.

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

Nuvama does not have workers; therefore, processes for workers to report work-related hazards and remove themselves from such risks are not applicable. However, the company has implemented e-surveillance measures in its offices to identify and prevent hazards to employees as well as protect and safeguard office premises.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Y/N)

Yes, employees of Nuvama have access to non-occupational medical and healthcare services. This includes services such as access to healthcare providers, health insurance, maternity leave and allowance, annual health checkup and wellness programs aimed at promoting overall employee well-being.

11. Details of safety related incidents, in the following format:

Safety Incident/Number	Category	FY 2024 Current Financial Year	FY 2023 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)			
Total recordable work-related injuries	Employees	NIL	NIL
No. of fatalities			
High consequence work-related injury or ill-health (excluding fatalities)			

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

Yes, The company is dedicated to ensuring the health and welfare of the workforce while maintaining seamless business operations and productivity. Our offices maintain high standards of cleanliness and hygiene, with strict protocols for personal and public hygiene. The HR team regularly communicates with employees through digital channels to monitor their well-being and to provide necessary support for them and their families.

We have implemented the following initiatives:

- The company is committed to establishing and maintaining a friendly, safe, and fair work environment that is free from discrimination, intimidation, and sexual harassment of women in the workplace. The company has policies such as Prevention of Sexual Harassment (POSH), Whistle-blower Policy, and Disciplinary Policy to address all untoward incidents. Employees also undergo mandatory POSH training to ensure awareness and compliance.
- The company is committed to fostering a safe and secure environment for employees to thrive personally and professionally. The company has a strong communication strategy to align all employees to one vision and provide a safe channel for sharing information, providing feedback, and addressing concerns. Across the organisation, multiple town halls and employee pulse connect are conducted at regular intervals.
- The building management team (for large offices exceeding 10,000 sq. ft.) conducts mock fire drills for all tenants every six months, ensuring preparedness and safety.
- The company ensures well-being of our employees by maintaining an on-site doctor room equipped with required first aid kits for immediate medical assistance when needed. We also have a special room to rest and recoup in case of sudden illness during workhours

- All our offices have developed and prominently displayed emergency evacuation floor plans to facilitate easy navigation to emergency exit in case of any emergencies.
- We actively advocate utilization of low-emission materials in our HVAC systems to enhance the quality of indoor air in the offices. Moreover, we have implemented measures such as indoor plants and air purifiers in select areas to complement these efforts and promote clean and healthy indoor environments.

13. Number of Complaints on the following made by employees and workers:

	FY 2024			FY 2023		
	(Current Financial Year)			(Previous Financial Year)		
	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	NIL	NIL	-	NIL	NIL	-
Health & Safety	NIL	NIL	-	NIL	NIL	-

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	80% offices have been assessed for health & safety practices by the internal team
Working Conditions	80% offices have been assessed for health & safety practices by the internal team

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.

No incidences of breach were reported.

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).

a. Employees (Yes/No)	Yes, Company provides its employees with group term life and personal accident cover in addition to medical insurance.
------------------------------	--

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 through its vendor agreements and mandatory checks ensures that all relevant statutory dues are properly deducted and deposited for their value chain partners and suppliers.

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 rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	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 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Employees	NIL	NIL	NIL	NIL

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 provides Transition Assistance Programs to support employees through career transitions, including retirement and termination of employment. In cases of retirement, the company offers sensitivity and support, including the option for the retiring employee to continue as an Internal Contract employee for a certain period and retainership modules for up to a year depending on their health conditions and organizational requirements (the extension is organization need basis). These programs aim to demonstrate our commitment to our employees' wellbeing throughout their career.

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	The assessment for Value Chain Partners was not conducted in FY 2023-2024, but the company plans to conduct assessments in the future.
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.

Since assessments of health and safety practices and working conditions of value chain partners were not conducted in the FY 2023-2024, this question is not applicable.

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.

At Nuvama, stakeholders are defined as individuals or groups who contribute to or create value for the organization, aligning with its core vision and mission. These stakeholders include employees at all managerial levels, shareholders and investors, customers, channel partners, knowledge management partners, regulators, lenders, researchers, and communities benefiting from CSR initiatives. The Company identifies and maps key stakeholders according to their role, relevance, and influence.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

S. No.	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
1	Employees	No	Emails and meetings, Employee satisfaction survey, Training and capacity building programmes, Performance review and recognition, Employee volunteering, Leadership connects and townhalls	Continuous	<ul style="list-style-type: none"> Career growth and Job security. Learning and development initiatives. Talent management and Employee Participation
2	Customers	No	Customer feedback, Customer surveys, Emails/ phone calls/ meetings, Customer (in-person/ one-on-one) visits and Customer care channels/ social media interactions	Frequent and need-based	<ul style="list-style-type: none"> Post-engagement support Grievances Advisory Service Quality Data protection Product personalization Digital interface experience

S. No.	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
3	Shareholders & Investors	No	Press releases, Investor/ analyst meets, Investor conferences, Investor Presentations, Direct investor engagement, Investor grievance redressal, Annual General Meeting, Stock Exchange Intimations and Regulatory disclosures	Frequent and need-based	<ul style="list-style-type: none"> Financial performance Business developments Sustainability/ ESG performance Compliance updates
4	Government and Regulators	No	Meetings held with key regulatory bodies, participate in the various industry standard forums, Exchanging communications, Presentations, Industry associations, Mandatory filings, Meetings with top management of regulators, Investor presentations, Quarterly and annual reports, Public disclosures, Company website	Periodically	<ul style="list-style-type: none"> Compliance with statutory and legal guidelines To meet the compliance needs and engage with regulators
5	Communities	Yes	CSR initiatives are managed and communicated by CSR partners	As per program requirements	<ul style="list-style-type: none"> Monitoring and evaluation Sustainable development of the community
6	Vendors and Business Associates	No	NA	NA	NA

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.

In the FY 2023-2024, the company conducted its first materiality assessment involving both internal and external stakeholders, facilitating an open dialogue and exchange of perspectives. The Board acknowledges the organization's dedication to continuous engagement with diverse stakeholders, ensuring that feedback and insights from these consultations are efficiently relayed for strategic decision-making.

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.

Nuvama places a strong emphasis on stakeholder engagement as a crucial aspect of its operations. The company recognizes that engaging with its stakeholders is essential for understanding their needs, addressing concerns, and building long-term relationships based on trust and mutual benefit.

The ongoing stakeholder consultations were vital in identifying the Company's key environment and social concerns. The results from these consultations were integral in shaping Nuvama's ESG policy framework, which clearly outlines the company's commitment to prioritize areas such as environmental stewardship and social responsibility. This framework guides all corporate actions and policies, ensuring that stakeholder insights directly influence the company's strategic initiatives and operational practices.

As part of its ESG journey, the company embarked on a comprehensive stakeholder engagement program to identify critical material topics. Our first materiality assessment, which involved both internal and external stakeholders, was completed in the FY 2022-2023. As an outcome of this process, the company identified nineteen (19) material ESG topics that remains a cornerstone of the company's ESG strategy. Furthermore, we have established an ESG policy framework that articulates our commitment to the identified focus areas and material topics, ensuring our strategic alignment with our sustainability objectives.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/marginalized stakeholder groups.

The company is dedicated to improving the quality of life for individuals and empowering institutions that serve the community. It actively engages in CSR projects designed with careful consideration of the environmental and societal contexts. While these initiatives benefit all communities, the company focuses particularly on supporting vulnerable and marginalized groups, ensuring that its CSR efforts are both inclusive and impactful.

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:

Nuvama ensures that its employees undergo comprehensive training sessions covering various human rights issues and policies, including but not limited to Prevention of Sexual Harassment (POSH), Whistleblower Mechanism, and Code of Conduct (CoC). Details regarding the coverage of these trainings are outlined in the following table.

Category	FY 2024 Current Financial Year			FY 2023 Previous Financial Year		
	Total (A)	No. of Employees / workers covered (B)	% (B / A)	Total (C)	No. of employee / workers covered (D)	% (D / C)
Employees						
Permanent	3,104	3,104	100%	2,845	2,845	100%
Other than permanent	463	463	100%	437	437	100%
Total Employees	3,567	3,567	100%	3,282	3,282	100%

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2024 Current Financial Year				FY 2023 Previous Financial Year					
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent	3,104			3,104	100%	2,845			2,845	100%
Male	2,328			2,328	100%	2,127			2,127	100%
Female	776			776	100%	718			718	100%
Other than Permanent	463			463	100%	437			437	100%
Male	394			394	100%	374			374	100%
Female	69			69	100%	63			63	100%

3. Details of remuneration/salary/wages

a. Median remuneration / wages as on 31 March 2024:

S. No.	Type of employee	Gender	Total Number	Median remuneration/ salary/ wages
1	Board of Directors (BoD)	Male*	10	34,70,000
		Female	1	31,90,000
2	Key Management Personnel (KMP)	Male	3	5,97,80,700
		Female	1	66,25,452
3	Employees other than BoD and KMP	Male	2,693	10,00,000
		Female	839	9,50,000

* Includes 2 Key Managerial Personnel.

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2024 Current Financial Year	FY 2023 Previous Financial Year
Gross wages paid to females as % of total wages	17%	16%

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)

The Human Resources team is responsible to protect Human Rights across all employees. The company is committed to upholding human rights and ensures the same by promoting fairness, equality, and safety across all its operations. The company fosters an inclusive work environment and encourages open communication. In addition, the ESG committee is mandated to review and assess the company's performance on ESG goals as well as addressing any impacts or issues concerning ESG including human rights.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

Nuvama has established robust internal mechanisms to redress grievances related to human rights issues like misbehaviour, discrimination based on gender, caste, sex and sexual harassment of employees. The company's framework includes several policies aimed at protecting human rights and facilitating grievance resolution:

- **Prevention of Sexual Harassment (POSH):** This policy, in compliance with national laws, addresses sexual harassment at work, providing clear protocols for handling complaints. In addition, the company also provides mandatory POSH training for all its employees reiterating its commitment to human rights and prevention of sexual harassment.
- **Whistleblower Mechanism:** Enables employees and stakeholders to report unethical behavior or violations anonymously and securely.
- **Disciplinary Mechanism:** Ensures prompt and effective action against human rights violations and breaches of company policy.
- **Equal Opportunity Policy:** Upholds principles of non-discrimination and equality, ensuring all employees are treated fairly regardless of their background.
- **No-Retaliation Policy:** The company also enforces a strict no-retaliation policy, which is clearly outlined in its Prevention of Sexual Harassment (POSH) and Whistleblower policies.

Nuvama prioritizes continuous communication and education to foster awareness among employees about these policies and their rights. An independent redressal process, supported by these frameworks, helps ensure that the workplace remains safe and respectful for all employees. All human rights related grievances are centrally managed by the ESG committee.

6. Number of Complaints on the following made by employees and workers at Nuvama level:

Category	FY 2024 (Current Financial Year)			FY 2023 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	Remarks
Sexual Harassment	2	NIL	-	NIL	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:

	FY 2024	FY 2023
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	2	NIL
Complaints on POSH as a % of female employees/workers	0.24%	0.00%
Complaints on POSH upheld	100%	100%

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

Nuvama is committed to maintaining a safe and equitable workplace, ensuring that complainants in discrimination and harassment cases are protected from adverse consequences. The company enforces a strict no-retaliation policy, which is clearly outlined in its Prevention of Sexual Harassment (POSH) and Whistleblower policies. Additionally, Nuvama provides options such as role or managerial changes to safeguard the complainant's well-being. Continuous monitoring and support are offered to ensure the complainant does not face any discrimination or backlash following a complaint. This proactive approach fosters a culture of trust and integrity within the workplace. Further the mechanisms to prevent adverse consequences to the complainant are reiterated in the POSH trainings conducted for employees.

9. Do human rights requirements form part of your business agreements and contracts?(Yes/No)

Given the nature of company's business operations, the human rights related risks are considered to be not material. Currently, Nuvama does not explicitly include human rights requirements in its business agreements and contracts. However, the company is committed to ethical business practices and upholds human rights standards across all operations as part of its broader ESG commitments.

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	
Forced/involuntary labour	Given the nature of company's business operations, the human rights related risks are considered to be not material. However, Nuvama maintains stringent internal checks to ensure compliance to the regulatory requirements and statutes.
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.

Nuvama is committed to continuous improvement in its operations. The company's proactive approach includes regular policy reviews, training programs, and updates to ensure ongoing compliance and address any potential human rights risks identified during internal checks. Nuvama has conducted sensitization workshops for Leaders and enhanced communication to ensure there is increased awareness on policies and platforms available for employees to raise any discrimination or harassment or any other grievance freely.

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

No human rights related grievances/complaints were received in FY 2023-2024 and thus there have been no changes implemented in the business processes.

2. Details of the scope and coverage of any Human rights due-diligence conducted.

Given the nature of company's business operations, the human rights related risks are considered to be not material. Thus, human rights due diligence has not yet been conducted. However, the company plans to undertake this assessment in the future to ensure compliance and uphold its commitment to human rights standards.

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?

Yes, Nuvama's offices are designed to be accessible for differently abled visitors, in compliance with the Rights of Persons with Disabilities Act, 2016. The facilities include ramps and elevators, ensuring barrier-free access in alignment with statutory requirements and Nuvama's commitment to inclusivity.

4. Details on assessment of value chain partners:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Sexual harassment	
Discrimination at workplace	
Child labour	Nuvama did not conduct value chain assessments in FY 2023-2024 but acknowledges their importance. The company is refining its strategies to improve oversight and ensure compliance across its value chain in future reporting periods.
Forced/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 assessments were conducted on value chain partners in FY 2023-2024; thus, no corrective actions were needed.

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

Essential Indicators

1. a. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
From renewable sources		
Total electricity consumption (A)	-	
Total fuel consumption (B)	-	Not measured last year
Energy consumption through other sources (C)	-	
Total energy consumed from renewable sources (A+B+C)	2,695.95 GJ	

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
From non-renewable sources		
Total electricity consumption (D)	7,667.53 GJ	
Total fuel consumption (E)	0	
Energy consumption through other sources (F)	0	
Total energy consumed from renewable sources (D+E+F)	7,667.53 GJ	
Total energy consumed (A+B+C+D+E+F)	10,363.48 GJ	
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations)	0.33 ¹⁴	Not measured last year
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP)	0.014 ¹⁵	
Energy intensity in terms of physical output	NA	
Energy intensity (optional) – the relevant metric may be selected by the entity	-	

b. 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 independent evaluation or assurance was carried out in FY 2023–2024.

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.

Our business operations do not fall within the scope of the PAT (Perform Achieve and Trade) scheme targets.

3. a. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	-	-
(iii) Third party water	-	-
(iv) Seawater / desalinated water	-	-
(v) Others	44,188 kL	38,487.6
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	-	-
Total volume of water consumption (in kilolitres)	44,188 kL	38,487.6 ¹⁶
Water intensity per rupee of turnover (Total water consumption / Revenue from operations)	1.40	Not measured last year
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)	0.06	Not measured last year
Water intensity in terms of physical output	NA	Not measured last year
Water intensity (optional) – the relevant metric may be selected by the entity	-	Not measured last year

¹⁴ Revenue from operations (in Rs. In million): 31,509.84 (for intensity calculation purpose)

¹⁵ Purchasing power parities (PPP) conversion rates : 22.882 (INR/USD) – OECD Data

¹⁶ Water consumption figures reported in ESG Report 2023 was estimated considering only drinking water consumption. To provide a more comprehensive y-o-y comparison, both FY2022–2023 and FY 2023–2024 water consumption figures have been recalculated considering all water usage across all offices by the employees (using the CPHEEO recommended water consumption figure of 45 litres per person per day).

b. Indicate if any independent assessment/ evaluation Assurance has been carried out Water Withdrawal and Consumption data by an external for agency? (Yes/No)

No independent evaluation or assurance was carried out in FY 2023–2024.

4. Provide the following details related to water discharged:

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water		
- No treatment		
- With treatment – please specify the level of treatment		
(ii) To Groundwater		
- No treatment		
- With treatment – please specify the level of treatment		
(iii) To Seawater		
- No treatment		
- With treatment – please specify the level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify the level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify the level of treatment		
Total water discharged (in kiloliters)		

The only source of wastewater from the company's operations is the domestic wastewater generated from the office locations. The domestic wastewater is sent to the respective municipal corporations for treatment and disposal via the building management.

b. 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 independent evaluation or assurance was carried out in FY 2023–2024.

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Based on the nature of company's operations, this is not applicable to Nuvama.

6. a. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

	Please specify unit	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
NOx	mg/m3		
SOx	mg/m3		
Particulate matter (PM)	mg/m3		
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)	mg/m3		
Others – please specify	PPM		

Based on the nature of company's operations, this is not applicable to Nuvama.

b. Indicate if any independent assessment/ evaluation Assurance has been carried out for Air Emissions (other than GHG Emissions) by an external agency? (Yes/No)

Since, air emissions are not applicable to Nuvama, no assessment was carried out for the same.

7. a. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Please specify unit	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
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)	tCO ₂ e	Given the nature of company's operations and services, Scope 1 emissions are not applicable to Nuvama	
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)	tCO ₂ e	2,878	2,059
Total Scope 1 and Scope 2 emission intensity per million rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	tCO ₂ e/INR	0.09	Not measured last year
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/INR	0.004	Not measured last year
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO ₂ e/INR	NA	Not measured last year
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	tCO ₂ e/INR	-	Not measured last year

- b. Indicate if any independent assessment/ evaluation Assurance has been carried out for total GHG Emissions by an external agency? (Yes/No)

No independent evaluation or assurance was carried out in FY 2023–2024.

8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

Currently, the company does not have any direct projects specifically aimed at reducing greenhouse gas (GHG) emissions. However, we actively contribute to GHG reduction through the use of HVAC systems with refrigerants that have zero ozone depletion potential (ODP) and low global warming potential (GWP), thereby minimizing their environmental impact. Moving forward, the company is committed to furthering its environmental conservation efforts by establishing a baseline for greenhouse gas emissions, which will aid in the development of targeted initiatives to reduce our carbon footprint. Some of the existing measures implemented by the company that aid in indirect reduction of GHG emissions include energy efficient lighting and use of renewable power in the offices.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Total Waste generated (in metric tonnes)		
Plastic waste (A)	Included under the other Non-Hazardous waste category	
E-waste (B)	0.34 MT ¹⁷	Not Measured ¹⁸

¹⁷ In the FY 2023–2024, following the migration of infrastructure and the sunset/transition of unused infrastructure, NWIL disposed of 0.34 MT of E-Waste. This trend is anticipated to persist for upcoming fiscal years, as NWIL now rents infrastructure instead of purchasing it.

¹⁸ For the FY 2022–2023, the reported figure of 7.84 MT of E-Waste disposal was an estimate, as it was based on infrastructure that was yet to be transferred from the ERCSL entity (Edelweiss Rural and Corporate Services Limited) to Nuvama Wealth Management Ltd. Actual E-Waste disposal was expected to be estimated post migration to the Nuvama Wealth Management Ltd. entity. However, E-Waste disposal at the NWIL level did not occur during FY 2022–2023 due to migration activities.

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Bio-medical waste (C)	The company does not engage in the production, disposal, or handling of biomedical, construction debris, or radioactive waste and hence this does not apply to the company	
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). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	298 MT	340 MT
Total (A+B + C + D + E + F + G + H)	298.34MT	340 MT
Waste intensity per rupee of turnover (Total waste generated/ Revenue from operations)	0.009	Not measured last year
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP)	0.0004	Not measured last year
Waste intensity in terms of physical output	NA	Not measured last year
Waste intensity (optional) – the relevant metric may be selected by the entity	-	Not measured last year

Note: The only source of waste generation from the company's operations are the office premises. The waste generated from the offices are non-hazardous and primarily consists of waste paper, plastics and food waste. Such waste are segregated into wet and dry waste and are categorized as non-hazardous waste in the above table. The segregated waste is disposed to the respective municipal corporations (through the building management) for treatment and disposal adhering to local waste disposal regulations. The company will develop systems and processes to segregate and measure different categories in non-hazardous waste in future.

E-waste generated from the company's operations are disposed through a government authorized E-waste recycling vendor. Necessary documentation and waste recycling certificates are maintained for the same. The company complies with all applicable waste related statutory legislations.

10. a. Provide details related to waste management by the entity, in the following format:

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	NIL	NIL
(ii) Re-used	NIL	NIL
(iii) Other recovery operations	NIL	NIL
Total	NIL	NIL
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	The company segregates wet and dry waste within its office premises which is then handed over to the respective building management. All such waste is then disposed to the municipal corporation, adhering to local environmental management regulations.	
(ii) Landfilling		
(iii) Other disposal operations		
Total		

- b. **Indicate if any independent assessment/ evaluation assurance has been carried out by an external agency?**

No independent evaluation or assurance was carried out in FY 2023-2024.

11. **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.**

The company has established waste segregation and recycling protocols, and it also ensures the responsible disposal of electronic and other waste. Given the nature of company's operations and services, usage of hazardous or toxic chemicals is not applicable.

12. **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:**

Nuvama's operations and offices are not located in or around ecologically sensitive areas designated by environmental regulations. Consequently, our business activities do not necessitate environmental approvals or clearances specific to these locations

13. **Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

S. No.	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
--------	-----------------------------------	----------------------	------	---	--	-------------------

Given the nature of business, EIA is not applicable to the company. However at Nuvama, we consider material ESG topics to be those that may have a direct or indirect impact on our ability to create and sustain economic, environmental, and social value, as well as our relationships with stakeholders. To ensure that we uphold our commitment to sustainability while delivering value to stakeholders, we have established a comprehensive materiality assessment process. Through this process, we conducted a materiality assessment to identify the topics that got impacted due to the nature of our operations. As an outcome of this process, the company identified nineteen (19) material ESG topics that remain a cornerstone of the company's ESG strategy.

14. **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:**

Based on the nature of its business, the Company complies with applicable environmental norms.

Leadership Indicators**1. a. 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:

- Name of the area
- Nature of operations
- Water withdrawal, consumption and discharge in the following format:

Parameter	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
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)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (Water consumed/ turnover?)		
Water intensity (optional) – the relevant metric may be selected by the entity		
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 kiloliters)		

Nuvama operates within the financial services sector and does not have facilities or plants located in areas of water stress, nor does it engage in industrial activities that significantly withdraw, consume, or discharge water. Therefore, metrics related to water withdrawal by source, consumption, and discharge are not applicable for the company.

The only source of wastewater from the company's operations is the domestic wastewater generated from the office locations. The domestic wastewater is sent to the respective municipal corporations for treatment and disposal via the building management. Most of the company's leased office premises are part of larger buildings occupied by multiple tenants and thus a standalone measurement of domestic wastewater generated from Nuvama's premises is currently not feasible.

b. 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 independent evaluation or assurance was carried out in FY 2023–2024.

2. a. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Total Scope 3 emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)	Metric tonnes of CO ₂ of equivalent	The company has not yet measured its Scope 3 emissions for FY 2023-2024.	
Total Scope 3 emissions per rupee of turnover			
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity			

b. Indicate if any independent assessment/ evaluation assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Since the Scope 3 emissions are not measured, this does not apply to the company.

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.

Nuvama's operations do not fall under ecologically sensitive areas and hence this is not applicable.

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:

S. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	GSB With Timers	GSB technology with timers has been implemented across 100% of Pan India office spaces, optimizing energy usage and improving building operations efficiency.	Optimize the energy usage
2	Energy efficiency	This initiative utilizes light sources with a minimum rated life of 24,000 hours and restricts direct overhead lighting to 25% or less of the total connected lighting load, enhancing energy efficiency.	Limitation of Direct Overhead Lighting
3	Individual lighting controls	Individual lighting controls, allowing for adjustable lighting levels, are installed in at least 90% of spaces in the LEED certified BKC building. Automation of all electrical and AC fixtures is planned.	Improved energy conservation
4	Green Electricity	By switching to solar or wind power, 34% of office spaces now utilize green electricity, significantly reducing the carbon footprint and supporting cleaner energy grids.	Minimize the CO ₂ generation
5	Double Flush system	A double flush system has been introduced in restrooms within 23% of office spaces, allowing for water savings and more efficient use.	Minimize the Water wastage
6	Water sensors	Water sensors are installed in over 44% of offices to detect leaks and monitor usage, promoting efficient water use and minimizing waste.	Minimize the Water wastage
7	Water Faucet & Water Meter	Water Faucet & Water Meter are installed in over 23% of offices to monitor usage, promoting efficient water use and minimizing waste.	Minimize the Water wastage
8	Removal of Paper Cups	More than 51% of office spaces have adopted reusable cups or glasses instead of disposable paper cups, reducing waste and environmental impact.	Minimize the waste generation
9	Removal of Plastic water bottles	Offices have moved away from single-use plastic water bottles to reusable alternatives or provided water stations with glasses in over 44% of spaces, significantly reducing plastic waste and pollution.	No Plastic used
10	Hand-dryer	Hand dryers have replaced paper towels in at least 44% of occupant spaces, reducing paper waste and disposal costs while enhancing restroom cleanliness.	Reduction in Tissue Paper usage in Washrooms

S. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
11	Indoor Plants	Indoor plants, present in at least 44% of occupant spaces, improve air quality, aesthetics, and employee well-being and productivity.	Improve Air Quality
12	Hygiene Bins In Offices	Hygiene bins are available in at least 51% of occupant spaces, promoting cleanliness and proper waste disposal and thus creating a healthier workspace.	Creating a healthier workspace

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

Yes, Nuvama has a comprehensive Business Continuity to ensure resilience and uninterrupted business operations. Developed following a thorough impact assessment, the plan covers all critical business functions. We perform routine tests to verify operational readiness and conduct annual reviews to keep the plan current with organizational and environmental changes. Additionally, we maintain a Disaster Recovery (DR) site strategically located in a different seismic zone to minimize risk, with regular drills to ensure our disaster response capabilities are effective and efficient. These proactive measures reflect our commitment to business sustainability and risk mitigation.

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 business, there has been no adverse impact on the environment.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

There was no assessment of value chain partners done during the reporting period.

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.

Nuvama is affiliated with four (4) trade and industry associations as indicated below.

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.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Bombay Stock Exchange Brokers' Forum (BBF)	All India Broker-Dealer
2	Association Of National Exchanges Members Of India (ANMI)	All India Broker-Dealer
3	Commodity Participants Association of India (CPAI)	All India Broker-Dealer
4	Asia Securities Industry & Financial Markets Association (ASIFMA)	Global Asia Forum
5	Association of Portfolio Managers in India	All India Level
6	Indian Venture and Alternate Capital Association	All India Level
7	Broker's Industry Standards Forum	All India Level

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
	NIL	

Leadership Indicators

1. Details of public policy positions advocated by the entity:

S. 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
--------	-------------------------	-----------------------------------	--	--	------------------------

The company does not advocate public policy positions

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
-----------------------------------	----------------------	----------------------	---	--	-------------------

No Social Impact Assessments were conducted for FY 2023–2024. The mandatory requirement for such assessments applies to entities with an average CSR spend of INR 10 crore or more over the past three financial years. Additionally, it targets CSR projects with budgets of INR 1 crore or more that have been completed a year prior to the assessment. Nuvama's CSR expenditure does not meet this threshold, hence the SIA was not required. However, the company will consider undertaking SIA in future in case of any change in regulatory mandates or increase in the CSR spend. All CSR related policy, action plans and expenditures are currently overseen by the CSR committee.

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. No.	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)
--------	--	-------	----------	---	--------------------------	---

Given the nature of the company's services, none of the company's operating locations warrants a rehabilitation and resettlement and hence this is not Applicable.

3. Describe the mechanisms to receive and redress grievances of the community.

The methods for receiving and addressing community grievances are channeled through our CSR partner. Over the past year, our CSR initiatives have been conducted in collaboration with the CSR partner. This organization serves as the primary point for managing any grievances related to our CSR activities. They have established protocols to ensure that any concerns from the community are received, thoroughly evaluated, and resolved in a manner that is both efficient and respectful of all parties involved.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Directly sourced from MSMEs/ small producers	Not Measured	Not Measured
Directly from within India	Not Measured	Not Measured

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 2024 (Current Financial Year)	FY 2023 (Previous Financial Year)
Rural	0.00%	0.00%
Semi-urban	0.10%	0.11%
Urban	3.14%	3.19%
Metropolitan	96.76%	96.70%

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
This is not applicable as Social Impact Assessments were not carried out	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (in INR)
1	Odisha	Koraput	25,35,466

3. a. Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

No. Currently, the company does not have a preferential procurement policy targeting marginalized or vulnerable groups. However, we ensure fairness and competitive opportunity for all our suppliers.

- b. From which marginalized /vulnerable groups do you procure?

Given the nature of the business, the company's opportunities to purchase from marginalized or vulnerable groups are limited.

- c. What percentage of total procurement (by value) does it constitute?

Given the nature of the business, the company's opportunities to purchase from marginalized or vulnerable groups are limited.

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:

S. No.	Intellectual Property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
NIL				

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.

Name of authority	Brief of the Case	Corrective action taken
NIL		

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalized groups
1	Strengthening education system for improved learning outcomes	4,000	100%
2	Science Centre, Operation Vasantha, Young Instructor Leader, Lab in a Box and Innovation Hub	13,800	100%
3	Mobile Science Lab	10,400	100%
4	Scaling up Vrutti's 3Fold model (building wealthy, resilient and responsible smallholder farmers) in Pudukkottai and Kanker districts, India	3,330	100%
5	Empower rural women's collectives for gender equality and economic empowerment	10,400	100%
6	Strengthening Support Systems for Access to Justice	8,300	100%

S. No.	CSR Project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalized groups
7	SHAKTI – Building Sustainable Community Based Rehabilitation Models	1,007	100%
8	Salamat Kutch	2,500	100%
9	Learning Orbit for Village Excellence	3,400	100%
10	English Literate Maharashtra	2,00,000	100%
11	RAHAT- Enabling access to justice to victims of sexual violence	430	100%
12	Initiative for the Education of underprivileged children during & post COVID-19 pandemic period	1,800	100%

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.

Nuvama offers a robust framework for managing customer feedback and resolving complaints efficiently. Our approach ensures that clients have multiple avenues for communication and that all concerns are addressed promptly and thoroughly:

Communication Channels:

- **Phone:** Customers can reach out via our dedicated customer care numbers, 1800-102-3335 or 040-49059999, for general inquiries, or contact our Grievance Resolution Team at 040-40316936/040-41151621 for specific issues.
- **Email:** General inquiries can be directed to helpdesk@nuvama.com. For depository services, customers can use dpservicesnwil@nuvama.com, and for feedback on services, servicefeedback@nuvama.com is available.
- **Physical Mail:** Customers can send letters to the Manager – Investor Grievance at our Corporate Office in Mumbai for formal written grievances.
- **Chat:** A live chat feature is available on our website and trading app for real-time problem resolution.
- **In-Person:** Clients are welcomed to visit any of our nationwide branches or Authorized Person offices to submit issues directly. Issues are logged into the Grievance Register on-site and escalated appropriately.
- **SEBI SCORES Portal:** Clients can also register complaints through SEBI's centralized system, SCORES, ensuring that grievances are addressed under regulatory oversight.

Escalation Process:

- If resolutions provided through standard channels do not meet customer expectations, grievances can be escalated to the Head of Customer Care at head.customercare@nuvama.com or the Head of CXO at headcxo@nuvama.com.
- Our website features a detailed escalation matrix, guiding customers on further steps they can take if initial resolutions are unsatisfactory.

Monitoring and Continuous Improvement:

- The entire complaint resolution process is monitored rigorously to ensure adherence to turnaround times.
- The quality of redressal is regularly reviewed and improved based on customer feedback and monthly performance metrics.

Nuvama is committed to transparency and responsiveness in handling customer feedback. Our multi-channel support system is designed to cater to all types of inquiries and grievances, ensuring that every client feels heard and valued.

The procedure for filing customer complaint can be found in the weblink: <https://www.nuvamawealth.com/ewwebimages/WebFiles/disclaimer/complaintFilingProcedure.pdf>

2. Turnover of products and/ services as a percentage of turnover from all products/services that carry information about:

As a percentage to total turnover	
Environmental and social parameters relevant to the product	Given the nature of company's services, this is not applicable
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

	FY 2024 (Current Financial Year)		Remarks	FY 2023 (Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
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	NIL	NIL	-	NIL	NIL	-
Other	1155	14	These complaints will be closed within respective TAT	5272	51	Matters which are pending for resolution in this FY have been closed in the next FY. i.e FY 2023-2024

4. Details of instances of product recalls on account of safety issues:

This is not applicable for Nuvama

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.

Nuvama's Cyber Security and Data Privacy Policy is designed to protect sensitive data and reduce cyber threats. It requires the adoption of a comprehensive Information Security Management System (ISMS) across all technologies and processes. The company adheres to all applicable regulatory, legal, and contractual guidelines to ensure the protection of personal data. Nuvama cultivates an organizational culture focused on cyber risk awareness and continuous improvement, equipping all employees to actively participate in data security. Through diligent risk assessments and proactive measures, Nuvama mitigates vulnerabilities and strengthens its defenses against cyber incidents. The policy limits data access to authorized individuals and emphasizes the development of an extensive Business Continuity Plan to ensure service continuity during disruptions. This dedication to cyber security and data privacy secures stakeholder trust in Nuvama.

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.

Nuvama has implemented a comprehensive cybersecurity and data privacy programme, incorporating a number

of initiatives aimed at enhancing awareness and strengthening systems against cyber threats. Various awareness programs have been conducted across different business departments, including periodic phishing campaigns to assess and improve employee awareness. Employees identified as frequent offenders undergo customized awareness modules to reinforce cybersecurity best practices. Additionally, all employees are required to complete training courses on information and cybersecurity to enhance their knowledge and skills. The Information Security team regularly disseminates emails and information campaigns to keep employees informed about the latest trends and developments in cybersecurity, fostering a culture of vigilance and proactive risk management throughout the organization.

7. Provide the following information relating to data breaches:

- a) **Number of instances of data breaches:** No instances noted
- b) **Percentage of data breaches involving personally identifiable information of customers:** Not Applicable
- c) **Impact, if any, of the data breaches:** Not Applicable

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Details about the range of services offered by Nuvama can be found on the company's website.

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

The Company runs campaigns of Email, Whatsapp, SMS, and notification wherein we ask customers to follow regulatory norms and not share password or OTPs with anybody to safeguard their accounts. This is sent on fortnightly basis. We also send important regulatory updates to clients in a mail (which covers all the links of important circulars). In our monthly transactional mails as well we have embedded the links of important circulars which act as reminders. We also send Do's and Don't's to clients to be followed before and after trading and regular alerts by compliance team are also sent to clients via notifications.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

The company takes proactive measures to ensure reliability and seamless continuity to the operations. As a financial services company, digital transformation backed by a robust information technology (IT) infrastructure plays an indispensable role in keeping our customers' information and the company's proprietary information confidential. We have deployed Data Loss Prevention Solutions in our environment which helps to stop the transfer of critical data including PII data by safeguarding and analyzing the data being transferred. We also conduct a vulnerability assessment on a regular basis to mitigate risk within the organization. In addition to encrypting data, we have deployed network firewalls and web application firewalls. We also have privilege access monitoring in place to limit and monitor access. Security Operations Center is in place to closely monitor any incidents and to act promptly. Endpoints are protected through Endpoint Detection & Response deployments which effectively monitors the endpoint risks. Our cyber-security infrastructure is robust, and we back up our data using remote or off-site storage. Our Information Security team conducts regular phishing assessments and cyber quizzes to assess employee awareness, and we regularly send out awareness emails, and posters. In addition, the company has a robust Business Continuity Policy in place. It is established based on impact assessment and made available for all business-critical processes. Necessary tests are carried out to assess the operational effectiveness. The plan is reviewed annually and updated whenever there are changes. The Disaster Recovery (DR) site is located in a different seismic zone. We regularly conduct tests to assess our preparedness.

4. Does the entity 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. Did your entity carry out any survey about consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes, our company actively engages in measuring consumer satisfaction to enhance our services and maintain high-quality standards. We employ two primary metrics to evaluate customer sentiment:

- **Net Promoter Score (NPS):** This metric assesses customer loyalty and propensity to recommend our services by asking them to rate on a scale of 0 to 10 their likelihood of recommending our products or services to others. NPS helps us understand and improve customer loyalty, driving our efforts to generate positive referrals and strengthen customer relationships.
- **Customer Satisfaction (CSAT):** Our CSAT surveys provide detailed insights into various aspects of our offerings, allowing us to pinpoint the exact factors contributing to customer satisfaction. Feedback is collected on product performance, service quality, and support experiences, highlighting both strengths and areas for improvement.
- **Feedback Management:** All feedback collected through NPS and CSAT surveys is meticulously analyzed in a closed-loop process. Regular reviews with key stakeholders ensure that customer insights are integrated into our business strategy, fostering accountability and continuous enhancement of customer experience.

These initiatives are crucial in our ongoing efforts to improve the customer experience and demonstrate our commitment to delivering service excellence.

Independent Auditor's Report

To the Members of Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) (hereinafter referred to as "the Holding Company"), its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") its associate and joint venture comprising of the consolidated Balance sheet as at March 31 2024, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, associate and joint venture, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associate and joint venture as at March 31, 2024, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as 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, associate, joint venture in accordance with the 'Code of Ethics' issued by

the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis of Matter

We draw attention to Note 60 and Note 61, to the consolidated financial statements which describes that an appeal has been filed by a subsidiary of the Group before the Hon'ble Supreme Court of India in relation to liquidation of collaterals to regularize outstanding debit obligation by such subsidiary. Pending the outcome of such appeal and based on the legal opinion, no adjustments have been made by the management of the Group to these consolidated financial statements.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2024. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matters**How our audit addressed the key audit matter****Impairment of financial instruments (expected credit losses) (as described in Note 13, 14, 14A of the financial statements)**

The accounting policies of the Group for impairment of financial instruments are set out in Note 5.7 to the Consolidated financial statements.

The auditors of Nuvama Wealth Finance Limited (formerly known as Edelweiss Finance & Investments Limited) ('NWFL' or 'Subsidiary Company') subsidiary of Holding Company, have reported Impairment of financial instruments (expected credit losses) as a key audit matter as follows:

Ind AS 109 – 'Financial Instruments' requires the Subsidiary Company to provide for impairment of its financial assets as at the reporting date using the expected credit loss (ECL) approach. ECL involves an estimation of probability weighted loss on financial instruments over their life, considering reasonable and supportable information about past events, current conditions, and forecasts of future economic conditions which could impact the credit quality of the Subsidiary Company's financial assets (loan portfolio).

In the process, a significant degree of judgement has been applied by the management for:

- a. Staging of financial assets (i.e. classification in 'significant increase in credit risk' ("SICR") and 'default' categories);
- b. Grouping of the loan portfolio under homogenous pools in order to determine probability of default on a collective basis;
- c. Assigning rating grades to customers for which external rating is not available;
- d. Calibrating external ratings-linked probability of default to align with past default rates;
- e. Estimation of management overlay for macro-economic factors bearing a correlation with the credit quality of the loans.

In view of such high degree of management's judgement involved in estimation of ECL, it is considered as a key audit matter.

The audit procedures those reported in the auditor's report of a subsidiary company, comprised the following:

- Read and assessed the Subsidiary Company's accounting policy for impairment of financial assets and its compliance with Ind AS 109 and the governance framework approved by the Board of Directors pursuant to Reserve Bank of India guidelines issued on March 13, 2020.
- Tested the design and operating effectiveness of the controls for staging of loans based on their past-due status. Tested samples of performing (stage 1) loans to assess whether any loss indicators were present requiring them to be classified under stage 2 or 3.
- We performed procedures to test the inputs used in the ECL computation, on a sample basis.
- Tested assumptions used by the management in determining the overlay for macro-economic factors.
- Tested the arithmetical accuracy of computation of ECL provision performed by the Subsidiary Company in spreadsheets.
- Assessed disclosures included in the Financial Statements in respect of expected credit losses.

Key audit matters	How our audit addressed the key audit matter
<p>IT Systems and Controls</p> <p>The auditors of Nuvama Wealth and Investment Limited (formerly known as Edelweiss Broking Limited) ('NWIL') and NWFL (together referred to as 'Subsidiary Company'), subsidiaries of Holding Company and the Holding Company have reported Information technology (IT) systems and controls as a key audit matter as follows:</p> <p>The financial accounting and reporting systems of the Holding Company and Subsidiary Company are highly dependent on IT systems and IT controls as they process significant volume of transactions.</p> <p>Automated application controls and IT environment controls, which include IT governance, general IT controls over program development and changes, access to programs and data and IT operations, are required for reliable financial reporting.</p> <p>Therefore, due to the pervasive nature and complexity of the IT environment, the assessment of the general IT controls and certain automated controls specific to the accounting and preparation of the financial information is considered to be a key audit matter.</p>	<p>The audit procedures assisted by our IT specialists, including those reported in the auditor's report of respective subsidiary companies, comprised the following:</p> <ul style="list-style-type: none"> • Tested the design and operating effectiveness of the Holding Company and Subsidiary Company's IT access controls over the information systems that are important to financial reporting and various interfaces, configuration and other identified application controls. • Tested IT general controls (logical access, changes management and aspects of IT operational controls). This included testing requests for access to systems were reviewed and authorized. • Tested the Holding Company and Subsidiary Company's periodic review of access rights. Also tested requests of changes to systems for approval and authorization. • In addition to the above, tested the design and operating effectiveness of certain automated controls that were considered as key internal controls. • Tested the design and operating effectiveness of compensating controls in case deficiencies were identified and, where necessary, extended the scope of our substantive audit procedures.

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of

these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its associate and joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and of its associate and joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective company(ies) 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 the 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.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate and joint venture are responsible for assessing the ability of their respective company(ies) to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group and of its associate and joint venture are also responsible for overseeing the financial reporting process of their respective company(ies).

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls

with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associate and joint venture 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 and joint venture to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate and joint venture of which we are the independent auditors, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements 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 Matter

(a) We did not audit the financial statements and other financial information, in respect of 8 subsidiaries, whose financial statements include total assets of Rs 43,553.13 million as at March 31, 2024, and total revenues of Rs 6,076.60 million and net cash outflows of Rs 146.08 million for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. The consolidated financial statements also include the Group's share of net profit of Rs. 32.53 million for the year ended March 31, 2024, as considered in the consolidated financial statements, in respect of 1 associate, whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the Management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associate, is based solely on the report(s) of such other auditors.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, 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 subsidiary companies, associate company and joint venture company, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. 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, associate and joint venture, as noted in the 'other matter' paragraph we report, to the extent applicable, that:
 - (a) We/the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the 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 Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2024 taken on record by the Board of Directors of the

- Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies, associate and joint venture, none of the directors of the Group's companies, its associate and joint venture, 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 consolidated financial statements of the Holding Company and its subsidiary companies, associate and joint venture, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, associate and joint venture incorporated in India, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Holding Company, its subsidiaries, associate and joint venture incorporated in India to their directors 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 as also the other financial information of the subsidiaries, associate and joint venture, as noted in the 'Other matter' paragraph:
- i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, its associate and joint venture in its consolidated financial statements – Refer Note 45 to the consolidated financial statements;
 - ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer (a) Note 68 to the consolidated financial statements in respect of such items as it relates to the Group, its associate and joint venture and (b) the Group's share of net profit in respect of its associate and joint venture;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries, associate and joint venture, incorporated in India during the year ended March 31, 2024.
- iv. a) The respective managements of the Holding Company and its subsidiaries, associate and joint venture 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, associate and joint venture respectively that, to the best of its knowledge and belief, other than as disclosed in the note 63 (iv) 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, associate and joint venture 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 respective Holding Company or any of such subsidiaries, associate and joint venture ("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 subsidiaries, associate and joint venture 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, associate and joint venture respectively that, to the best of its knowledge and belief, other than as disclosed in the note 63 (v) to the consolidated financial statements, no funds have been received by the respective Holding Company or any of such subsidiaries, associate and joint venture from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries, associate and joint venture 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 the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries, associate and joint venture which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause

(a) and (b) contain any material mis-statement.

- v. No dividend has been declared or paid during the year by the Holding Company, its subsidiaries, associate and joint venture company, incorporated in India.
- vi. Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries, associate and joint venture which are companies incorporated in India whose financial statements have been audited under the Act, and as described in note 69, the Holding Company, subsidiaries, associate and joint venture have used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of audit, we and respective auditors of the above referred subsidiaries, associate and joint venture did not come across any instance of audit trail feature being tampered with.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per **Shrawan Jalan**

Partner

Membership Number: 102102

UDIN: 24102102BKBZZA1196

Place of Signature: Mumbai

Date: May 10, 2024

Annexure 1 referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date

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 subsidiary companies and associate, incorporated in India, as noted in the ‘Other Matter’ paragraph we state that:

3(xxi)(a) There are no qualifications or adverse remarks by the respective auditors in their report on Companies (Auditors Report) Order, 2020 of the companies included in the consolidated financial statements except for following where the respective auditor have reported qualifications or adverse remarks in their audit report to the principal auditor.

Sr. No	Name	CIN	Holding Company / Subsidiary / Associate
3 (xvii)	Nuvama Asset Management Limited (formerly ESL Securities Limited)	U67190MH2019PLC343440	Subsidiary
3 (xvii)	Pickright Technologies Private Limited	U72200KA2019PTC126326	Subsidiary
3 (xvii)	Nuvama Capital Services (IFSC) Limited (Formerly known as Edelweiss Securities (IFSC) Limited)	U65999GJ2016PLC094838	Subsidiary

3(xxi)(b) The respective auditor has reported unfavorable answer in their audit report to principal auditor in respect of following:

Sr. No	Name	CIN	Holding Company / Subsidiary / Associate
3 (iii)(c)	Nuvama Wealth & Investment Limited (formerly known as Edelweiss Broking Limited)	U65100GJ2008PLC077462	Subsidiary
3 (vii)(a)	Nuvama Wealth & Investment Limited (formerly known as Edelweiss Broking Limited)	U65100GJ2008PLC077462	Subsidiary
3 (vii)(a)	Nuvama Asset Management Limited (formerly ESL Securities Limited)	U67190MH2019PLC343440	Subsidiary
3 (vii)(a)	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	U67120MH1994PLC286057	Subsidiary

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Shrawan Jalan**
Partner
Membership Number: 102102
UDIN: 24102102BKBZZA1196
Place of Signature: Mumbai
Date: May 10, 2024

Annexure 2 to the Independent Auditor's Report of even date on the Consolidated Financial Statements of Nuvama Wealth Management Limited (formerly Edelweiss Securities Limited)

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 Nuvama Wealth Management Limited (formerly Edelweiss Securities 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 with reference to consolidated financial statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associate and joint venture, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the companies included in the Group, its associate and joint venture, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (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 controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Group, its associate and joint venture, which are companies incorporated in India, have, maintained 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 Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

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 these 6 subsidiaries, 1 associate and 1 joint venture, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries, associate and joint venture incorporated in India.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per **Shrawan Jalan**

Partner

Membership Number: 102102

UDIN: 24102102BKBZZA1196

Place of Signature: Mumbai

Date: May 10, 2024

Consolidated Balance sheet

as at March 31, 2024

(Currency: Indian rupees in million)

Particulars	Note	As at March 31, 2024	As at March 31, 2023
Assets			
Financial assets			
(a) Cash and cash equivalents	9	3,666.33	7,881.95
(b) Bank balances other than cash and cash equivalents	10	122,466.48	45,396.52
(c) Derivative financial instruments	11	3,435.12	6,127.00
(d) Securities held for trading	12	7,370.81	13,099.57
(e) Trade receivables	13	6,568.19	8,900.34
(f) Loans	14	48,629.36	35,533.36
(g) Investments	15	1,702.45	1,696.66
(h) Other financial assets	16	5,291.58	3,651.32
		199,130.32	122,286.72
Non-financial assets			
(a) Current tax assets (net)	17	649.20	570.78
(b) Deferred tax assets (net)	18	354.50	5.49
(c) Investment property	19	114.00	147.34
(d) Property, plant and equipment	20	2,192.37	2,290.25
(e) Intangible assets under development	21	76.83	250.93
(f) Goodwill	54	143.98	99.64
(g) Other intangible assets	20	447.91	302.46
(h) Other non-financial assets	22	760.21	1,203.21
		4,739.00	4,870.10
Total assets		203,869.32	127,156.82
Liabilities			
Financial liabilities			
(a) Derivative financial instruments	11	1,387.85	1,090.01
(b) Trade payables			
(i) total outstanding dues of micro enterprises and small enterprises	23	172.55	80.73
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	23	36,528.10	17,485.18
(c) Debt securities	24	56,264.73	46,552.01
(d) Borrowings (other than debt securities)	25	11,192.31	7,427.74
(e) Subordinated liabilities	26	-	151.75
(f) Other financial liabilities	27	67,288.84	30,548.24
		172,834.38	103,335.66
Non-financial liabilities			
(a) Current tax liabilities (net)	28	396.66	200.85
(b) Provisions	29	143.86	120.76
(c) Other non-financial liabilities	30	1,505.80	911.56
		2,046.32	1,233.17
Total Liabilities		174,880.70	104,568.83
Equity			
(a) Equity share capital	31	353.09	350.56
(b) Other equity	33	28,594.72	22,191.85
Equity attributable to owners of the Company		28,947.81	22,542.41
Non controlling interest	55	40.81	45.58
Total Equity		28,988.62	22,587.99
Total liabilities and equity		203,869.32	127,156.82
The accompanying notes are an integral part of the consolidated financial statements	1 to 71		

As per our report of even date attached.

For S. R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan

Partner

Membership No: 102102

For and on behalf of the Board of Directors

Ashish Kehair

Managing Director & CEO

DIN : 07789972

Shiv Sehgal

Executive Director

DIN : 07112524

Aswin Vikram

Non-Executive Director

DIN : 08895013

Mihir Nanavati

Chief Financial officer

Sneha Patwardhan

Company Secretary

Mumbai, May 10, 2024

Mumbai, May 10, 2024

Consolidated Statement of Profit and Loss

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from operations			
Interest income	34	11,143.44	6,606.69
Fee and commission income	35	17,336.25	13,229.53
Dividend income	36	9.09	8.26
Net gain on fair value changes	37	2,578.26	2,302.70
Net income pertaining to Demerged Undertaking	59	442.80	-
Total revenue from operations		31,509.84	22,147.18
Other income	38	67.36	156.75
Total Income		31,577.20	22,303.93
Expenses			
Finance costs	39	6,197.50	3,964.07
Employee benefits expense	40	8,909.60	7,287.02
Impairment on financial instruments	41	399.77	82.44
Depreciation, amortisation and impairment	19 & 20	1,364.18	885.82
Other expenses	42	6,607.58	6,033.17
Total expenses		23,478.63	18,252.52
Profit before share in profit / (loss) of associate and joint venture and tax		8,098.57	4,051.41
Share in profit of associate	15.A	32.53	9.53
Share in profit / (loss) of joint venture	15.B	(11.08)	-
Profit before tax		8,120.02	4,060.94
Tax expenses			
Current tax	43	2,186.92	1,006.82
Deferred tax	43	(315.32)	3.43
Profit for the year (A)		6,248.42	3,050.69
Other comprehensive income (OCI)			
(i) Items that will not be reclassified to profit or loss			
Remeasurement gain on defined benefit plans		8.86	(17.38)
Revaluation loss on building		(113.44)	-
Income tax relating to items that will not be reclassified to profit or loss		26.42	1.96
Share in OCI in associate	15.A	(0.37)	(0.30)
Total		(78.53)	(15.72)
(ii) Items that may be reclassified to profit or loss			
Exchange differences in translating the financial statements of foreign operations		7.52	46.85
Total		7.52	46.85
Other comprehensive income (B = i + ii)		(71.01)	31.13
Total comprehensive income (A + B)		6,177.41	3,081.82
Profit / (loss) for the year attributable to:			
Owners of the Company		6,253.21	3,050.91
Non-controlling interest		(4.79)	(0.22)
Other comprehensive income for the year attributable to:			
Owners of the Company		(71.03)	31.13
Non-controlling interest		0.02	(0.00)
Total comprehensive income for the year attributable to:			
Owners of the Company		6,182.18	3,082.04
Non-controlling interest		(4.77)	(0.22)
Earnings per equity share (Face value of Rs. 10 each)	44		
Basic (Rs.)		177.97	92.07
Diluted (Rs.)		174.14	92.07
The accompanying notes are an integral part of the consolidated financial statements	1 to 71		

As per our report of even date attached.

For S. R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan

Partner

Membership No: 102102

For and on behalf of the Board of Directors

Ashish Kehair

Managing Director & CEO

DIN : 07789972

Shiv Sehgal

Executive Director

DIN : 07112524

Aswin Vikram

Non-Executive Director

DIN : 08895013

Mihir Nanavati

Chief Financial officer

Sneha Patwardhan

Company Secretary

Mumbai, May 10, 2024

Mumbai, May 10, 2024

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

(Currency: Indian rupees in million)

A. Equity share capital

Particulars	No. of shares	Amount
Balance as at March 31, 2022	34,726,823	347.27
Equity shares to be issued pursuant to the composite scheme of arrangement (Refer note 57.2)	100	0.00
Cancellation of equity shares pursuant to composite scheme of arrangement (Refer note 57.2)	(17,555,986)	(175.56)
Conversion of CCDs into equity shares during the year	17,871,263	178.71
Equity shares issued for ESOPs exercised by employees	14,055	0.14
Balance as at March 31, 2023	35,056,255	350.56
Cancellation of equity shares pursuant to scheme of arrangement (Refer note 58)	(10,512,660)	(105.13)
Equity shares issued pursuant to the scheme of arrangement (Refer note 58)	10,528,746	105.29
Equity shares issued for ESOPs exercised by employees	236,262	2.37
Balance as at March 31, 2024	35,308,603	353.09
Share suspense account		
Balance as at March 31, 2022	17,556,086	175.56
Equity shares issued pursuant to the composite scheme of arrangement (Refer note 57.2)	100	0.00
Cancellation of equity shares pursuant to composite scheme of arrangement (Refer note 57.2)	(17,555,986)	(175.56)
Balance as at March 31, 2023	-	-
Movement during the year	-	-
Balance as at March 31, 2024	-	-

B. Instruments entirely equity in nature - Compulsorily Convertible Debentures ('CCDs')

Particulars	No. of CCDs	Amount
Balance as at March 31, 2022	22,439,875	22,439.88
Extinguishment of CCDs pursuant to the Composite scheme of arrangement (refer note 57.2)	(22,044,000)	(22,044.00)
Issue of CCDs pursuant to the Composite scheme of arrangement (refer note 57.2)	22,044,000	22,044.00
Conversion of CCDs into equity shares (refer note 57.2)	(22,439,875)	(22,439.88)
Balance as at March 31, 2023	-	-
Movement during the year	-	-
Balance as at March 31, 2024	-	-

Consolidated Statement of Changes in Equity (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

C. Other equity

Particulars	Reserves and surplus					Other comprehensive income			Total attributable to equity holders	Non-controlling interest				
	Share application money pending allotment	Retained earnings	Securities premium reserve	Capital reserve	Deemed capital contribution	General Reserve	Capital redemption reserve	Statutory Reserve			Debt redemption reserve	ESOP Reserve	Foreign exchange translation reserves	Revaluation Surplus
Balance as at April 1, 2022	-	(10,080.06)	4,923.02	517.56	148.01	109.41	116.44	118.34	207.83	105.79	26.43	324.12	(3,483.11)	-
Profit for the year	-	3,050.91	-	-	-	-	-	-	-	-	-	-	3,050.91	(0.22)
Other comprehensive income	-	(15.72)	-	-	-	-	-	-	-	-	46.85	-	3113	(0.00)
Total comprehensive income	-	3,035.19	-	-	-	-	-	-	-	-	46.85	-	3,082.04	(0.22)
Purchase of Non-controlling interest	-	-	-	-	-	-	-	-	-	-	-	-	-	45.80
Securities premium on equity shares issued	-	-	18.10	-	-	-	-	-	-	-	-	-	18.10	-
Conversion of CCDS	-	-	22,261.17	-	-	-	-	-	-	-	-	-	22,261.17	-
Transfer to securities premium on account of exercise of ESOPs	-	-	4.27	-	-	-	-	-	(4.27)	-	-	-	-	-
Transfer to Statutory reserve	-	(143.52)	-	-	-	-	-	143.52	-	-	-	-	-	-
Transfer from revaluation reserve	-	18.83	-	-	-	-	-	-	-	-	-	(18.83)	-	-
Reversal of ESOP cost	-	79.51	-	-	-	-	-	-	-	-	-	-	79.51	-
Transfer from deemed capital contribution	-	1.37	-	-	(1.37)	-	-	-	-	-	-	-	-	-
Transfer to capital redemption reserve	-	(100)	-	-	-	-	100	-	-	-	-	-	-	-
Share application money received	1.02	-	-	-	-	-	-	-	-	-	-	-	1.02	-
Share based payments (refer note 40B)	-	-	-	-	-	-	-	-	233.12	-	-	-	233.12	-
Balance as at March 31, 2023	1.02	(7,089.68)	27,206.56	517.56	146.64	109.41	117.44	261.86	207.83	334.64	73.28	305.29	22,191.85	45.58
Profit for the year	-	6,253.21	-	-	-	-	-	-	-	-	-	-	6,253.21	(4.79)
Other comprehensive income	-	6.34	-	-	-	-	-	-	-	-	7.52	(84.89)	(71.03)	0.02
Total comprehensive income	-	6,259.55	-	-	-	-	-	-	-	-	7.52	(84.89)	6,182.18	(4.77)
Securities premium on equity shares issued	-	-	304.39	-	-	-	-	-	-	-	-	-	304.39	-
Premium on equity shares issued pursuant to scheme of arrangement (refer note 58)	-	-	19.84	-	-	-	-	-	-	-	-	-	19.84	-
Transfer to securities premium on account of exercise of ESOPs	-	-	60.67	-	-	-	-	-	(60.67)	-	-	-	-	-
Adjusted towards debit balance of retained earnings pursuant to scheme of arrangement (refer note 58)	-	12,353.58	(12,321.06)	(32.52)	-	-	-	-	-	-	-	-	0.00	-
Net amount debited pursuant to recognition of assets and liabilities of demerged undertaking as per scheme of arrangement (refer note 58)	-	-	-	(467.48)	-	-	-	-	-	-	-	-	(467.48)	-
Transfer to Statutory reserve	-	(173.87)	-	-	-	-	-	173.87	-	-	-	-	-	-

Consolidated Statement of Changes in Equity (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

C. Other equity (Contd.)

Particulars	Share application money pending allotment	Reserves and surplus						Other comprehensive income			Total attributable to equity holders	Non-controlling interest		
		Retained earnings	Securities premium reserve	Capital reserve	Deemed capital contribution	General Reserve	Capital redemption reserve	Statutory Reserve	Debt redemption reserve	ESOP Reserve			Foreign exchange translation reserves	Revaluation Surplus
Transfer from revaluation reserve	-	17.11	-	-	-	-	-	-	-	-	-	(17.11)	-	-
Transfer from debt redemption reserve	-	74.90	-	-	-	-	-	-	-	-	-	(74.90)	-	-
Transfer from deemed capital contribution	-	146.64	-	-	(146.64)	-	-	-	-	-	-	-	-	-
Reversal of ESOP cost	-	115.05	-	-	-	-	-	-	-	-	-	-	115.05	-
Transfer to capital redemption reserve	-	(92.18)	-	-	-	-	92.18	-	-	-	-	-	-	-
Equity shares issued for ESOPs exercised by employees	(102)	-	-	-	-	-	-	-	-	-	-	-	(102)	-
Share application money received	4.65	-	-	-	-	-	-	-	-	-	-	-	4.65	-
Share based payments (refer note 40B)	-	-	-	-	-	-	-	-	-	-	-	-	-	245.26
Balance as at March 31, 2024	4.65	11,611.10	15,270.40	17.56	-	109.41	209.62	435.73	132.93	519.23	80.80	203.29	28,594.72	40.81

As per our report of even date attached.

For S. R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

For and on behalf of the Board of Directors

per Shrawan Jalan

Partner

Membership No: 102102

Ashish Kehair

Managing Director & CEO

DIN : 07789972

Shiv Sehgal

Executive Director

DIN : 07112524

Aswin Vikram

Non-Executive Director

DIN : 08895013

Mihir Nanavati

Chief Financial officer

Mumbai, May 10, 2024

Sneha Patwardhan

Company Secretary

Mumbai, May 10, 2024

Consolidated Statement of Cash flows

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Cash flows from operating activities		
Profit before tax	8,120.02	4,060.94
Adjustment for:		
Depreciation, amortisation and impairment expenses (refer note 3 below)	1,380.07	885.82
Impairment on financial instruments	399.77	82.44
Provision for compensated absences	9.01	18.20
Provision for gratuity	58.94	57.49
Share in profit of associate	(32.53)	(9.53)
Share in (profit) / loss of joint venture	11.08	-
Loss / (Profit) on sale of property, plant and equipment	4.91	(3.67)
Profit on termination of lease	(1.10)	(40.17)
Interest income on investments	(92.23)	(39.87)
Fair value of financial instruments (net)	27.37	(285.72)
Interest expenses on lease liabilities (refer note 4 below)	129.54	121.42
Share based payment expenses	245.25	233.12
Operating cash flow before working capital changes:	10,260.10	5,080.47
Adjustment for:		
Decrease / (Increase) in trade receivables	2,360.81	(49.82)
Increase in loans	(13,128.23)	(6,011.30)
Decrease / (Increase) in securities held for trading	5,684.97	(3,960.35)
Increase in Bank balances other than cash and cash equivalents	(77,069.97)	(7,884.17)
Decrease / (Increase) in other financial assets	1,370.70	(2,791.36)
Increase in other non-financial assets	(19.45)	(349.34)
Increase in trade payables	19,078.94	1,185.40
Increase / (Decrease) in other financial liabilities	36,417.50	(3,164.09)
Increase in non financial liabilities and provisions	537.70	23.92
	(14,506.93)	(17,920.64)
Income taxes paid	(2,076.80)	(728.48)
Net cash used in operating activities	(16,583.73)	(18,649.12)
B. Cash flows from investing activities		
Purchase of property, plant and equipment, investment property and intangible assets (including Intangible assets under development)	(809.43)	(788.82)
Sale of property, plant and equipment and intangible assets	0.52	17.41
Acquisition of subsidiary, net of cash	(39.89)	(57.18)
Purchase of equity shares of joint venture	(14.25)	-
Interest received on debt securities	66.79	14.70
Purchase of investments	(1.49)	(958.49)
Net cash used in investing activities	(797.75)	(1,772.38)

Consolidated Statement of Cash flows (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
C. Cash flow from financing activities		
Proceeds from issuance of equity share capital (including securities premium)	306.76	18.25
Repayment of Subordinated liabilities	(151.75)	(1.65)
Proceeds from Borrowings (other than debt securities)	3,764.57	4,119.06
Proceeds from debt securities	9,712.72	14,524.58
Proceeds from share application money pending allotment	3.63	1.02
Repayment of lease liabilities	(477.59)	(409.64)
Net cash generated from financing activities	13,158.34	18,251.62
Net decrease in cash and cash equivalents (A+B+C)	(4,223.14)	(2,169.88)
Change in foreign exchange translation reserve	7.52	46.85
Cash and cash equivalent as at the beginning of the year	7,881.95	10,004.98
Cash and cash equivalent as at the end of the year	3,666.33	7,881.95

Notes:

- Cash receipts and payments for transaction in which the turnover is quick, the amounts are large, and the maturities are short are presented on net basis in accordance with Ind AS-7 Statement of Cash Flows.
- Cash flow statement has been prepared under indirect method as set out in Ind AS 7 prescribed under the Companies (Indian Accounting Standards) Rules, 2015 under the Companies Act, 2013
- Depreciation, amortisation and impairment is gross of reimbursement received of Rs. 15.87 million for the year ended March 31, 2024 (previous year: nil).
- Interest expenses on lease liabilities is gross of reimbursement received of Rs. 4.42 million for the year ended March 31, 2024 (previous year: nil).
- For disclosure relating to changes in liabilities arising from financing activities refer note 47.

As per our report of even date attached.

For S. R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan

Partner

Membership No: 102102

For and on behalf of the Board of Directors

Ashish Kehair

Managing Director & CEO

DIN : 07789972

Shiv Sehgal

Executive Director

DIN : 07112524

Aswin Vikram

Non-Executive Director

DIN : 08895013

Mihir Nanavati

Chief Financial officer

Sneha Patwardhan

Company Secretary

Mumbai, May 10, 2024

Mumbai, May 10, 2024

Notes to the consolidated financial statements

for the year ended March 31, 2024

(Currency: Indian rupees in million)

1. Corporate information:

Nuvama Wealth Management Limited (Formerly known as Edelweiss Securities Limited) ('the Company') is a public limited company domiciled and incorporated under the provisions of the Companies Act applicable in India having Corporate Identity Number: L67110MH1993PLC344634. The Company was incorporated on August 20, 1993. PAGAC Ecstasy Pte. Limited is the holding company. On August 18, 2022, the Company changed its name from Edelweiss Securities Limited to Nuvama Wealth Management Limited ('NWML'). The equity shares of the Company are listed on National Stock Exchange of India Limited and the BSE Limited effective September 26, 2023.

The Company is a stock broking entity and is licensed with and regulated by the Securities and Exchange Board of India ('SEBI') to, among other things, conduct trading and broking activities for institutional as well as retail clients. The Company is licensed with SEBI as Research Analyst to, among other things, distribute research reports on Indian Securities to its clients. Also, the Company is registered as a Merchant Banker and Investment Adviser with SEBI. The Company is registered as a Trading cum Clearing Member with the National Stock Exchange of India Limited and the BSE Limited and is registered as a Trading Member with Metropolitan Stock Exchange of India Ltd, Multi Commodity Exchange of India Limited and National Commodity Exchange of India Limited. NWML through its subsidiaries and associate provides wealth management, asset management, clearing services and custody services to its clients along with trading in securities and derivatives.

2. Basis of preparation of consolidated financial statements

The consolidated financial statements relate to Nuvama Wealth Management Limited (Formerly known as Edelweiss Securities Limited) ('the Company') and its subsidiaries (together 'the Group'), associates and joint venture.

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time). These consolidated financial statements have been approved for issue by the Board of Directors of the Company on May 10, 2024.

These consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments such as derivative financial instruments and other financial instruments held for trading, which have been measured at a lower of carrying value and fair value and assets classified as held for sale, which have been measured at fair value less cost to sell. The consolidated financial statements are presented in Indian Rupees (INR) and all values are rounded to the nearest million, except when otherwise indicated.

3. Presentation of consolidated financial statements

The Group presents its balance sheet in order of liquidity in compliance with the Division III of the Schedule III to the Companies Act, 2013. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non-current) is presented in note 48.

Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business
- The event of default
- The event of insolvency or bankruptcy of the Group and/or its counterparties

Derivative assets and liabilities with master netting arrangements [e.g. ISDAs (International Swaps and Derivatives Association)] are only presented net when they satisfy the eligibility of netting for all of the above criteria and not just in the event of default.

4. Basis of consolidation:

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries. The Company consolidates a subsidiary when it controls it. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Generally, there is a presumption that a majority of voting rights result

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights
- The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee, if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a subsidiary / associate / joint venture of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group subsidiary's/associate's/joint venture's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies. However, no subsidiaries, associate and joint venture have followed different accounting policies than those followed by the Group for the preparation of these consolidated financial statements.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent Group, i.e., year ended on March 31.

Consolidation procedure:

- a. Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- b. Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- c. Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, are eliminated in full). Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of OCI are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

All intra-group assets, liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Disclosures for investment interest in other entities are provided in Note 56.

The financial statements of all subsidiaries incorporated outside India are converted on the following basis: (a) Income and expenses are converted at the rate of exchange on the date on which transaction first qualifies for recognition and (b) All assets and liabilities are translated at the closing rate as on the Balance Sheet date. The exchange difference arising out of period/year end translation is debited or credited as "Foreign Exchange Translation Reserve" forming part of Other Comprehensive Income and accumulated as a separate component of other equity.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Investment in associates and joint venture:

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decision of the investee, but it's not control or joint control over those policies.

A joint venture is an entity in which the Group has the ability to exercise control jointly. In a joint venture, parties have proportionate interests in the assets and liabilities of the joint venture entity.

The considerations made in determining whether significant influence are similar to those necessary to determine control over the subsidiaries.

The Group's investment in its associate / joint venture is accounted for using the equity method. Under the equity method, the investment in an associate / joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate since the acquisition date.

The statement of profit and loss reflects the Group's share of the results of operations of the associate / joint venture. Any change in other comprehensive income (OCI) of those investees is presented as a part of the Group's other comprehensive income (OCI).

The financial statements of the associate / joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate / joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate / joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate / joint venture and its carrying value and then recognises the loss in the statement of profit and loss.

5. Material accounting policy information

5.1 Revenue from contract with customer

Revenue is measured at transaction price i.e. the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to the customer, excluding amounts collected on behalf of third parties. The Group consider the terms of the contracts and its customary business practices to determine the transaction price. Where the consideration promised is variable, the Group excludes the estimates of variable consideration that are constrained. The Group applies the five-step approach for recognition of revenue:

- i. Identification of contract(s) with customers;
- ii. Identification of the separate performance obligations in the contract;
- iii. Determination of transaction price;
- iv. Allocation of transaction price to the separate performance obligations; and
- v. Recognition of revenue when (or as) each performance obligation is satisfied

The group recognises revenue from the following sources:

- a. Brokerage income including client subscription fees is recognised as per contracted rates at the point in time when transaction's performance obligation is satisfied on behalf of the customers on the trade date.
- b. Fee income including merchant banking, advisory fees, distribution services and commissions, fund accounting fees etc is accounted on an accrual basis as per Ind AS 115 in accordance with the terms and contracts entered into between the Group and the counterparty and presented service transferred at point in time and over time.
- c. Clearing fees income arises, when the performance obligation related to the trade is executed and a valid contract is generated for the trade.
- d. Research services fee income and Interest on delayed payments is accounted when there is reasonable certainty as to its receipts.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

- e. Asset management fees are recognised net of GST over the tenure in accordance with the Investment Management Agreement with Investment Manager.
- f. Portfolio management fees are recognised over the tenure in accordance with portfolio management agreement entered with respective clients.

5.2 Recognition of interest income and dividend income

5.2.1 Interest income:

Under Ind AS 109 interest income is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortised cost and debt instrument measured at FVOCI. The EIR is the rate that exactly discounts estimated future cash flows through the expected life of the financial instrument or, when appropriate a shorter period to the gross carrying amount of financial instrument.

The EIR is calculated by taking into account any discount or premium on acquisition, fees and costs that are an integral part of the EIR. The Group recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the financial asset. Hence, it recognises the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle including prepayments penalty interest and charges.

If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk, the adjustment is booked as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income.

The Group calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets.

When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Group calculates interest income by applying the EIR to the amortised cost (net of expected credit loss) of the financial asset. If the financial asset cures and is no longer credit-impaired, the Group reverts to calculating interest income on a gross basis.

5.2.2 Dividend income:

Dividend income is recognised when the 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 the dividend can be measured reliably.

5.3 Financial Instruments

5.3.1 Date of recognition

Financial assets and financial liabilities with exception of borrowings are initially recognised on the trade date, i.e., the date that the Group becomes a party to the contractual provisions of the instrument. This includes regular way trades; purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the marketplace. The Group recognises borrowings when funds are received by the Group.

5.3.2 Initial measurement of financial instruments

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies in section 5.1 Revenue from contracts with customers.

5.3.3 Day 1 profit or loss

When the transaction price of the financial instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Group recognises the difference between the transaction price and fair value in net gain on fair value changes. In those cases where fair value is based on models for which some of the inputs

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in statement of profit and loss when the inputs become observable, or when the instrument is derecognised.

5.3.4 Classification of financial instruments

The Group classifies all of its financial assets based on the business model for managing the assets and the asset's contractual terms, measured at either:

Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The changes in carrying value of financial assets is recognised in profit and loss account.

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The changes in fair value of financial assets is recognised in Other Comprehensive Income.

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

A financial asset which is not classified in any of the above categories are measured at FVTPL. The Group measures all financial assets classified as FVTPL at fair value at each reporting date. The changes in fair value of financial assets is recognised in Profit and loss account.

The Group measures financial assets that meet the following conditions at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that

are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

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

5.4 Financial assets and liabilities

5.4.1 Amortized cost and effective interest rate (EIR)

The effective interest rate is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

For financial instruments other than purchased or originated credit-impaired financial assets, the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition. For purchased or originated credit impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. On the other hand, the gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

5.4.2 Financial assets held for trading

The Group classifies financial assets as held for trading when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there evidence of a recent pattern of short-term profit is taking. Held-for-trading assets and liabilities are recorded and measured in the balance sheet at fair value.

5.4.3 Financial assets at fair value through profit or loss

Financial assets and financial liabilities in this category are those that are not held for trading and have been either designated by management upon initial recognition or are mandatorily required to be measured at fair value under Ind AS 109. Management only designates an instrument at FVTPL upon initial recognition when one of the following criteria are met. Such designation is determined on an instrument-by-instrument basis.

- The designation eliminates, or significantly reduces, the inconsistent treatment that would otherwise arise from measuring the assets or liabilities or recognising gains or losses on them on a different basis; Or
- The liabilities are part of a group of financial liabilities, which are managed and their performance evaluated on a fair value basis, in accordance with a documented risk management or investment strategy; Or
- The liabilities containing one or more embedded derivatives, unless they do not significantly modify the cash flows that would otherwise be required by the contract, or it is clear with little or no analysis when a similar instrument is first considered that separation of the embedded derivative(s) is prohibited.

Financial assets and financial liabilities at FVTPL are recorded in the balance sheet at fair value. Changes in fair value are recorded in profit and loss with the exception of movements in fair value of liabilities designated at FVTPL due to changes in the Group's own credit risk. Such changes in fair value are recorded in the own credit reserve through OCI and do not get recycled to the profit or loss. Interest earned or incurred on instruments designated at FVTPL is accrued in interest income or finance cost, respectively, using the EIR, taking into account any

discount/ premium and qualifying transaction costs being an integral part of instrument. Interest earned on assets mandatorily required to be measured at FVTPL is recorded using contractual interest rate.

5.4.4 Investment in equity instruments

The Group subsequently measures all equity investments at fair value through profit or loss, unless the management has elected to classify irrevocably some of its strategic equity investments to be measured at FVOCI, when such instruments meet the definition of equity under Ind AS and are not held for trading. Such classification is determined on an instrument-by-instrument basis. Investments in associate and joint venture companies are carried at cost.

5.4.5 Financial liabilities

All financial liabilities are measured at amortised cost except loan commitments, financial guarantees, and derivative financial liabilities.

5.4.6 Loan commitments

Undrawn loan commitments are commitments under which, the Group is required to provide a loan with pre-specified terms to the customer during the duration of the commitment.

5.4.7 Derivative financial instruments

The Group enters into a variety of derivative financial instruments to manage its exposure to interest rate and market risk.

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 profit or loss.

Embedded derivatives

An embedded derivative is a component of a hybrid instrument that also includes a non-derivative host contract with the effect that some of the cash flows of the combined instrument vary in a way similar to stand-alone derivative. An embedded derivative causes some or all of the cash flows that otherwise would be required by the contract to be modified according to a specified interest rate, foreign exchange rate or other variable, provided that, in case of a non-financial variable, it is not specific to a party to the contract.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss, unless designated as effective hedging instruments.

5.4.8 Debt securities and other borrowed funds

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

The Group issues certain non-convertible debentures, the return of which is linked to performance of specified indices over the period of the debenture. Such debentures have a component of an embedded derivative which is fair valued at a reporting date. The resultant 'net unrealised loss or gain' on the fair valuation of these embedded derivatives is recognised in the statement of profit and loss. The debt component of such debentures is measured at amortised cost using yield to maturity basis.

5.4.9 Financial liabilities and equity instruments

Financial instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

5.5 Reclassification of financial assets and liabilities

The Group does not reclassify its financial assets subsequent to their initial recognition, apart from

the exceptional circumstances in which the Group acquires, disposes of, or terminates a business line.

5.6 Derecognition of financial Instruments

5.6.1 Derecognition of financial asset

A financial asset (or, where applicable a part of a financial asset or a part of a group of similar financial assets) is derecognised when the rights to receive cash flows from the financial asset have expired. The Group also derecognises the financial asset if it has both transferred the financial asset and the transfer qualifies for derecognition.

The Group has transferred the financial asset if, and only if, either

- The Group has transferred the rights to receive cash flows from the financial asset or
- It retains the contractual rights to receive the cash flows of the financial asset, but assumed a contractual obligation to pay the cash flows in full without material delay to third party under pass through arrangement.

Pass-through arrangements are transactions whereby the Group retains the contractual rights to receive the cash flows of a financial asset (the 'original asset'), but assumes a contractual obligation to pay those cash flows to one or more entities (the 'eventual recipients'), when all of the following three conditions are met:

- The Group has no obligation to pay amounts to the eventual recipients unless it has collected equivalent amounts from the original asset, excluding short-term advances with the right to full recovery of the amount lent plus accrued interest at market rates.
- The Group cannot sell or pledge the original asset other than as security to the eventual recipients
- The Group has to remit any cash flows it collects on behalf of the eventual recipients without material delay. In addition, the Group is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents including interest earned, during the period between the collection date and the date of required remittance to the eventual recipients.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

A transfer only qualifies for derecognition if either:

- The Group has transferred substantially all the risks and rewards of the asset; or
- The Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The Group considers control to be transferred if and only if, the transferee has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without imposing additional restrictions on the transfer.

5.6.2 Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in the statement profit or loss.

5.7 Impairment of financial assets

The Group records allowance for expected credit loss (ECL) for all financial assets, other than financial assets held at FVTPL together with loan commitments and financial guarantee contracts. Equity instruments are not subject to impairment.

Simplified approach

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Group uses a provision matrix to determine impairment loss allowance on portfolio of its receivables. The provision matrix is based on its historically observed default rates over the expected life of the receivables and is adjusted for forward-looking estimates. However, if receivables contain a significant financing component, the Group

chooses as its accounting policy to measure the loss allowance by applying general approach to measure ECL.

General approach

For all other financial instruments where ECL is to be recognised, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses (12 month ECL). The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information. As for the exposure at default (EAD), for financial assets, this is represented by the assets' gross carrying amount at the reporting date; for loan commitments and financial guarantee contracts, the exposure includes the amount drawn down as at the reporting date, together with any additional amounts expected to be drawn down in the future by default date determined based on historical trend, the Group's understanding of the specific future financing needs of the debtors/borrowers, and other relevant forward-looking information.

Group categorises its financial assets as follows:

Stage 1 assets:

Stage 1 assets includes financial instruments that have not had a significant increase in credit risk since initial recognition or that have low credit risk at the reporting date. For these assets, 12-month

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

ECL (resulting from default events possible within 12 months from reporting date) are recognised.

Stage 2 assets:

Stage 2 assets include financial instruments that have had a significant increase in credit risk since initial recognition. For these assets, lifetime ECLs are recognised.

Stage 3 assets:

Stage 3 for assets considered credit-impaired, the Group recognises the lifetime ECL for these loans. The method is similar to that for Stage 2 assets, with the PD set at 100%.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate. The Group recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

The Group's product offering includes facilities with a right to Group to cancel and/or reduce the facilities with one day's notice. The Group does not limit its exposure to credit losses to the contractual notice period, but instead calculates ECL over a period that reflects the Group's expectations of the customer behaviour, its likelihood of default and the Group's future risk mitigation procedures, which could include reducing or cancelling the facilities.

Significant increase in credit risk

ECL is measured as an allowance equal to 12-month ECL for stage 1 assets, or lifetime ECL for stage 2 or stage 3 assets. An asset moves to stage 2 when its credit risk has increased significantly since initial recognition. In assessing whether the credit risk of an asset has significantly increased the Group takes into account qualitative and quantitative reasonable and supportable forward-looking information.

Impairment of Financial assets

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 Group's ECL calculations are outputs of models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL models that are considered accounting judgements and estimates include:

- PD calculation includes historical data, assumptions and expectations of future conditions.
- The Group's criteria for assessing if there has been a significant increase in credit risk and so allowances for financial assets should be measured on a life-time expected credit loss and the qualitative assessment.
- The segmentation of financial assets when their ECL is assessed on a collective basis.
- Development of ECL models, including the various formulas and the choice of inputs.
- Determination of associations between macroeconomic scenarios and, economic inputs, such as unemployment levels and collateral values, and the effect on PDs, EAD and LGD.
- Selection of forward-looking macroeconomic scenarios and their probability weightings, to derive the economic inputs into the ECL models

It is Group's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

5.8 Collateral valuation

To mitigate its credit risks on financial assets, the Group seeks to use collateral, where possible. The collateral comes in various forms, such as cash, securities, letters of credit/guarantees. Collateral, unless repossessed, is not recorded on the balance sheet. However, the fair value of collateral affects the calculation of ECLs. It is generally assessed, at a minimum, at inception and re-assessed on a periodical basis. However, some collateral, for example, cash or securities relating to margining requirements, is valued daily.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

To the extent possible, the Group uses active market data for valuing financial assets held as collateral. Other financial assets which do not have readily determinable market values are valued using financial models.

5.9 Collateral repossessed

The Group's policy is to determine whether a repossessed asset can be best used for its internal operations or should be sold. Assets determined to be useful for the internal operations are transferred to their relevant asset category at the lower of their repossessed value or the carrying value of the original secured asset. Assets for which selling is determined to be a better option are transferred to assets held for sale at their fair value (if financial assets) and fair value less cost to sell for non-financial assets at the repossession date in line with the Group's policy.

5.10 Determination of Fair value

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. In order to show how

fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

Level 1 financial instruments:

Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Group has access to at the measurement date. The Group considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

Level 2 financial instruments

Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life.

Level 3 financial instruments

Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. The Group periodically reviews its valuation techniques including the adopted methodologies and model calibrations.

Therefore, the Group applies various techniques to estimate the credit risk associated with its financial instruments measured at fair value, which include a portfolio-based approach that estimates for the expected net exposure per counterparty over the full lifetime of the individual assets, in order to reflect the credit risk of the individual counterparties for non-collateralised financial instruments.

The Group evaluates the levelling at each reporting period on an instrument-by-instrument basis and reclassifies instruments when necessary based on the facts at the end of the reporting period.

5.11 Write-offs

Financial assets are written off either partially or in their entirety only when the Group has no reasonable expectation of recovery.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

5.12 Property, Plant and Equipment, Right-of-use assets and Capital work in progress

Property, plant and equipment is stated at cost excluding the costs of day-to-day servicing, less accumulated depreciation and accumulated impairment in value. Changes in the expected useful life are accounted for by changing the amortization period or methodology, as appropriate, and treated as changes in accounting estimates.

Depreciation is recognized so as to write off the cost of assets less their residual values over their useful lives. Depreciation is provided on a written down value basis from the date the asset is ready for its intended use. In respect of assets sold, depreciation is provided upto the date of disposal.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. The carrying amount of those components which have been separately recognised as assets is derecognised at the time of replacement thereof. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

As per the requirement of Schedule II of the Companies Act, 2013, the Group has evaluated the estimated useful lives of the respective fixed assets which are as per the provisions of Part C of Schedule II of the Act for calculating the depreciation.

The estimated useful lives of the Property, plant and equipment are as follows:

Class of asset	Useful life
Building (other than factory building)	60 years
Furniture and fixtures	10 years
Vehicles	8 years
Office equipment	5 years
Computers and data processing units (including Direct Market Access assets) – End user devices, such as desktops, laptops etc.	0 to 3 years
Computers and data processing units – Servers and networks	6 years

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its

property, plant and equipment and intangible asset recognised as of 1 April 2017 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Measurement of building under revaluation model:

Increases in the carrying amount arising on revaluation of land and buildings are credited to other comprehensive income and shown as a revaluation reserve in shareholders' equity. An exception is a gain on revaluation that reverses a revaluation decrease (impairment) on the same asset previously recognised as an expense. Decreases that offset previous increases of the same asset are charged in other comprehensive income and debited against the revaluation reserve directly in equity; all other decreases are charged to profit or loss. Each year the difference between depreciation based on the revalued carrying amount of the asset charged to profit or loss and depreciation based on the asset's original cost is transferred from the revaluation reserve to retained earnings.

Right-of-use assets are presented together with property, plant and equipment in the statement of financial position – refer to the accounting policy. Right-of-use assets are depreciated on a straight-line basis over the lease term.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Leasehold improvements are amortized on a straight-line basis over the estimated useful lives of the assets or the period of lease whichever is shorter.

5.13 Intangible assets

The Group's intangible assets mainly include the value of software and asset management rights. An intangible asset is recognised only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the Group.

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss.

The estimated useful lives of the intangible assets are as follows:

Class of asset	Useful life
Computer software	3-5 years
Asset management rights	5 years

5.14 Investment properties

Investment Properties are properties held to earn rentals and/or capital appreciation and are measured. Upon initial recognition, an investment property is measured at cost, including transaction costs. Subsequent to the initial recognition, investment property is reported at cost less accumulated depreciation.

Depreciation is recognised using written down method so as to write off the cost of the investment property less their residual values over their useful lives specified in schedule II to the Companies Act, 2013 or in the case of assets where the useful life was determined by technical evaluation, over the useful life so determined.

Depreciation method is reviewed at each financial year end to reflect the expected pattern of consumption of the future benefits embodied in the investment property. The estimated useful life and residual values are also reviewed at each financial year end and the effect of any change in the estimates of useful life/residual value is accounted on prospective basis.

5.15 Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual

impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

5.16 Cash and cash equivalents

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

5.17 Foreign currency transactions

The consolidated financial statements are presented in Indian Rupees which is also functional currency of the Company. Transactions in currencies other than Indian Rupees (i.e. foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively)

Group companies

On consolidation: (a) Income and expenses are converted at the rate of exchange prevailing at the dates of the transactions and (b) All assets and liabilities are translated at the closing rate as on the Balance Sheet date. The exchange difference arising

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

out of period/year end translation is debited or credited as "Foreign Exchange Translation Reserve" forming part of Other Comprehensive Income and accumulated as a separate component of other equity.

5.18 Retirement and other employee benefits

Provident fund and national pension scheme

The Group contributes to a recognized provident fund and national pension scheme which is a defined contribution scheme. The contributions are accounted for on an accrual basis and recognized in the consolidated statement of profit and loss.

Gratuity

The Group's gratuity scheme is a defined benefit plan. The Group's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that the employees have earned in return for their service in the current and prior periods, that benefit is discounted to determine its present value, and the fair value of any plan assets, if any, is deducted. The present value of the obligation under such benefit plan is determined based on independent actuarial valuation using the Projected Unit Credit Method. Benefits in respect of gratuity are funded with an Insurance Group approved by Insurance Regulatory and Development Authority (IRDA).

Re-measurement, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

Remeasurement are not reclassified to profit or loss in subsequent periods.

Compensated Leave Absences

The eligible employees of the Group are permitted to carry forward certain number of their annual leave entitlement to subsequent years, subject to a ceiling. The Group recognises the charge to the consolidated statement of profit and loss and corresponding liability on account of such accumulated leave entitlement based on a valuation by an independent actuary. The cost of providing annual leave benefits are determined using the projected unit credit method.

Share-based payment arrangements

Equity-settled share-based payments to employees by the Company and by the erstwhile ultimate parent Group are measured by reference to the fair value of the equity instruments at the grant date.

The fair value of Equity-settled share-based payments determined at the grant date is expensed over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. In cases where the share options granted vest in instalments over the vesting period, the Group treats each instalment as a separate grant, because each instalment has a different vesting period, and hence the fair value of each instalment differs.

5.19 Income tax expenses

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
- Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:
 - When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
 - In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

In assessing the recoverability of deferred tax assets, the Group relies on the same forecast assumptions used elsewhere in the financial

statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business, such as increased cost of production as a result of measures to reduce carbon emission.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Policy on MAT:

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax for the year. The deferred tax asset is recognised

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

for MAT credit available only to the extent that it is probable that the concerned company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax asset. The company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

5.20 Leases

Group as a lessee:

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right of use assets

The Group 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 remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. In calculating the present value of

lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset is classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

5.21 Earnings per share

The Group reports basic and diluted earnings per share in accordance with Indian Accounting Standard 33 – Earnings Per Share. Basic earnings per share is calculated by dividing the net profit or loss attributable to equity holders of parent company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of EPS, the potential ordinary shares that would be issued on conversion are included in the weighted average number of ordinary shares used in the calculation of basic EPS (and, therefore, also diluted EPS) from the date of issue of the instrument, since their issue is solely dependent on the passage of time.

Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the year. Diluted earnings per share is computed by dividing the net profit after tax attributable to the equity shareholders for the year by the weighted average number of equity shares considered for deriving basic earnings per share and weighted average number of equity shares that could have been issued upon conversion of all potential equity shares.

5.22 Provisions and other contingent liabilities

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

A contingent liability is:

- (a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or

- (b) a present obligation that arises from past events but is not recognised because:

- (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- (ii) the amount of the obligation cannot be measured with sufficient reliability.

Given the subjectivity and uncertainty of determining the probability and amount of losses, the Group takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognised in the consolidated financial statement. However, contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise, the asset and related income are recognised in the period in which the change occurs.

5.23 Business Combinations

Business combinations are accounted for using the acquisition method. 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.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

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

Business combinations under common control

Common control business combinations includes transactions, such as transfer of subsidiaries or businesses, between entities within a Company. Group has accounted for all such transactions based on pooling of interest method, which is as below:

- The assets and liabilities of the combining entities are reflected at their carrying amounts in the books of transferrer entity.
- No adjustments are made to reflect fair values or recognise any new assets or liabilities.
- 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, irrespective of the actual date of the combination.

The identity of the reserves shall be preserved and shall 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 amount 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 shall be transferred to capital reserve.

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. This includes the separation of embedded derivatives in host contracts by the acquiree.

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.

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 in accordance with Ind AS 109. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS and shall be recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

6. Significant accounting judgements, estimates and assumptions

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

- a) Actuarial assumptions used in calculation of defined benefit plans.
- b) Assumptions used on discounted cash flows, growth rate and discount rate to justify the value of management rights reported under intangible assets.
- c) Assumptions used in estimating the useful lives of tangible assets reported under property, plant and equipment.

Provision and contingent liability

On an ongoing basis, the Group 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 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.

Revaluation of property, plant and equipment

The Group measures Building classified as property, plant and equipment at revalued amounts with changes in fair value being recognised in OCI. The

Group engaged an independent registered valuation specialist to assess fair value at March 31, 2024 for revalued building. Building is valued by reference to market-based evidence, using comparable prices adjusted for specific market factors such as nature, location and condition of the property.

Investment property

Investment property is defined as assets held primarily for rental income, capital appreciation, or both, rather than for operational use or sale, reflecting management's strategic intent. Upon initial recognition, investment properties are recorded at cost, with management making informed decisions regarding direct costs attributable to acquisition. Subsequent measurement at fair value entails management's assessment of various factors, including market conditions and property-specific attributes. Management exercises judgment in determining fair values, often relying on independent valuations or recent transaction prices for similar properties.

Share based payments

Estimating fair value for share based payment requires determination of the most appropriate valuation model. The estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share based payments transactions are discussed in Note 40.B 'Share based payments'.

Define Benefits Plan

The cost of the defined benefit plans and the present value of the defined benefit obligation 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.

Provisions for Income Taxes

Significant judgments are involved in determining the provision for income taxes including judgment

Notes to the consolidated financial statements (Contd.) for the year ended March 31, 2024

(Currency: Indian rupees in million)

on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

Estimates and judgments are continually evaluated. They are based on historical experience and other factors, including expectation of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

Business model assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of these assets are compensated.

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

7. Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, as described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Effective interest rate method

The Group's EIR methodology, as explained in Note 5.2.1, recognizes 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 financial instruments and recognizes the effect of characteristics of the product life cycle.

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

Incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate ('IBR') to measure lease liabilities. Incremental borrowing rate is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Fair value of financial instruments

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

8a. Standards issued and effective

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS which are effective for

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

annual periods beginning on or after 1 April 2023. The Group applied for the first-time these amendments.

(i) Definition of Accounting Estimates – Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on the Group's consolidated financial statements.

(ii) Disclosure of Accounting Policies – Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Group's disclosures of accounting policies,

but not on the measurement, recognition or presentation of any items in the Group's consolidated financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Group previously recognised for deferred tax on leases on a net basis. As a result of these amendments, the Group has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12, there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at 1 April 2022.

8b. Standards notified but not yet effective

There are no new standards that are notified but not yet effective

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

9. Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks		
In current accounts	3,384.63	7,752.51
In transit	-	12.33
In fixed deposits with original maturity less than 3 months	281.70	117.11
	3,666.33	7,881.95

Note:

- 1) Fixed deposit are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group and earn interest at the respective short-term deposits rates.

10. Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposit with banks	1,686.87	1,113.66
Fixed deposits with banks to the extent held as margin money or security against borrowings, bank guarantees (Refer Note 10.A Below)	120,779.61	44,282.86
	122,466.48	45,396.52

Note:

- 1) Fixed deposit balances with banks earns interest at fixed rate.

10.A Encumbrances on fixed deposits held by the Group:

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposits pledged with exchange to meet margin requirement	109,441.41	33,745.59
Fixed deposits pledged with bank for securing overdraft facilities and bank guarantees	11,309.13	10,505.84
Fixed deposits pledged with exchange for arbitration	29.07	29.43
Fixed deposits placed with Pension Fund Regulatory & Development Authority	-	2.00
	120,779.61	44,282.86

11. Derivative financial instruments

Particulars	As at March 31, 2024	As at March 31, 2023
Fair Value Assets		
Mark to market on interest rate swap	-	3.32
Premium paid on outstanding exchange traded options	2,142.52	2,847.53
Embedded derivatives in market-linked debentures (asset)	1,292.60	3,276.15
	3,435.12	6,127.00

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Fair Value Liabilities		
Premium received on outstanding exchange traded options	541.26	800.24
Mark to market on interest rate swap	-	0.69
Embedded derivatives in market-linked debentures (liabilities)	846.59	289.08
Total	1,387.85	1,090.01

11.A Derivative financial instruments

The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts/Units held:

Particulars	As at March 31, 2024							
	Unit	Currency	Notional	Fair value asset	Unit	Currency	Notional	Fair value liability
(i) Commodity linked derivatives								
Commodity Futures	Commodity Units	INR	63,000	5.52	Commodity Units	INR	3,677	0.90
Options sold (written)				-	Commodity Units	INR	24,972	4.34
Less: amounts offset				(5.52)				(0.90)
Subtotal(i)				-				4.34
(ii) Equity linked derivatives								
Stock futures	No of Shares	INR	4,326,046	45.13	No of Shares	INR	1,907,561	15.49
Options purchased	No of Shares	INR	4,601,761	166.05				-
Options sold				-	No of Shares	INR	4,527,861	126.84
Less: amounts offset (Refer Note 11.B & 51)				(45.13)				(15.49)
Subtotal(ii)				166.05				126.84
(iii) Index linked derivatives								
Index futures	Index Units	INR	435,965	87.14	Index Units	INR	4,435	0.12
Options purchased	Index Units	INR	577,515	1,976.47				-
Options sold				-	Index Units	INR	886,451	410.08
Less: amounts offset (Refer Note 11.B & 51)				(87.14)				(0.12)
Subtotal(iii)				1,976.47				410.08
(iv) Embedded derivatives*								
In market linked debentures		INR		1,292.60		INR		846.59
Subtotal(iv)				1,292.60				846.59
Total derivative financial instruments				3,435.12				1,387.85

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2023							
	Unit	Currency	Notional	Fair value asset	Unit	Currency	Notional	Fair value liability
(i) Interest rate derivatives								
Interest rate swaps	Rupees	INR	1,250	3.32	Rupees	INR	1,500	0.69
Subtotal(i)				3.32				0.69
(ii) Equity linked derivatives								
Stock Futures	No of Shares	INR	1,253,981	27.08	No of Shares	INR	516,365	11.20
Options purchased	No of Shares	INR	467,061	50.37			-	-
Options sold				-	No of Shares	INR	467,061	13.66
Less: amounts offset (Refer Note 11.B & 51)		INR		(27.08)				(11.20)
Subtotal(ii)				50.37				13.66
(iii) Index linked derivatives								
Index futures	Index Units	INR	601,300	172.57	Index Units	INR	174,600	30.27
Options purchased	Index Units	INR	2,210,075	2,797.16				-
Options sold				-	Index Units	INR	2,233,175	786.58
Less: amounts offset (Refer Note 11.B & 51)		INR		(172.57)				(30.27)
Subtotal(iii)				2,797.16				786.58
(iv) Embedded derivatives*								
In market linked debentures		INR		3,276.15		INR		289.08
Subtotal(iv)				3,276.15				289.08
Total derivative financial instruments				6,127.00				1,090.01

Note: The notional/units held indicate the value of transactions outstanding at the year end and are not indicative of either the market risk or credit risk.

* An embedded derivative is a component of a hybrid instrument that also includes a non-derivative host contract with the effect that some of the cash flows of the combined instrument vary in a way similar to a stand-alone derivative.

Refer note 5.4.7 on derivative financial instruments for use of derivatives and note 52.D for risk management.

Derivatives designated as hedging instruments

The Group has not designated any derivatives as hedging instruments

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

11.B Offsetting

The tables below summarise the financial assets and liabilities subject to offsetting, enforceable master netting and similar agreements, as well as financial collateral received to mitigate credit exposures for these financial assets, and whether offset is achieved in the balance sheet:

Financial Assets subject to offsetting, netting arrangements

As at March 31, 2024	Offsetting recognised in balance sheet			Netting potential not recognised in balance sheet			Assets not subject to netting arrangements	Total Assets	Maximum Exposure to Risk
	Gross asset before offset	Amount offset	Net asset recognised on the balance sheet	Financial liabilities	Collaterals received	Assets after consideration of netting potential	Assets recognised on the balance sheet	Recognised in the balance sheet	After consideration of netting potential
Derivative Assets	137.79	(137.79)	-	-	-	-	3,435.12	3,435.12	3,435.12
Margin placed with broker *	588.80	66.86	655.66	-	-	655.66	-	655.66	655.66
Receivable from exchange /clearing house (net)	56.34	(0.29)	56.05	-	-	56.05	-	56.05	56.05

Financial Liabilities subject to offsetting, netting arrangements

As at March 31, 2024	Offsetting recognised in balance sheet			Netting potential not recognised in balance sheet			Liabilities not subject to netting arrangements	Total Liabilities	Maximum Exposure to Risk
	Gross Liabilities before offset	Amount offset	Net Liabilities recognised on the balance sheet	Financial Assets	Collaterals Paid	Liabilities after consideration of netting potential	Liabilities recognised on the balance sheet	Recognised in the balance sheet	After consideration of netting potential
Derivative Liabilities	16.51	(16.51)	-	-	-	-	1,387.85	1,387.85	1,387.85

Financial Assets subject to offsetting, netting arrangements

As at March 31, 2023	Offsetting recognised in balance sheet			Netting potential not recognised in balance sheet			Assets not subject to netting arrangements	Total Assets	Maximum Exposure to Risk
	Gross asset before offset	Amount offset	Net asset recognised on the balance sheet	Financial liabilities	Collaterals received	Assets after consideration of netting potential	Assets recognised on the balance sheet	Recognised in the balance sheet	After consideration of netting potential
Derivative Assets	199.65	(199.65)	-	-	-	-	6,127.00	6,127.00	6,127.00
TriParty REPO (TREPS)	124.40	42.27	166.67	-	-	166.67	-	166.67	166.67

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Financial Liabilities subject to offsetting, netting arrangements

As at March 31, 2023	Offsetting recognised in balance sheet		Netting potential not recognised in balance sheet				Liabilities not subject to netting arrangements	Total Liabilities	Maximum Exposure to Risk
	Gross Liabilities before offset	Amount offset	Net Liabilities recognised on the balance sheet	Financial Assets	Collaterals Paid	Liabilities after consideration of netting potential	Liabilities recognised on the balance sheet	Recognised in the balance sheet	After consideration of netting potential
Derivative Liabilities	41.47	(41.47)	-	-	-	-	1,090.01	1,090.01	1,090.01

* Note: As at the reporting date, cash margin received that has been offset against the gross derivative assets. Also, cash margin paid that has been offset against the gross derivative liabilities.

12. Securities held for trading:

Particulars	As at March 31, 2024	As at March 31, 2023
At fair value through profit and loss account		
Equity instruments	1,007.60	3,518.71
Debt securities	4,386.85	6,434.97
Exchange traded funds / Mutual funds	1,980.52	3,145.89
Total gross	7,374.97	13,099.57
Less: Impairment loss allowance	(4.16)	-
Total net	7,370.81	13,099.57
Stock in trade outside India	-	-
Stock in trade inside India	7,374.97	13,099.57
Total gross	7,374.97	13,099.57
Less: Impairment loss allowance	(4.16)	-
Total net	7,370.81	13,099.57

Note:

- 1) Refer note 51- Fair value measurement for valuation methodologies for securities held for trading
- 2) Refer note 24.B and note 25 - For Charge created on debt securities

13. Trade receivables

a) Trade receivables

Particulars	As at March 31, 2024	As at March 31, 2023
Receivables considered good - secured	1,444.99	3,008.00
Receivables considered good - unsecured	5,154.26	5,913.47
Receivables - credit impaired	203.26	162.37
	6,802.51	9,083.84
Allowance for expected credit losses		
Receivables considered good	(31.06)	(21.13)
Receivables - credit impaired	(203.26)	(162.37)
Trade receivables	6,568.19	8,900.34

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

b) Reconciliation of impairment allowance on trade receivables:

Particulars	As at March 31, 2024	As at March 31, 2023
Impairment allowance as per simplified approach		
Opening balance	183.50	182.98
Add: Addition on account of scheme of arrangement (refer note 58)	13.48	-
Add/ (less): asset originated/ recovered (net)	37.34	0.52
Closing balance	234.32	183.50

Notes:

- No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. No trade or other receivables due from firms or private companies in which directors is/are partner, a director or a member.
- For charges created on receivables refer note 24.B and note 25.

c) Trade receivables days past due

As at March 31, 2024	Unbilled	Not due	Less than 6 months	6 - 12 months	1 - 2 years	2 - 3 years	More than 3 years	Total
A. Gross receivables								
Undisputed								
Receivables – considered good	808.07	2,027.42	3,751.97	7.06	3.25	0.19	1.29	6,599.25
Receivables – credit impaired	-	-	6.49	28.87	51.01	33.73	63.39	183.49
Disputed								
Receivables – credit impaired	-	-	-	-	0.01	0.81	18.95	19.77
Total (A)	808.07	2,027.42	3,758.46	35.93	54.27	34.73	83.63	6,802.51
B. Allowance for expected credit losses								
Undisputed								
Receivables – considered good	-	0.42	20.04	5.87	3.25	0.19	1.29	31.06
Receivables – credit impaired	-	-	6.49	28.87	51.01	33.73	63.39	183.49
Disputed								
Receivables – credit impaired	-	-	-	-	0.01	0.81	18.95	19.77
Total (B)	-	0.42	26.53	34.74	54.27	34.73	83.63	234.32
Total receivables net of ECL (A - B)	808.07	2,027.00	3,731.93	1.19	-	-	-	6,568.19

As at March 31, 2023	Unbilled	Not due	Less than 6 months	6 - 12 months	1 - 2 years	2 - 3 years	More than 3 years	Total
A. Gross receivables								
Undisputed								
Receivables – considered good	492.88	4,173.31	4,253.43	1.02	0.36	0.17	0.28	8,921.45
Receivables – credit impaired	-	-	9.41	22.62	30.58	13.60	79.78	155.99
Disputed								
Receivables – considered good	-	-	0.02	-	-	-	-	0.02
Receivables – credit impaired	-	-	-	-	-	-	6.38	6.38
Total (A)	492.88	4,173.31	4,262.86	23.64	30.94	13.77	86.44	9,083.84
B. Allowance for expected credit losses								
Undisputed								
Receivables – considered good	-	0.42	19.92	0.22	0.12	0.17	0.28	21.13
Receivables – credit impaired	-	-	9.41	22.62	30.58	13.60	79.78	155.99
Disputed								
Receivables – credit impaired	-	-	-	-	-	-	6.38	6.38
Total (B)	-	0.42	29.33	22.84	30.70	13.77	86.44	183.50
Total receivables net of ECL (A - B)	492.88	4,172.89	4,233.53	0.80	0.24	-	-	8,900.34

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

14. Loans (at amortised cost)

Particulars	As at March 31, 2024	As at March 31, 2023
Retail credit	39,998.52	30,510.31
Margin trading facility	8,757.77	5,117.74
Total gross	48,756.29	35,628.05
Less: Impairment loss allowance (Refer Note 14.A)	(126.93)	(94.69)
Total net	48,629.36	35,533.36
Secured:		
- Loan against securities	38,784.50	29,178.69
- Margin trading facility	8,757.73	5,115.91
Unsecured:		
- In case of ESOP and IPO funding	464.29	734.08
- In case of Margin trading facility	0.03	1.83
- Others	749.74	597.54
Total gross	48,756.29	35,628.05
Less: Impairment loss allowance (Refer Note 14.A)	(126.93)	(94.69)
Total net	48,629.36	35,533.36
Loans in India		
Public sector	-	-
Others	48,756.29	35,628.05
Total gross	48,756.29	35,628.05
Less: Impairment loss allowance (Refer Note 14.A)	(126.93)	(94.69)
Total net	48,629.36	35,533.36

Note:

- 1) For charges created on loans refer note 24.B.

14.A Credit quality of assets

The table below shows the credit quality and the maximum exposure to credit risk based on the Group's year-end stage classification. The amounts presented are gross of impairment allowances. Details of the Group's internal grading for stage classification are explained in note 52.D.1 and policies on ECL allowances are set out in note 5.7.

a Credit quality of assets

Particulars	As at March 31, 2024				As at March 31, 2023			
	Stage I	Stage II	Stage III	Total	Stage I	Stage II	Stage III	Total
Performing								
High grade	47,968.91	-	-	47,968.91	35,618.72	-	-	35,618.72
Standard grade	-	787.35	-	787.35	-	7.54	-	7.54
Non-performing								
Individually impaired	-	-	0.03	0.03	-	-	1.79	1.79
	47,968.91	787.35	0.03	48,756.29	35,618.72	7.54	1.79	35,628.05

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

b Reconciliation of changes in gross carrying amount and corresponding ECL allowances for loans and advances to corporate and retail customers:

The following disclosure provides stage wise reconciliation of the Group's gross carrying amount and ECL allowances for loans and advances to corporates and retail customers. The transfers of financial assets represents the impact of stage transfers upon the gross carrying amount and associated allowance for ECL. The net remeasurement of ECL arising from stage transfers represents the increase or decrease due to these transfers.

The 'New assets originated /repayments received (net)' represent the gross carrying amount and associated allowance ECL impact from transactions i.e. new lending, further disbursements, repayments and interest accrual on loans.

Reconciliation / movement for the year ended March 31, 2024

Particulars	Non credit impaired				Credit impaired		Total	
	Stage I		Stage II		Stage III		Gross carrying Amount	Allowance for ECL
	Gross Carrying Amount	Allowance for ECL	Gross carrying Amount	Allowance for ECL	Gross carrying Amount	Allowance for ECL		
Opening balance	35,618.72	92.87	7.54	0.03	1.79	1.79	35,628.05	94.69
Transfer of financial assets							-	-
Stage II to Stage I	5.78	0.02	(5.78)	(0.02)	-	-	-	-
Stage I to Stage II	(454.07)	(1.82)	454.07	1.82	-	-	-	-
New assets originated / repayments received (net)	12,798.48	32.67	331.52	1.33	(1.76)	(1.76)	13,128.24	32.24
Closing balance	47,968.91	123.74	787.35	3.16	0.03	0.03	48,756.29	126.93

Reconciliation / movement for the year ended March 31, 2023

Particulars	Non credit impaired				Credit impaired		Total	
	Stage I		Stage II		Stage III		Gross carrying Amount	Allowance for ECL
	Gross Carrying Amount	Allowance for ECL	Gross carrying Amount	Allowance for ECL	Gross carrying Amount	Allowance for ECL		
Opening balance	29,608.46	79.22	1.41	0.01	1.59	1.59	29,611.46	80.82
Transfer of financial assets							-	-
Stage II to Stage I	(6.43)	(0.03)	6.43	0.03	-	-	-	-
Stage I to Stage II	1.41	0.01	(1.41)	(0.01)	-	-	-	-
New assets originated / repayments received (net)	6,015.28	13.67	1.11	-	0.20	0.20	6,016.59	13.87
Closing balance	35,618.72	92.87	7.54	0.03	1.79	1.79	35,628.05	94.69

15. Investments

As at March 31, 2024	At amortised cost (1)	At fair value				Subtotal 5 = (2+3+4)	At cost (Associate, Joint venture) (6)	Total (7) = (1+5+6)
		Through OCI (2)	Through P&L (3)	Designated at fair value through profit or loss (4)				
Equity shares	-	-	-	-	-	317.10	317.10	
Government securities	984.92	-	-	-	-	-	984.92	
Units of AIF	0.01	-	283.62	-	283.62	-	283.63	
Units of Trust	-	-	6.08	-	6.08	-	6.08	
Preference shares	206.95	-	-	-	-	-	206.95	
TOTAL - gross (A)	1,191.88	-	289.70	-	289.70	317.10	1,798.68	

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

As at March 31, 2024	At amortised cost (1)	At fair value			Subtotal 5 = (2+3+4)	At cost (Associate, Joint venture) (6)	Total (7) = (1+5+6)
		Through OCI (2)	Through P&L (3)	Designated at fair value through profit or loss (4)			
(i) Investments outside India	-	-	-	-	-	-	-
(ii) Investment in India	1,191.88	-	289.70	-	289.70	317.10	1,798.68
Total (B)	1,191.88	-	289.70	-	289.70	317.10	1,798.68
Less: allowance for impairment (C)	(96.23)	-	-	-	-	-	(96.23)
Total net (A-C)	1,095.65	-	289.70	-	289.70	317.10	1,702.45

As at March 31, 2023	At amortised cost (1)	At fair value			Subtotal 5 = (2+3+4)	At cost (Associate, Joint venture) (6)	Total (7) = (1+5+6)
		Through OCI (2)	Through P&L (3)	Designated at fair value through profit or loss (4)			
Equity shares	-	-	-	-	-	281.19	281.19
Units of AIF	-	-	209.65	-	209.65	-	209.65
Units of Trust	-	-	3.60	-	3.60	-	3.60
Government securities	975.64	-	-	-	-	-	975.64
Preference shares	226.58	-	-	-	-	-	226.58
TOTAL - gross (A)	1,202.22	-	213.25	-	213.25	281.19	1,696.66
(i) Investments outside India	-	-	-	-	-	-	-
(ii) Investment in India	1,202.22	-	213.25	-	213.25	281.19	1,696.66
Total (B)	1,202.22	-	213.25	-	213.25	281.19	1,696.66
Less: allowance for impairment (C)	-	-	-	-	-	-	-
Total Net (A-C)	1,202.22	-	213.25	-	213.25	281.19	1,696.66

Notes:

- 1) Please refer note 15.C - for further Investment details
- 2) Please refer note 51 - Fair value measurement for valuation methodology

15.A Investments in equity shares of associate company:

Investment in associate is accounted for using the equity method in the consolidated financial statements. The following table illustrates the summarised financial information of Group's investment in associate company.

Particulars	Nuvama Custodial Services Limited (Formerly known as Edelweiss Capital Services Limited)	
	As at March 31, 2024	As at March 31, 2023
Total financial assets	5,125.97	1,374.22
Total non-financial assets	113.80	53.04
Total assets (A)	5,239.77	1,427.26
Total financial liabilities	4,575.27	841.38
Total non-financial liabilities	23.85	12.03
Total liabilities (B)	4,599.12	853.41

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	Nuvama Custodial Services Limited (Formerly known as Edelweiss Capital Services Limited)	
	As at March 31, 2024	As at March 31, 2023
Net worth (A-B)	640.65	573.85
% share in equity	49%	49%
Share in equity	313.92	281.19
Gross carrying amount of the investment	313.92	281.19

Particulars	Nuvama Custodial Services Limited (Formerly known as Edelweiss Capital Services Limited)	
	For the year ended March 31, 2024	For the year ended March 31, 2023
Total income	818.64	389.03
Total expenses	730.06	365.02
Profit before tax	88.58	24.01
Tax expenses	22.19	4.56
Profit for the year	66.39	19.45
Other comprehensive income	(0.76)	(0.61)
Total comprehensive income	65.63	18.84
Share of Company in -		
Profit for the year	32.53	9.53
Other comprehensive income	(0.37)	(0.30)
Total comprehensive income	32.16	9.23

Note:

- 1) Nuvama Custodial Services Limited (formerly known as Edelweiss Capital Services Limited) is into the business of custodian of securities and designated depository participants and operates primarily out of Mumbai.

15.B Investments in equity shares of joint venture:

Investment in joint venture is accounted for using the equity method in the consolidated financial statements. The following table illustrates the summarised financial information of Group's investment in Nuvama and Cushman & Wakefield Management Private Limited, a joint venture company.

Particulars	As at March 31, 2024
Total financial assets	10.14
Total non-financial assets	0.93
Total assets (A)	11.07
Total financial liabilities	3.07
Total non-financial liabilities	1.65
Total liabilities (B)	4.72
Net worth (A-B)	6.35
% share in equity	50%
Share in equity	3.18
Gross carrying amount of the investment	3.18

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	For the period from September 6, 2023 to March 31, 2024
Total income	-
Total expenses	22.16
Profit before tax	(22.16)
Tax expenses	-
Profit for the period	(22.16)
Other comprehensive income	-
Total comprehensive income	(22.16)
Share of Company	(11.08)

Note:

- 1) Nuvama and Cushman & Wakefield Management Private Limited is yet to commence the operations and operates primarily out of Mumbai.

15.C Investments

Particulars	As at March 31, 2024			As at March 31, 2023		
	Face Value	Quantity	Amount	Face Value	Quantity	Amount
Equity shares (fully paid up) – at cost						
(a) Equity instruments of associate companies						
Nuvama Custodial Services Limited (Formerly known as Edelweiss Capital Services Limited)	10	26,950,000	313.92	10	26,950,000	281.19
(b) Equity instruments of joint venture companies						
Nuvama and Cushman & Wakefield Management Private Limited	10	1,425,000	3.18			-
Total (A)			317.10			281.19
Units of AIF						
(i) At fair value through profit and loss						
Nuvama Enhanced Dynamic Growth Equity (formerly Edelweiss Dynamic Growth Equity Fund)	10	8,869,990	164.38	10	9,375,829	125.52
Nuvama Crossover Opportunities Fund – Series III (formerly Edelweiss Crossover Opportunities Fund – Series III)	10	3,503,617	44.50	10	2,379,484	31.10
Nuvama Crossover Opportunities Fund – Series III A (formerly Edelweiss Crossover Opportunities Fund – Series III A)	10	3,741,057	38.71	10	2,424,556	27.44
Nuvama Crossover Opportunities Fund – Series III B (formerly Edelweiss Crossover Opportunities Fund – Series III B)	10	2,588,672	31.06	10	1,953,291	20.56
Nuvama Crossover Yield Opportunities Fund (formerly Edelweiss Crossover Yield Opportunities Fund)	10	500,000	4.97	10	500,000	5.03

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Face Value	Quantity	Amount	Face Value	Quantity	Amount
(II) At amortised cost						
Ordinary shares						
EW Special Opportunities Fund II Pte Limited	USD 0.01	-	0.00			-
Management shares						
Nuvama India Opportunities Fund (formerly EW India Opportunities Fund)	USD 0.01	999	0.00			-
Nuvama Global Opportunities Fund (formerly Nuvama India Focus Fund)			0.00			-
Multi Strategy Opportunities SPC			0.01			-
Less: allowance for impairment			(0.01)			-
Total (B)			283.62			209.65
Units of Trust						
(At fair value through profit and loss)						
Nuvama EBT Crossover III B Scheme (Scheme of Nuvama Asset Management Employees Beneficiary Trust)	10	533,106	6.08	10	360,000	3.60
Total (C)			6.08			3.60
Redeemable preference shares (fully paid up)						
(At amortised cost)						
Indianivesh Capitals Limited	10	20,695,150	206.95	10	22,145,000	226.58
Less: allowance for impairment			(96.22)			-
Total (D)			110.73			226.58
Government securities						
(At amortised cost)						
T-BILL (182 days) 14.09.2023			-	100	5,000,000	484.18
T-BILL (182 days) 06.07.2023			-	100	5,000,000	491.46
T-BILL (182 days) 18.07.2024	100	5,000,000	489.79			-
T-BILL (182 days) 23.05.2024	100	5,000,000	495.13			-
Total (E)			984.92			975.64
Total (A+B+C+D+E)			1,702.45			1,696.66

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

16. Other financial assets

Particulars	As at March 31, 2024	As at March 31, 2023
Receivable from exchange /clearing house (net)	4,069.11	1,678.66
Margin placed with broker	-	81.03
Deposits placed with exchange/ depositories	307.76	1,385.65
Rental deposits	311.32	381.36
Deposits- others	14.39	18.81
Advances recoverable in cash or in kind or for value to be received	351.00	102.89
Other assets	-	2.92
Share / Debenture application money paid pending allotment	238.00	-
	5,291.58	3,651.32

17. Current tax assets (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Advance income taxes (net of provision for income tax)	649.20	570.78
	649.20	570.78

18. Deferred tax assets

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets		
Loans and trade receivables		
Expected credit loss	159.11	88.13
Unamortised processing fees – EIR on lending	15.56	18.73
Employee benefit obligations		
Disallowances under section 43B of the Income tax act, 1961	26.81	23.85
Unused tax losses		
Accumulated losses	2.47	-
Investments and other financial instruments		
Fair valuation – Derivative financial instruments	13.45	41.98
Impairment of investment	26.56	-
Property, plant and equipment and intangibles		
Difference between book and tax depreciation	174.70	87.70
Leases		
Right to Use Assets	397.66	358.38
Disallowances under section 35DD of the Income tax act, 1961	35.26	8.97
Others	0.06	0.47
	851.64	628.21

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax liabilities		
Property, plant and equipment and intangibles		
Revaluation of Property, plant, equipment	68.38	102.73
Investments and other financial instruments		
Fair valuation – Derivative financial instruments	19.33	62.53
Fair valuation – Investments and securities held for trading	19.25	86.57
Leases		
Lease liabilities	340.18	315.32
Borrowings		
Effective interest rate on borrowings	50.00	55.57
	497.14	622.72
Net deferred tax assets	354.50	5.49

19. Investment property

Particulars	As at March 31, 2024	As at March 31, 2023
Gross book value – opening balance	158.53	158.53
Add: Additions during the year	-	-
Less: Accumulated depreciation	18.55	11.19
Less: Impact on account of revaluation	25.98	-
Net book value	114.00	147.34

During the financial year ended March 31, 2024, the said property has been revalued taking into consideration various factors such as location, facilities & amenities, quality of construction, residual life of building, supply & demand, local nearby enquiry, market feedback of investigation and ready reckoner rate published by local authorities. These valuations have been performed by external independent registered valuer, having appropriate recognised professional qualification and experience in the location and category of property being valued. The fair values are based on market values, being the estimated amount for which a property could be exchanged at an arm's length transaction.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

20. Property, plant and equipment and other intangible assets

Particulars	Property, plant and equipment					Other Intangible Assets				
	Building (refer note 1 below)	Leasehold improvements	Furniture and Fixtures	Vehicles	Office equipment	Computers	Right to Use Assets (refer note 45)	Computer Software	Asset Management right	Total
Cost:										
As at April 1, 2022	698.32	72.40	27.97	8.64	52.55	578.00	1,377.64	898.16	14.13	912.29
Additions	-	232.15	2.89	-	23.49	242.82	1,043.39	161.94	-	161.94
Additions on account of acquisition of subsidiary (refer note 54)	-	-	-	-	0.01	0.34	-	16.63	-	16.63
Disposals	-	(2.13)	(0.91)	(5.77)	(1.03)	(168.78)	(354.95)	0.53	-	0.53
As at March 31, 2023	698.32	302.42	29.95	2.87	75.02	652.38	2,066.08	1,077.26	14.13	1,091.39
Additions	-	-	31.03	-	64.68	598.89	541.56	314.78	-	314.78
Revaluation gain / (loss) during the year	(113.44)	-	-	-	-	-	-	-	-	-
Additions on account of acquisition of subsidiary (refer note 54)	-	-	-	-	-	0.20	1.00	-	-	1.20
Additions due to scheme of arrangement (refer note 58)	-	-	-	-	-	0.80	-	-	-	0.80
Disposals	-	(35.85)	(4.30)	(0.14)	(27.89)	(157.78)	(35.53)	(0.62)	-	(0.62)
As at March 31, 2024	584.88	266.57	56.68	2.73	111.81	1,094.49	2,573.11	1,391.42	14.13	1,405.55
Depreciation and Impairment:										
As at April 1, 2022	86.99	32.53	13.89	7.25	38.77	476.13	528.33	509.08	2.31	511.39
Depreciation/Amortisation/ Impairment for the year	34.39	25.48	4.55	0.25	9.11	159.40	372.45	269.60	2.83	272.43
Additions on account of acquisition of subsidiary (refer note 54)	-	-	-	-	0.01	0.31	-	4.58	-	4.58
Disposals	-	(2.59)	(0.67)	(5.02)	(0.96)	(155.64)	(88.17)	0.53	-	0.53
As at March 31, 2023	121.38	55.42	17.77	2.48	46.93	480.20	812.61	783.79	5.14	788.93
Depreciation/Amortisation/ Impairment for the year	32.46	49.40	10.49	0.10	39.78	636.90	408.25	166.50	2.83	169.33
Disposals	-	(10.10)	(3.54)	(0.09)	(26.82)	(153.54)	(22.18)	(0.62)	-	(0.62)
As at March 31, 2024	153.84	94.72	24.72	2.49	59.89	963.56	1,198.68	949.67	7.97	957.64
Net Book Value										
As at March 31, 2023	576.94	247.00	12.18	0.39	28.09	172.18	1,253.47	293.47	8.99	302.46
As at March 31, 2024	431.04	171.85	31.96	0.24	51.92	130.93	1,374.43	441.75	6.16	447.91

Note:

- 1) Nuvama Clearing Services Limited (Formerly Edelweiss Custodial Services Limited) (NCSL), a wholly owned subsidiary of the Company, had challenged an order by an investigating agency marking lien on its Clearing Bank account before the 47th Additional Chief Metropolitan Magistrate Court, Mumbai. The Hon'ble Court had set aside the lien order. This was with a condition that NCSL undertakes to keep assets worth Rs. 4,603.20 million unencumbered [including office at Edelweiss House, 12th floor valued at Rs. 662.56 million (as at March 31, 2024 carrying value is Rs. 429.00 million) belonging to the Company]. The original Misc. Application filed by NCSL before 47th Additional Chief Metropolitan Magistrate's Court at Esplanade, Mumbai has now been transferred to the City Civil & Sessions Court under M.P.I.D. Act and the matter has been listed for further hearing. NCSL has assessed such liability to be remote and accordingly, as per the Company there is no adjustment required in the consolidated financial statements of the Company for the financial year ended March 31, 2024.
- 2) Charge on a class of asset (i.e. building) gross block to the extent of Rs. 2.73 million (previous year: Rs. 2.73 million) against secured redeemable non-convertible debentures.
- 3) Depreciation, amortisation and impairment expense reported in statement of profit and loss for the year ended March 31, 2024 is net of recoveries amounting to Rs. 15.87 million from group entities (previous year: nil)
- 4) As per the Company's policy of periodical revaluation of building classified under Property, plant and equipments, the Company has decreased the carrying value of a building, by an amount of Rs. 113.44 million, after adjusting for tax of Rs. 28.55 million. Accordingly, the net amount (after tax) of Rs. 84.89 million has been recognised in Other comprehensive income for appropriation against the available revaluation reserve as per IND AS 16 'Property, Plant and Equipment'.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

21. Intangible assets under development

a. Ageing schedule

As at March 31, 2024	Amount in Intangible asset under development for a period of				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in progress	45.46	28.11	1.80	-	75.37
Projects temporarily suspended	-	1.46	-	-	1.46
Total	45.46	29.57	1.80	-	76.83

As at March 31, 2023	Amount in Intangible asset under development for a period of				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in progress	159.64	91.29	-	-	250.93
Total	159.64	91.29	-	-	250.93

b. Projects whose completion is overdue or had exceeded its cost compared to its original plan

As at March 31, 2024	To be completed in				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in progress	47.47	-	-	-	47.47
Total	47.47	-	-	-	47.47

As at March 31, 2023	To be completed in				Total
	< 1 year	1-2 years	2-3 years	> 3 years	
Projects in progress	243.47	-	-	-	243.47
Total	243.47	-	-	-	243.47

22. Other non-financial assets

(unsecured considered good, unless stated otherwise)

Particulars	As at March 31, 2024	As at March 31, 2023
Input tax credit	187.97	68.67
Advances to others (refer note below)	-	467.48
Capital Advances	0.18	-
Other deposits	24.10	9.55
Contribution to gratuity fund (net)	22.55	18.75
Prepaid expenses	216.50	239.25
Vendor advances	295.84	171.60
Arbitration deposits (net of impairment of Rs. 215.38 million (previous year: nil))	-	215.38
Advances to employees	3.98	3.52
Others	9.09	9.01
	760.21	1,203.21

Note:

Advances to others represents advance consideration paid by EGWML to EFSL towards wealth management business. This was transferred to the Company pursuant to Composite scheme of arrangement as referred to in note 57. Further, during the financial year 2023-24, the said advance is adjusted against the wealth management business demerged into the Company pursuant to Scheme of arrangement as referred to in note 58.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

23. Trade Payables

Particulars	As at March 31, 2024	As at March 31, 2023
Trade payables (refer note 49 for related party disclosure)	36,700.65	17,565.91
	36,700.65	17,565.91

23.A Details of dues to micro and small enterprises

Trade Payables includes Rs. 172.55 Million (March 31, 2023 : Rs. 80.73 Million) payable to "Suppliers" registered under the Micro, Small and Medium Enterprises Development Act, 2006. No interest has been paid / is payable by the Group during the year to "Suppliers" registered under this act. The aforementioned is based on the responses received by the Group to its inquiries with suppliers with regard to applicability under the said Act.

23.B Trade payables ageing

As at March 31, 2024	Outstanding for following periods from due date of transaction					
	Unbilled	Upto 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	162.48	10.07	-	-	-	172.55
Others	1,778.32	34,686.74	39.65	9.56	13.56	36,527.83
Disputed dues - Others	-	-	0.01	0.26	-	0.27
Total	1,940.80	34,696.81	39.66	9.82	13.56	36,700.65

As at March 31, 2023	Outstanding for following periods from due date of transaction					
	Unbilled	Upto 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	73.84	6.89	-	-	-	80.73
Others	1,773.52	15,664.84	24.06	5.88	15.69	17,483.99
Disputed dues - Others	-	1.02	0.17	-	-	1.19
Total	1,847.36	15,672.75	24.23	5.88	15.69	17,565.91

24. Debt securities (at amortised cost)

(Refer Note 24.A and 24.B)

Particulars	As at March 31, 2024	As at March 31, 2023
Redeemable non-convertible debentures - secured		
Public issue	4,336.97	4,370.13
Market linked debentures	37,632.88	31,211.87
Commercial papers - unsecured		
Less: Unamortised discount	(495.12)	(194.99)
	14,294.88	10,970.01
Total	56,264.73	46,552.01
Debt securities in India	56,264.73	46,552.01
Debt securities outside India	-	-
Total	56,264.73	46,552.01

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

24.A Maturity profile and rate of interest of debt securities are set out below:

Redeemable non-convertible debentures – secured

Month	As at March 31, 2024					As at March 31, 2023				
	Rate of Interest				Grand total	Rate of Interest				Grand total
	8% - 9%	9% - 10%	10% - 11%	MLD*		8% - 9%	9% - 10%	10% - 11%	MLD*	
May 2023	-	-	-	-	-	-	-	-	1,068.75	1,068.75
Jun 2023	-	-	-	-	-	-	-	-	1,466.81	1,466.81
Aug 2023	-	-	-	-	-	-	-	-	131.55	131.55
Dec 2023	-	-	-	-	-	-	-	-	1,665.94	1,665.94
Jan 2024	-	-	-	-	-	-	-	-	870.83	870.83
Feb 2024	-	-	-	-	-	-	-	-	139.19	139.19
Mar 2024	-	-	-	-	-	-	-	-	2,231.19	2,231.19
Apr 2024	-	-	-	255.82	255.82	-	-	-	239.86	239.86
May 2024	-	-	-	181.19	181.19	-	-	-	167.64	167.64
Jul 2024	419.23	-	-	1,229.99	1,649.22	419.88	-	-	1,127.30	1,547.18
Aug 2024	-	-	-	1,693.95	1,693.95	-	-	-	561.69	561.69
Sep 2024	-	-	-	978.70	978.70	-	-	-	868.27	868.27
Oct 2024	-	-	-	9.54	9.54	-	-	-	-	-
Dec 2024	-	-	-	37.76	37.76	-	-	-	-	-
Jan 2025	-	-	-	94.71	94.71	-	-	-	35.03	35.03
Feb 2025	-	441.93	400.39	64.74	907.06	-	443.93	401.49	-	845.42
Mar 2025	-	-	-	491.11	491.11	-	-	-	430.67	430.67
Apr 2025	-	-	-	2,248.24	2,248.24	-	-	-	2,057.97	2,057.97
May 2025	-	-	-	1,127.27	1,127.27	-	-	-	1,029.04	1,029.04
Jun 2025	-	-	-	1,698.01	1,698.01	-	-	-	1,555.36	1,555.36
Jul 2025	528.65	679.23	-	2,620.80	3,828.68	535.86	679.33	-	2,352.85	3,568.04
Aug 2025	-	-	-	2,713.98	2,713.98	-	-	-	2,490.46	2,490.46
Sep 2025	-	-	-	1,859.84	1,859.84	-	-	-	1,705.90	1,705.90
Oct 2025	-	-	-	2,022.74	2,022.74	-	-	-	1,857.54	1,857.54
Nov 2025	-	-	-	1,993.41	1,993.41	-	-	-	1,536.08	1,536.08
Dec 2025	-	-	-	1,472.44	1,472.44	-	-	-	1,318.54	1,318.54
Jan 2026	-	-	-	605.83	605.83	-	-	-	556.47	556.47
Feb 2026	-	-	-	88.11	88.11	-	-	-	10.51	10.51
Mar 2026	-	-	-	26.57	26.57	-	-	-	-	-
Apr 2026	-	-	-	419.01	419.01	-	-	-	387.26	387.26
May 2026	-	-	-	1,542.15	1,542.15	-	-	-	1,424.52	1,424.52
Jun 2026	-	-	-	920.26	920.26	-	-	-	855.19	855.19
Jul 2026	-	-	-	1,110.47	1,110.47	-	-	-	1,020.82	1,020.82
Aug 2026	-	-	-	164.37	164.37	-	-	-	16.87	16.87
Sep 2026	-	-	-	683.66	683.66	-	-	-	-	-
Oct 2026	-	-	-	415.03	415.03	-	-	-	-	-
Nov 2026	-	-	-	753.76	753.76	-	-	-	-	-
Dec 2026	-	-	-	965.93	965.93	-	-	-	31.77	31.77
Jan 2027	-	-	-	1,565.07	1,565.07	-	-	-	-	-
Feb 2027	-	-	-	761.30	761.30	-	-	-	-	-
Mar 2027	-	-	-	971.05	971.05	-	-	-	-	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Month	As at March 31, 2024					As at March 31, 2023				
	Rate of Interest				Grand total	Rate of Interest				Grand total
	8% - 9%	9% - 10%	10% - 11%	MLD*		8% - 9%	9% - 10%	10% - 11%	MLD*	
Apr 2027	-	-	-	881.80	881.80	-	-	-	-	-
May 2027	-	-	-	1,109.84	1,109.84	-	-	-	-	-
Jun 2027	-	-	-	215.05	215.05	-	-	-	-	-
Jul 2027	-	803.29	-	18.57	821.86	-	812.56	-	-	812.56
Aug 2027	-	-	-	1,604.78	1,604.78	-	-	-	-	-
Feb 2030	-	263.34	240.79	-	504.13	-	262.96	265.63	-	528.59
Jul 2032	-	477.32	-	16.03	493.35	-	477.32	-	-	477.32
	947.88	2,665.11	641.18	37,632.88	41,887.05	955.74	2,676.10	667.12	31,211.87	35,510.83
Add: interest accrued **					188.07					148.31
Less: unamortised issuance cost					(105.27)					(77.14)
					41,969.85					35,582.00

* MLD represents market linked debentures. The interest rate is linked to the performance of the underlying benchmark and is fluctuating in nature.

** Interest accrued and payable on interest payment date for respective ISINs.

Commercial Paper - unsecured :

Month	As at March 31, 2024			As at March 31, 2023			Grand total
	Rate of Interest		Grand total	Rate of Interest			
	8% - 9%	9% - 10%		5% - 6%	7% - 8%	8% - 9%	
Apr 2023	-	-	-	50.00	500.00	500.00	1,050.00
May 2023	-	-	-	105.00	2,250.00	1,700.00	4,055.00
Jun 2023	-	-	-	100.00	60.00	3,500.00	3,660.00
Jul 2023	-	-	-	150.00	-	1,500.00	1,650.00
Nov 2023	-	-	-	200.00	-	-	200.00
Feb 2024	-	-	-	-	500.00	-	500.00
Mar 2024	-	-	-	-	50.00	-	50.00
Apr 2024	750.00	1,380.00	2,130.00	-	-	-	-
May 2024	150.00	1,620.00	1,770.00	-	-	-	-
Jun 2024	-	2,590.00	2,590.00	-	-	-	-
Jul 2024	50.00	-	50.00	-	-	-	-
Aug 2024	100.00	1,250.00	1,350.00	-	-	-	-
Sep 2024	-	2,900.00	2,900.00	-	-	-	-
Oct 2024	-	1,250.00	1,250.00	-	-	-	-
Nov 2024	-	1,250.00	1,250.00	-	-	-	-
Jan 2025	-	1,500.00	1,500.00	-	-	-	-
	1,050.00	13,740.00	14,790.00	605.00	3,360.00	7,200.00	11,165.00
Less: unamortised discount			(495.12)				(194.99)
			14,294.88				10,970.01

24.B Details of securities:

Redeemable non-convertible debentures - secured

The issue proceeds of Non-Convertible Debentures (NCDs) issued by the Group are being utilized as per the objects stated in the offer document. Further, there have been no deviations in the use of proceeds of issue of NCDs from the objects stated in the offer document.

All secured & redeemable debt securities issued by the Group and outstanding as on reporting date are fully secured by first charge / pari passu charge, as the case may be, on the property and on present & future receivables, book debts, loans and other financial & non-financial assets. Accordingly, the Group is maintaining asset cover of 1x or such higher asset cover required as per the terms of offer document/Information Memorandum.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

25. Borrowings (other than debt securities)

(at amortised cost)

Particulars	As at March 31, 2024	As at March 31, 2023
Secured:		
Working capital demand loan	5,018.20	2,226.01
[Secured by charge on receivables, fixed deposits and corporate guarantee]		
(Interest rate ranging from 8.30% to 9.52% p.a. for March 31, 2024)		
(Interest rate ranging from 7.50% to 10.25% p.a. for March 31, 2023)		
Collateralised borrowing and lending obligation and Clearcorp repo order matching system	660.38	4,208.57
(Secured by pledge of Government securities and Treasury-bills)		
(For March 31, 2024; repayable on April 02, 2024 Interest Payable in range of 7.15% to 7.40%)		
(For March 31, 2023, repayable on April 03, 2023 Interest payable in range of 6.75% to 8.00%)		
Term loans from other parties	1,102.65	-
(Secured by charge on receivables and corporate guarantee)		
(Interest rate ranging from 9.25% to 9.50% p.a.)		
Unsecured:		
Bank Overdraft	3,457.43	792.44
(Interest rate ranging from 8.95% to 10.50% p.a. for March 31, 2024)		
(Interest rate at 8.60% p.a. for March 31, 2023)		
Working capital demand loan	953.65	200.72
(Interest rate ranging from 8.30% to 10.50% p.a. for March 31, 2024)		
(Interest rate at 8.20% p.a. for March 31, 2023)		
Total	11,192.31	7,427.74
Borrowings in India	11,192.31	7,427.74
Borrowings from outside India	-	-
Total	11,192.31	7,427.74

Note:

The Group has filed periodic returns or statement of current assets ('returns/statements') with the banks / financial institutions in accordance with the terms of sanction. These returns/statements are inline with the books of account.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

26. Subordinated liabilities (unsecured)

(at amortised cost)

(Refer Note 26.A)

Particulars	As at March 31, 2024	As at March 31, 2023
Redeemable preference shares	-	151.75
Total	-	151.75
Subordinated liabilities in India	-	151.75
Subordinated liabilities outside India	-	-
Total	-	151.75

26.A Details of subordinated liabilities:

The Preference Shares of the face value of Rs. 10 each were issued at the rate of Rs. 15 per share. The Preference Shares were allotted on July 19, 2013. The Preference Shares are Cumulative and Redeemable. The Preference Shares carry a Cumulative dividend of 14.625%. The Preference Shares will be redeemed at a premium of Rs. 5 per preference share over the Face value together with the unpaid dividend till the date of redemption. The preference share will be compulsorily redeemed at the end of 10 years from the date of allotment. The Group and the investor can seek the early redemption of preference shares after 5 years from the date of allotment by giving early redemption notice from May 16 to May 31, every year. In such a case, Group shall redeem preference shares within 30 days of receiving early redemption notice.

In line with the terms, during the year ended March 31, 2024, the Group has redeemed remaining 9,218,000 (previous year :100,000) preference shares on July 18, 2023. Consequently, as required under the Companies Act, the group has also transferred Rs. 92.18 million (previous year: Rs. 1 million), being face value of preference shares redeemed, to capital redemption reserve from its free reserves (Refer note 33).

27. Other financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Accrued salaries and benefits	2,013.83	1,244.93
Payable to exchange / clearing house (net)	1,004.83	1.71
Payable to client (net)	61,899.24	24,519.30
Advances from customers	350.82	3,117.16
Deposits from sub-brokers	121.61	130.73
Retention money payable	20.29	0.81
Provision for short sale	271.19	141.07
Lease liabilities (refer note 45)	1,547.09	1,368.59
Other payables	13.00	15.18
Accrued Interest payable on margins	28.89	8.76
Book overdraft	18.05	-
	67,288.84	30,548.24

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

28. Current tax liabilities (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for taxation (net of advance tax)	396.66	200.85
	396.66	200.85

29. Provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for employee benefits		
Gratuity (Refer note 40.A)	68.38	61.44
Compensated leave absences	66.47	50.31
Others	9.01	9.01
	143.86	120.76

30. Other non-financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory liabilities*	505.84	380.33
Income received in advance	992.22	527.08
Others	7.74	4.15
	1,505.80	911.56

* Includes withholding taxes, Provident fund, profession tax and other statutory dues payables

31. Equity share capital

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of shares	Amount	No of shares	Amount
Authorised :				
Equity shares of Rs. 10 each	799,540,000	7,995.40	799,540,000	7,995.40
Preference shares of Rs. 10 each	460,000	4.60	460,000	4.60
Preference shares of Rs. 1,000 each	12,000,000	12,000.00	12,000,000	12,000.00
	812,000,000	20,000.00	812,000,000	20,000.00
Issued, subscribed and paid up:				
Equity shares of Rs. 10 each	35,308,603	353.09	35,056,255	350.56
	35,308,603	353.09	35,056,255	350.56

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

A. Reconciliation of number of shares

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of shares	Amount	No of shares	Amount
Outstanding at the beginning of the year	35,056,255	350.56	34,726,823	347.27
Equity shares to be issued pursuant to the composite scheme of arrangement (Refer note 57.2)	-	-	100	0.00
Cancellation of equity shares pursuant to composite scheme of arrangement (Refer note 57.2)	-	-	(17,555,986)	(175.56)
Conversion of CCDs into equity shares during the year	-	-	17,871,263	178.71
Cancellation of equity shares pursuant to scheme of arrangement (Refer note 58)	(10,512,660)	(105.13)	-	-
Equity shares issued pursuant to the scheme of arrangement (Refer note 58)	10,528,746	105.29	-	-
Equity shares issued on exercise of employee stock options	236,262	2.37	14,055	0.14
Balance at the end of the year - A	35,308,603	353.09	35,056,255	350.56
Share suspense account				
Balance at the beginning of the year	-	-	17,555,886	175.56
Cancellation of equity shares pursuant to composite scheme of arrangement (Refer note 57.2)	-	-	(17,555,986)	(175.56)
Equity shares issued pursuant to the composite scheme of arrangement (Refer note 57.2)	-	-	100	0.00
Equity shares issued pursuant to the composite scheme of arrangement (Refer note 57.2)	-	-	-	-
Balance at the end of the year - B	-	-	-	0.00
Net (A - B)	35,308,603	353.09	35,056,255	350.56

Notes:

- Pursuant to the Scheme of arrangement, on June 09, 2023, 10,512,660 equity shares of Rs. 10 each held by Edelweiss Financial Services Limited ('EFSL') in the Company had been extinguished and cancelled. Further, 10,528,746 equity shares of Rs. 10 each were issued to the equity shareholders of EFSL as on the record date, as a consideration for transfer of Demerged undertaking to the Company (refer note 58)
- The Company had issued 100 equity shares of Rs. 10 each on April 27, 2022 to Edelweiss Financial Services Limited as a consideration for transfer of Wealth Management Business Undertaking to the Company (Refer note 57.2).
- 17,555,986 equity shares of Rs. 10 each held by Edelweiss Global Wealth Management Limited in the Company had been extinguished and cancelled on April 26, 2022 (Refer note 57.2).
- On May 10, 2022, the Company had issued 17,871,263 equity shares of Rs. 10 each on account of conversion of its entire Compulsorily convertible debentures of Rs. 22,439.88 million.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

- 5) Share suspense account represents cancellation of Equity shares of the Company held by Edelweiss Global Wealth Management Limited pursuant to the composite scheme of arrangement (Refer note 57.2).

B. Terms/rights attached to equity shares :

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share held.

In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any, in proportion to the number of equity shares held by the shareholders.

C. Shares held by holding/ultimate holding company and/or their subsidiaries/associates

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of shares	% holding	No of shares	% holding
Holding company				
PAGAC Ecstasy Pte. Ltd (including shares held by the nominees)	19,392,068	54.92%	19,392,068	55.32%
Others				
Asia Pragati Strategic Investment Fund	315,277	0.89%	315,277	0.90%
	19,707,345	55.81%	19,707,345	56.22%

D. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of shares	% holding	No of shares	% holding
Holding company				
PAGAC Ecstasy Pte. Ltd (including shares held by the nominees)	19,392,068	54.92%	19,392,068	55.32%
Others				
Edelweiss Financial Services Limited	-	0.00%	10,512,660	29.99%
Edel Finance Company Limited	1,834,455	5.20%	1,834,455	5.23%
Ecap Equities Limited (formerly known as Edel Land Limited)	2,987,740	8.46%	2,987,740	8.52%
	24,214,263	68.58%	34,726,923	99.06%

E. Details of shares held by Promoters

For the financial year 2023-24	As at March 31, 2024		% change during the year	
	No of shares	% holding	% change	No . of shares
PAGAC Ecstasy Pte. Ltd (including shares held by the nominees)	19,392,068	54.92%	(0.40%)	-
	19,392,068	54.92%	(0.40%)	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

For the financial year 2022-23	As at March 31, 2023		% change during the year	
	No of shares	% holding	% change	No . of shares
PAGAC Ecstasy Pte. Ltd (including shares held by the nominees)	1,93,92,068	55.32%	50.03%	1,75,55,986
Edelweiss Global Wealth Management Limited*	-	-	(50.03%)	(1,75,55,986)
	1,93,92,068	55.32%	0.00%	-

* Pursuant to the Composite scheme of arrangement, Equity Shares held by Edelweiss Global Wealth Management Limited have been cancelled on April 26, 2022 post giving effect of the Demerger of Wealth Management Business Undertaking into the Company basis effective date of accounting under Appendix C of IND AS 103 (Business Combinations of entities under common control) i.e. March 26, 2021 (Refer note 57.2).

32. Instruments entirely equity in nature

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of CCDs	Amount	No of CCDs	Amount
Issued, subscribed and paid up:				
0.001% Compulsorily Convertible Debentures of Rs. 1,000 each (CCDs)	-	-	-	-
	-	-	-	-

Reconciliation of CCDs

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of CCDs	Amount	No of CCDs	Amount
Outstanding at the beginning of the year	-	-	22,439,875	22,439.88
Extinguishment of CCDs pursuant to the Composite scheme of arrangement	-	-	(22,044,000)	(22,044.00)
Issue of CCDs pursuant to the Composite scheme of arrangement	-	-	22,044,000	22,044.00
Conversion of CCDs into equity shares	-	-	(22,439,875)	(22,439.88)
Balance at the end of the year	-	-	-	-

Note:

- Pursuant to the Composite scheme of arrangement, 22,044,000 CCDs held by PAGAC Ecstasy Pte Ltd (PAG) in Edelweiss Global Wealth Management Limited (EGWML) have been demerged from EGWML into the Company. On April 27, 2022, the Company had reissued 22,044,000 CCDs to PAG in lieu of CCDs held by PAG in EGWML.
- Further, on May 10, 2022 the Company had converted entire 22,439,875 CCDs into 17,871,263 Equity shares of Rs. 10 each thereby crediting Equity Share Capital by Rs. 178.71 million and Securities Premium by Rs. 22,261.17 million.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

33. Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
Retained earnings	11,611.10	(7,089.68)
Securities premium reserve	15,270.40	27,206.56
Statutory reserve	435.73	261.86
Capital reserve	17.56	517.56
Deemed capital contribution - equity	-	146.64
Revaluation surplus	203.29	305.29
Capital redemption reserve	209.62	117.44
Foreign exchange translation reserves	80.80	73.28
General reserves	109.41	109.41
ESOP reserve	519.23	334.64
Debenture redemption reserve	132.93	207.83
Share application money pending allotment	4.65	1.02
	28,594.72	22,191.85

A. Nature and purpose of reserves

a. Retained earnings

Retained earnings comprises of the Group's undistributed profits after taxes.

b. Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

c. Statutory reserve

Represents reserve created in terms of Section 45-IC of The Reserve Bank of India Act, 1934, by a Non-banking financial company of a sum equivalent to not less than twenty per cent of its net profit every year as disclosed in the profit and loss account and before any dividend is declared.

d. Capital reserve

Capital reserve represents the gains of capital nature which is not freely available for distribution.

e. Deemed capital contribution - equity

Deemed capital contribution relates to share options granted to eligible employees of the Group by the erstwhile parent company under its employee share option plan.

f. Revaluation surplus

The revaluation surplus relates to the revaluation of class of asset (i.e. building).

g. Capital redemption reserve

The Group has recognised capital redemption reserve on redemption of Redeemable preference shares.

h. Foreign exchange translation reserves

The exchange difference arising out of year end translation of Group entities having functional currency other than Indian Rupees is debited or credited to this reserve. The cumulative amount will be reclassified to statement of profit or loss when net investment will be disposed-off.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

i. General reserves

Under the erstwhile Companies Act 1956, General reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. This reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

j. ESOP reserve

The employee stock options reserve represents reserve in respect of equity settled share options granted to the employees of the Group.

k. Debenture redemption reserve

Debenture redemption reserve represents reserves created as per the Companies Act, 2013 w.r.t. outstanding redeemable debentures out of free reserves. The amounts credited to the debenture redemption reserve may not be utilised except to redeem debentures. On redemption of debentures, the amount may be transferred from debenture redemption reserve to retained earnings.

B. Movement in Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
I. Retained earnings		
Opening balance	(7,089.68)	(10,080.06)
Add : Profit for the year	6,253.21	3,050.91
Add : Other comprehensive income	6.34	(15.72)
Add : Transfer from revaluation reserve	17.11	18.83
Add : Transfer from Deemed capital contribution – equity	146.64	1.37
Add : Transfer from Debenture redemption reserve	74.90	-
Add : Adjustment from capital reserve pursuant to Scheme of arrangement (refer note 58)	32.52	-
Add : Adjustment from securities premium pursuant to Scheme of arrangement (refer note 58)	12,321.06	-
Add : Reversal of ESOP cost	115.05	79.51
Amount available for appropriation	11,877.15	(6,945.16)
Appropriations:		
Transfer to capital redemption reserve	(92.18)	(1.00)
Transfer to statutory reserve	(173.87)	(143.52)
	11,611.10	(7,089.68)
II. Securities premium reserve		
Opening balance	27,206.56	4,923.02
Add : Premium received on issue of securities	304.39	18.10
Add : Addition on account of conversion of CCDs	-	22,261.17
Less : Adjusted towards debit balance of retained earnings pursuant to scheme of arrangement (refer note 58)	(12,321.06)	-
Add : Premium on equity shares issued pursuant to scheme of arrangement (refer note 58)	19.84	-
Add : Transfer from ESOP reserve on exercise of ESOPs	60.67	4.27
	15,270.40	27,206.56
III. Statutory reserve		
Opening balance	261.86	118.34
Add : Reserve created for the year	173.87	143.52
	435.73	261.86

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2024	As at March 31, 2023
IV. Capital reserve		
Opening balance	517.56	517.56
Less : Net amount debited pursuant to recognition of assets and liabilities of demerged undertaking as per scheme of arrangement (refer note 58)	(467.48)	-
Less : Adjusted towards debit balance of retained earnings pursuant to scheme of arrangement (refer note 58)	(32.52)	-
	17.56	517.56
V. Deemed capital contribution – equity		
Opening balance	146.64	148.01
Less : Transfer to retained earnings	(146.64)	(1.37)
	-	146.64
VI. Revaluation surplus		
Opening balance	305.29	324.12
Less : Revaluation loss on building	(84.89)	-
Add : Transfer to retained earnings	(17.11)	(18.83)
	203.29	305.29
VII. Capital redemption reserve		
Opening balance	117.44	116.44
Add : Reserve created during the year	92.18	1.00
	209.62	117.44
VIII. Foreign exchange translation reserves		
Opening balance	73.28	26.43
Add : Reserve created during the year	7.52	46.85
	80.80	73.28
IX. General reserves		
Opening balance	109.41	109.41
Add : Reserve created during the year	-	-
	109.41	109.41
X. ESOP reserve		
Opening balance	334.64	105.79
Add : Reserve created during the year	245.26	233.12
Less : Transfer to securities premium on account of exercise of ESOPs	(60.67)	(4.27)
	519.23	334.64
XI. Debenture redemption reserve		
Opening balance	207.83	207.83
Less : Transfer to retained earnings	(74.90)	-
	132.93	207.83
XII. Share application money pending allotment		
Opening balance	1.02	-
Add : Additions during the year	4.65	1.02
Less: Equity shares issued on exercise of employee stock options	(1.02)	-
	4.65	1.02
	28,594.72	22,191.85

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

34. Interest Income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
On financial assets measured at amortised cost		
Interest on loans		
Loans	4,820.45	3,612.37
Interest income from investments		
Investment in preference shares	15.50	15.81
Investment in debt securities	76.73	24.06
Interest on deposits with bank		
Fixed deposits	5,435.48	2,407.43
Other interest income		
Intercompany deposits	-	2.71
Margins placed	249.59	156.49
Delayed payment charges	109.89	88.59
Others	31.73	16.23
	10,739.37	6,323.69
On financial assets measured at FVTPL		
Debt securities held for trading	404.07	283.00
	404.07	283.00
	11,143.44	6,606.69

35. Fee and commission income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Income from broking	6,932.44	5,095.64
Advisory and other fees	10,403.81	8,133.89
	17,336.25	13,229.53

35.A Below is the disaggregation of the revenue from contracts with customers and its reconciliation to amounts reported in statement of profit and loss:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service transferred at a point in time	17,056.86	12,471.54
Service transferred over a time	279.39	757.99
	17,336.25	13,229.53

36. Dividend Income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Dividend - Securities held for trading and Investments	9.09	8.26
	9.09	8.26

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

37. Net gain/ (loss) on fair value changes

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. On financial instruments at fair value through profit or loss		
Investments		
Gain on investments	37.78	7.77
Derivatives		
Gain on equity derivative instruments (net)	227.07	274.48
Gain/(loss) on interest rate derivative instruments (net)	(1.80)	6.43
Securities held for trading (net)		
Gain on trading - securities held for trading (net)	2,315.21	2,014.02
	2,578.26	2,302.70
Fair value changes		
Realised	2,605.63	2,016.98
Unrealised	(27.37)	285.72
	2,578.26	2,302.70

38. Other income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Rental income	-	40.42
Fund accounting fees	48.28	35.49
Gain on termination of leases	1.10	40.17
Miscellaneous income	14.18	27.10
Profit on sale of Property, plant and equipment (net)	-	3.18
Foreign exchange gain	-	0.16
Interest on income tax refund	3.80	10.23
	67.36	156.75

39. Finance costs

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
On financial liabilities measured at amortised cost		
Interest on borrowings (other than debt securities)	818.27	345.98
Interest on debt securities	4,445.17	3,246.63
Interest on subordinated liabilities	4.03	13.51
Interest on inter corporate deposits	24.04	-
Other finance cost and bank charges	359.41	168.98
Interest on Margin	421.46	67.55
Interest on lease liabilities (refer note below and refer note 45)	125.12	121.42
	6,197.50	3,964.07

Note:

Interest on lease liabilities reported in statement of profit and loss for the year ended March 31, 2024 is net of recoveries amounting to Rs. 4.42 million from group entities (previous year: nil)

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

40. Employee benefit expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries wages and bonus	8,002.07	6,515.50
Contribution to provident and other funds	319.87	289.58
Expense on share based payments – refer note below	270.39	285.86
Staff welfare expenses	317.27	196.08
	8,909.60	7,287.02

Note:

- 1) The Company has granted Employee Stock Option Plans (ESOP) to the Group's employees on an equity-settled basis that would vest in a graded manner. The Group has recognised share based payment expenses of Rs. 245.26 million for the year ended March 31, 2024 (previous year: Rs. 233.12 million) based on fair value as on the grant date calculated as per option pricing model (Refer note 40B).
- 2) Edelweiss Financial Services Limited (EFSL), entity having significance influence entity upto March 30, 2023, has granted an ESOP/ Stock appreciation rights (SAR) option to acquire equity shares of EFSL that would vest in a graded manner to Group's employees. Based on policy / arrangement, EFSL has charged the fair value of such stock options, and Group has accepted such cross charge and recognised the same under the employee cost for the year ended March 31, 2024 and March 31, 2023.

40.A Employee Benefits

a) Defined contribution plan – provident funds

Amount of Rs. 227.28 million (Previous year: Rs. 203.12 million) is recognised as expenses in "Employee benefit expenses" – note 40 in the statement of profit and loss.

b) Defined benefit plan – gratuity

The following tables summarise the components of the net employee benefit expenses recognised in the statement of profit and loss, the funded status and amount recognised in the balance sheet for the gratuity benefit plan.

Particulars	As at March 31, 2024	As at March 31, 2023
Present value of funded obligations (A)	501.70	421.56
Fair value of plan assets (B)	455.87	378.87
Funded Status [Surplus/ (Deficit)]	45.83	42.69
Net Liability / (Asset) recognised in the Balance Sheet	45.83	42.69
Of which, Short term provision	10.03	8.79

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Movement in net defined benefit (asset) liability

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

Particulars	Defined benefit obligation (DBO)		Fair value of plan assets		Net (asset) liability	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
Opening balance	421.56	395.43	378.87	311.31	42.69	84.12
Current service cost	55.07	54.15	-	-	55.07	54.15
Interest cost (income)	31.50	21.33	27.63	18.29	3.87	3.04
	508.13	470.91	406.50	329.60	101.63	141.31
Other comprehensive income						
Remeasurement loss (gain):						
Demographic assumptions	-	(5.28)	-	-	-	(5.28)
Experience assumptions	17.06	41.68	-	-	17.06	41.68
Financial assumptions	3.30	(24.74)	-	-	3.30	(24.74)
Return on plan assets	-	-	29.20	(5.71)	(29.20)	5.71
	20.36	11.66	29.20	(5.71)	(8.84)	17.37
Others						
Transfer in/ (out)	(1.35)	(0.42)	-	-	(1.35)	(0.42)
Addition on account of scheme of arrangement (refer note 58)	23.12	-	-	-	23.12	-
Contributions by employer	-	-	68.73	117.11	(68.73)	(117.11)
Benefits paid	(48.56)	(62.13)	(48.56)	(62.13)	-	-
Addition on account of acquisition of subsidiary (refer note 54)	-	1.54	-	-	-	1.54
	(26.79)	(61.01)	20.17	54.98	(46.96)	(115.99)
Closing balance	501.70	421.56	455.87	378.87	45.83	42.69
Represented by						
Net defined benefit asset					-	-
Net defined benefit liability					45.83	42.69
					45.83	42.69
Actual return on plan assets					56.83	12.58
Expected employer contribution for the coming period					19.00	20.00

Components of defined benefit plan cost:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Recognised in statement of profit or loss		
Current service cost	55.07	54.15
Interest cost / (income) (net)	3.87	3.04
Total	58.94	57.19

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Movement in Other Comprehensive Income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Balance at start of year (Loss)/ Gain	(46.65)	(29.28)
Re-measurement on DBO		
Actuarial (Loss)/Gain from changes in demographic assumptions	-	5.28
Actuarial (Loss)/Gain from changes in financial assumptions	(3.30)	24.74
Actuarial (Loss)/Gain from experience over the past years	(17.06)	(41.68)
Return on plan assets	29.20	(5.71)
	(37.81)	(46.65)

Actuarial assumptions:

The following were the principal actuarial assumptions at the reporting date:

Particulars	As at March 31, 2024	As at March 31, 2023
Discount rate	6.90%	7.10%
Salary growth rate	7.00%	7.00%
Withdrawal/attrition rate (based on categories)	22% - 35%	22% - 35%
Mortality rate	IALM 2012-14 (Ultimate)	IALM 2012-14 (Ultimate)
Expected weighted average remaining working lives of employees	2 - 3 Years	2 - 3 Years
Interest rate on net DBO/ (asset) (% p.a.)	7.10%	5.40%

Sensitivity analysis:

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Particulars	As at March 31, 2024		As at March 31, 2023	
	Increase	Decrease	Increase	Decrease
Salary Growth Rate (+/- 1%)	14.40	(13.94)	12.43	(11.94)
Discount Rate (+/- 1%)	(13.83)	14.55	(11.82)	12.54
Withdrawal Rate (+/- 1%)	(1.12)	1.15	(0.73)	0.74
Mortality (Increase in expected lifetime by 1 year)	-	-	-	-
Mortality (Increase in expected lifetime by 3 year)	(0.00)	0.00	(0.00)	0.00

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Experience Adjustment

Particulars	March 31, 2024	March 31, 2023	March 31, 2022	March 31, 2021	March 31, 2020
Present value of DBO	501.70	421.56	395.43	337.01	104.64
Fair value of plan assets	455.87	378.87	311.31	260.31	89.03
Net liability	45.83	42.69	84.12	76.70	15.61
Experience adjustment on plan liabilities: (Gain)/ Loss	17.06	41.68	33.56	5.34	(5.66)
Experience adjustment on plan Asset: (Gain)/ Loss	NA	NA	NA	NA	NA

c) Compensated absences :

The Group provides for accumulated compensated absences as at the balance sheet date using projected unit credit method based on actuarial valuation.

40.B Share based payments

Nuvama Wealth Management Limited has granted Employee Stock Option Plans (ESOP) under the plan ESOP 2021 to its employees on an equity-settled basis as tabulated below. The ESOPs provide a right to its holders (i.e., Nuvama group employees) to purchase one Nuvama share for each option at a pre-determined strike price on the expiry of the vesting period. The ESOP hence represents an European call option that provides a right but not an obligation to the employees of the Nuvama group to exercise the option by paying the strike price at any time on completion of the vesting period, subject to an outer boundary on the exercise period.

Nuvama Wealth Management Limited has recognised share based payment expenses for the year ended March 31, 2024 based on fair value as on the grant date calculated as per option pricing model.

The Company has granted stock options on an equity-settled basis as tabulated below.

Particulars	ESOP 2021- Plan A Black-Scholes model	ESOP 2021- Plan B Black-Scholes model	ESOP 2021- Plan C Monte Carlo simulation
Date of grant	October 28, 2021 / July 31, 2022 / December 19, 2022 / April 03, 2023 / July 14, 2023 / March 27, 2023	October 28, 2021/ December 19, 2022 / April 03, 2023	February 01, 2023 / April 03, 2023
No. of option granted	761,872 / 25,795 / 155,764 / 32,732 / 81,638 / 36,583	1,384,160 / 198,315 / 44,284	164,086 / 11,125
Option Type	Equity settled	Equity settled	Equity settled
No. of outstanding options at March 31, 2024	779,090	1,392,595	175,211
No. of outstanding options at March 31, 2023	831,783	1,449,315	164,086
No. of Equity shares represented by an option	1 share for 1 option	1 share for 1 option	1 share for 1 option
Fair Value per option	438.05 / 526.63 / 511.82 / 723.24 / 783.06 / 3,237.97	297.43 / 373.13 / 518.38	10.40
Exercise Price	1298.40	1298.40	1298.40
Vesting Conditions	Service period and such other criteria's as may be specified in the scheme	Service period and such other criteria's as may be specified in the scheme	Performance Based Stock Options
Term of Options	1-5 years	1-5 years	4 years

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

The ESOPs shall vest as follows subject to vesting conditions:

For the year ended March 31, 2024:

Duration from grant date	% options vesting ESOP 2021- Plan A Black-Scholes model	% options vesting ESOP 2021- Plan B Black-Scholes model	% options vesting ESOP 2021- Plan C Monte Carlo simulation
365 days from the grant date	15%	15%	
641 days from the grant date	15%	15%	Performance Based
1007 days from the grant date	20%	15%	Stock Options 100%
1372 days from the grant date	25%	25%	vesting after 4 years
1737 days from the grant date	25%	30%	

Movement of number of options for the year ended March 31, 2024

Particulars	ESOP 2021- Plan A Black-Scholes model		ESOP 2021- Plan B Black-Scholes model		ESOP 2021- Plan C Monte Carlo simulation	
	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price
Balance as at April 1, 2023	832,168	1,298.40	1,448,315	1,298.40	164,086	1,298.40
Granted during the year	150,953	1,298.40	44,284	1,298.40	11,125	1,298.40
Exercised during the year	139,053	1,298.40	100,004	1,298.40	-	-
Lapsed/ cancelled during the year	64,978	1,298.40	-	-	-	-
Outstanding as at March 31, 2024	779,090	1,298.40	1,392,595	1,298.40	175,211	1,298.40
Exercisable as at March 31, 2024	71,555	1,298.40	304,045	1,298.40	-	-

Movement of number of options for the year ended March 31, 2023

Particulars	ESOP 2021- Plan A Black-Scholes model		ESOP 2021- Plan B Black-Scholes model		ESOP 2021- Plan C Monte Carlo simulation	
	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price
Balance as at April 1, 2022	744,736	1,298.40	1,251,000	1,298.40	-	-
Granted during the year	181,559	1,298.40	198,315	1,298.40	164,086	1,298.40
Exercised during the year	13,841	1,298.40	1,000	1,298.40	-	-
Lapsed/ cancelled during the year	80,286	1,298.40	-	-	-	-
Outstanding as at March 31, 2023	832,168	1,298.40	1,448,315	1,298.40	164,086	1,298.40
Exercisable as at March 31, 2023	87,311	1,298.40	186,651	1,298.40	-	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

The following table list the inputs to the model used for the three plans for the years ended March 31, 2024 and March 31, 2023

Particulars	ESOP 2021- Plan A Black-Scholes model	ESOP 2021- Plan B Black-Scholes model	ESOP 2021- Plan C Monte Carlo simulation
Weighted average share price (in Rs.)	1,298.40	1,298.40	1,298.40
Weighted average remaining lifetime of options (in years)	3.50 - 7.55 years	1 - 5 years	3.8 years
Expected volatility (% p.a.)	18.96% - 28.83%	19.29% - 29.89%	22.87%
Risk-free discount rate (% p.a.)	5.21% - 7.26%	3.84% - 7.16%	7.04%
Expected dividend yield (% p.a.)	0%	0%	0%

41. Impairment on financial instruments

(On financial instruments measured at amortised cost)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Bad- debts and advances written off	10.20	2.42
Impairment of investments and securities held for trading	105.51	-
Provision for expected credit loss	284.06	80.02
	399.77	82.44

41A. Impairment on financial instruments based on category of financial instrument

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Trade receivables	46.64	0.52
Loans	32.24	13.87
Investments and Securities held for trading	105.51	-
Others	215.38	68.05
	399.77	82.44

42. Other expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Advertisement and business promotion	263.17	388.51
Auditors' remuneration (Refer note 42.A)	44.57	30.41
Commission and brokerage	2,688.53	2,384.36
Commission to Non-Executive Directors	15.00	12.50
Communication	284.80	228.11
Computer and software expenses	1,048.43	1,083.55
Corporate Social Responsibility (Refer note 42.B)	54.95	44.01
Donations	1.25	0.86
Directors' sitting fees	14.49	9.46
Insurance	24.14	22.95

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Legal and professional fees	414.95	339.09
Printing and stationery	18.91	15.63
Rates and taxes	2.00	3.42
Rent	156.60	116.85
Repairs and maintenance	30.66	20.72
Electricity charges	49.01	47.24
Foreign exchange loss (net)	11.64	12.97
Clearing & custodian charges	9.19	7.52
Dematerialisation charges	56.15	43.59
Rating support fees	12.13	13.60
Loss on sale of property, plant and equipment	4.91	(0.49)
Membership and subscription	155.03	116.30
Office expenses	33.40	25.30
Outside services cost	189.80	191.01
Postage and courier	14.29	18.49
ROC Expenses	5.01	1.01
Securities transaction tax	122.17	107.40
Goods & service tax expenses	71.34	122.45
Stamp duty	145.00	55.06
Stock exchange expenses	275.70	268.69
Travelling and conveyance	363.73	265.66
Miscellaneous expenses	26.63	36.94
	6,607.58	6,033.17

42.A Auditors' remuneration:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
As a Auditor		
Statutory audit fees	21.85	15.64
Limited review	9.95	6.93
Other services including certification work	11.24	7.05
Reimbursement of expenses	1.53	0.79
	44.57	30.41

Note:

In addition to above, during the year ended March 31, 2023, the Group had paid an amount of Rs. 5.56 millions to statutory auditors towards certification fees for Public issue of Non Convertible Debentures (NCD). The fees paid to the statutory auditors has been amortised as over the NCD period and the same has been considered in calculation of Effective Interest Rate.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

42.B Details of CSR Expenditure:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Gross Amount required to be spent by the Company during the year	54.95	44.00
Amount of expenditure incurred*		
i) Construction/ acquisition of any assets	-	-
ii) On purpose other than (i) above	54.95	44.01
Shortfall at the end of the year	-	-
Total of previous years shortfall	-	-
	54.95	44.01
Amount paid to EdelGive Foundation	54.95	44.01
	54.95	44.01

Note:

- The amount spent towards corporate social responsibility as mentioned above has been incurred towards various projects in the area of women empowerment, education, reducing inequalities and livelihood (Schedule VII (ii) & (iii)) for the year ended March 31, 2024.
- The amount spent towards corporate social responsibility as mentioned above has been incurred towards various projects in the area of Community Resilience and Climate Action (Schedule VII (ii) & (iv)) for the year ended March 31, 2023

43. Income tax

Component of income tax expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Current income tax charge	2,263.90	1,035.97
Adjustment in respect of current income tax of previous years	(76.98)	(29.15)
Deferred tax relating to temporary differences	(315.32)	3.43
Total tax charge for the year	1,871.60	1,010.25
Current tax	2,186.92	1,006.82
Deferred tax	(315.32)	3.43
Total	1,871.60	1,010.25

43.A Reconciliation of tax expense and the accounting profit multiplied by Company's income tax rate

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit before taxes	8,120.02	4,060.94
Statutory income tax rate applicable to the Company	25.168%	25.168%
Tax charge at statutory rate	2,043.65	1,022.06
Tax effect of :		
A) Adjustment in respect of current income tax of prior year	(76.98)	(29.15)
B) Income not subject to tax or chargeable to lower tax rate	(5.32)	(4.25)
C) Tax losses on which no deferred tax is created	10.87	11.37

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
D) Non deductible expenses	10.00	20.83
E) Utilisation of tax losses	-	(34.63)
F) Income taxed at different tax rates for subsidiaries	(3.96)	(2.75)
G) Net income pertaining to Demerged Undertaking (refer note 59)	(91.69)	-
H) Loss accounted under composite scheme of arrangement not available to Group (refer note 1 below)	-	2.92
I) Others	(14.97)	23.85
Total tax reported in statement of profit and loss	1,871.60	1,010.25
Effective tax rate	23.05%	24.88%

Note:

- 1) To give impact to the Composite scheme of arrangement and in line with IND AS requirements, the Group had recorded net losses of Rs. 11.61 million pertaining to the Wealth Management business undertaking in its statement of profit & loss account for the year ended March 31, 2023 (previous year: 165.94 million) (refer note 57.2). However, since the effective date of the said Wealth Management business undertaking was April 26 2022 as per the Composite scheme of arrangement, the said losses will be claimed / accounted for by the Demerged Company in its Income tax Return appropriately.

43B. Table below shows deferred tax recorded in the balance sheet and changes recorded in Income tax expenses:

For the year ended March 31, 2024	As at April 1, 2023	Recognised in profit or loss	Recognised in OCI	Acquisition of subsidiary	Others	As at March 31, 2024
Deferred tax assets						
Expected credit loss provision	88.13	70.98	-	-	-	159.11
Difference between book and tax depreciation (including intangibles)	87.70	86.99	-	-	0.01	174.70
Effective interest rate on financial assets	18.73	(3.17)	-	-	-	15.56
Fair valuation of Derivative financial instruments	41.98	(28.53)	-	-	-	13.45
Employee benefits obligations	23.85	2.77	0.19	-	-	26.81
Accumulated losses	-	2.47	-	-	-	2.47
Disallowances under section 35DD of the Income Tax	8.97	26.29	-	-	-	35.26
Leases	43.06	14.42	-	-	-	57.48
Impairment of investment	-	26.56	-	-	-	26.56
Others	0.47	(0.41)	-	-	-	0.06
Deferred tax liabilities						
Effective interest rate on borrowings	(55.57)	5.57	-	-	-	(50.00)
Revaluation of Property Plant & Equipment's	(102.73)	5.80	28.55	-	-	(68.38)
Fair valuation of Derivative financial instruments	(62.53)	43.20	-	-	-	(19.33)
Fair valuation of Investments and securities held for trading	(86.57)	67.32	-	-	-	(19.25)
Deferred tax asset (net)	5.49	320.26	28.74	-	0.01	354.50

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

For the year ended March 31, 2023	As at April 1, 2022	Recognised in profit or loss	Recognised in OCI	Acquisition of subsidiary	Others	As at March 31, 2023
Deferred tax assets						
Expected credit loss provision	65.13	23.00	-	-	-	88.13
Difference between book and tax depreciation (including intangibles)	65.12	22.66	-	(0.10)	0.02	87.70
Effective interest rate on financial assets	13.86	4.87	-	-	-	18.73
Fair valuation of Derivative financial instruments	20.44	21.54	-	-	-	41.98
Employee benefits obligations	17.34	6.16	0.33	-	0.02	23.85
Accumulated losses	19.86	(19.86)	-	-	-	-
Disallowances under section 35DD of the Income Tax	-	8.97	-	-	-	8.97
Leases	32.03	11.03	-	-	-	43.06
Others	4.60	(4.13)	-	-	-	0.47
Deferred tax liabilities						
Effective interest rate on borrowings	(19.85)	(35.72)	-	-	-	(55.57)
Revaluation of Property Plant & Equipment's	(108.49)	5.76	-	-	-	(102.73)
Fair valuation of Derivative financial instruments	(42.57)	(19.96)	-	-	-	(62.53)
Fair valuation of Investments and securities held for trading	(58.82)	(27.75)	-	-	-	(86.57)
Deferred tax asset (net)	8.65	(3.43)	0.33	(0.10)	0.04	5.49

44. Earnings per Share

Basic earnings per share is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is calculated by dividing the profit attributable to equity shareholders of the Company with the weighted average number of equity shares outstanding during the year adjusted for assumed conversion of all dilutive potential equity shares.

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Net Profit attributable to Equity holders of the Company - A	6,253.21	3,050.91
Weighted average Number of Shares		
- Number of equity shares outstanding at the beginning of the year	35,056,255	17,170,937
- Cancellation of equity shares pursuant to scheme of arrangement (Refer note 58)	(10,512,660)	-
- Equity shares issued pursuant to the scheme of arrangement (Refer note 58)	10,528,746	-
- Equity shares issued on exercise of employee stock options	236,262	14,055
- Conversion of CCDs into equity share capital during the year	-	17,871,263

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Total number of equity shares outstanding at the end of the year	35,308,603	35,056,255
Weighted average number of equity shares outstanding during the year (based on the date of issue of shares) – D	35,136,393	33,135,718
Weighted average number of dilutive potential equity shares – E	772,958	-
Basic earnings per share (in rupees)	177.97	92.07
Diluted earnings per share (in rupees)	174.14	92.07

Note:

ESOPs outstanding as at March 31, 2023 being anti dilutive in nature have not been considered for computing diluted earnings per share for the year ended March 31, 2023.

45. Contingent Liability & Commitment:

In the ordinary course of business, the Group faces claims and assertions by various parties. The Group assesses such claims and assertions and monitors the legal environment on an ongoing basis, with the assistance of external legal counsel, wherever necessary. The Group records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Group provides disclosure in the financial statements but does not record a liability in its accounts unless the loss becomes probable.

The Group believes that the outcome of these proceedings will not have a materially adverse effect on the Group's financial position and results of operations.

A. Contingent Liability

- (i) Taxation matters in respect of which appeal is pending Rs. 4.04 million (Previous year: Rs. 4.04 million).
- (ii) The Group has claims not acknowledged as debts of Rs. 29.88 million (Previous year: Rs. 227.98 million).
- (iii) Litigation pending against the Group amounting to Rs. 9.34 million (Previous year: Rs. 6.84 million).
- (iv) The Group has provided bank guarantees aggregating to Rs. 15,000 million (Previous year: Rs. 17,000 million) to Exchanges for meeting margin requirements.

The Group has pledged fixed deposits with banks aggregating of Rs. 4,750 million (Previous year: Rs. 5,650.64 million) for obtaining the above bank guarantees as per sanction terms.

- (v) The Group has received demand notices from tax authorities on account of disallowance of expenditure for earning exempt income under Section 14A of Income Tax Act 1961 read with Rule 8D of the Income Tax Rules, 1962. The Group has filed appeal/s and is defending its position. Based on the favourable outcome in Appellate proceedings in the past and as advised by the tax advisors, Group is reasonably certain about sustaining its position in the pending cases, hence the possibility of outflow of resources embodying economic benefits on this ground is remote.
- (vi) The Company has provided corporate guarantees to banks for securing credit facilities & bank guarantees and to debenture trustees for issue of debentures on behalf of its subsidiary companies and associate Rs. 42,568 million (Previous year: Rs. 24,618 million) and utilized amount as on March 31, 2024 is Rs. 27,446.50 million (Previous year: Rs. 21,133.50 million).

B. Commitment

- (i) Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for Rs. 72.49 million (Previous year: Rs. 93.96 million).
- (ii) Sponsor capital commitments (net of investments) Rs. 91.55 million (Previous year: Rs. 130.40 million).

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

C. Leases

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Movement in the Right to use assets		
Opening balance	1,253.47	849.31
Additions during the year	541.56	1,043.39
Additions on account of acquisition of subsidiary (refer note 54)	1.00	-
Depreciation charge for the year (refer note 1 below)	(408.25)	(372.45)
Deletions during the year	(13.35)	(266.78)
Closing balance	1,374.43	1,253.47
B. Movement in the Lease liabilities		
Opening balance	1,368.59	976.96
Additions during the year	541.19	942.76
Additions on account of acquisition of subsidiary (refer note 54)	1.02	-
Interest accrued during the year (refer note 2 below)	129.54	121.42
Payment of lease liabilities	(478.68)	(409.64)
Deletions during the year	(14.57)	(262.91)
Closing balance	1,547.09	1,368.59
C. Amounts recognised in statement of profit and loss		
Depreciation on Right to use lease assets	408.25	372.45
Interest on lease liabilities	125.12	121.42
Expenses relating to short term leases	156.60	116.85
Total	689.97	610.72

Note:

1. Depreciation charge for the year is gross of reimbursement received of Rs.12.32 million for the year ended March 31, 2024 (previous year: nil).
2. Interest accrued during the year is gross of reimbursement received of Rs.4.42 million for the year ended March 31, 2024 (previous year: nil).

46. Segment Reporting

The Group's business is organised and management reviews the performance based on the business segments as mentioned below:

Segment	The business segment comprises
Wealth management business	Distribution of financial products, Investment advisory, Lending against securities and Securities broking for clients in wealth management business
Asset management business	Investment management for Alternative Investment Funds (AIFs) and Portfolio management services (PMS) across strategies
Capital market business	Institutional broking business, Merchant banking business, Advisory and Clearing services

Income for each segment has been specifically identified. Expenditure, assets and liabilities are either specifically identified with individual segments or have been allocated to segments on a systematic basis. Based on such allocations, segment disclosures relating to revenue, results, assets and liabilities have been prepared.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Revenue contributed by any single customer in any of the operating segments, whether reportable or otherwise, does not exceed ten percent of the Group's total revenue.

An operating segment is classified as reportable segment if reported revenue (including inter-segment revenue) or absolute amount of result or assets exceed 10% or more of the combined total of all the operating segments.

Accordingly, the Company has reportable segments as described in above table.

Since the business operations of the Group are primarily concentrated in India, the Group is considered to operate only in the domestic segment and therefore there is no reportable geographic segment.

Segment information for the reportable segments:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Segment Revenue		
i) Wealth management business	19,256.14	17,033.07
ii) Asset management business	900.67	536.96
iii) Capital market business	13,559.89	6,994.98
iv) Unallocated	47.13	128.37
Sub-total	33,763.83	24,693.38
Inter-segment revenues	(2,186.63)	(2,389.45)
Total	31,577.20	22,303.93
Segment profit/(loss) before taxation		
i) Wealth management business	3,576.60	3,036.34
ii) Asset management business	(48.62)	(116.30)
iii) Capital market business	4,941.83	1,244.53
iv) Unallocated	(439.66)	19.74
Sub-total	8,030.15	4,184.31
Inter-segment elimination	68.42	(132.90)
Share in profit of associate	32.53	9.53
Share in profit / (loss) of joint venture	(11.08)	-
Total	8,120.02	4,060.94

Particulars	As at March 31, 2024	As at March 31, 2023
Segment assets		
i) Wealth management business	98,860.73	84,397.54
ii) Asset management business	776.97	513.51
iii) Capital market business	144,622.04	57,414.84
iv) Unallocated	2,301.74	2,048.00
Sub-total	246,561.48	144,373.89
Inter-segment elimination	(42,692.16)	(17,217.07)
Total	203,869.32	127,156.82
Segment liabilities		
i) Wealth management business	81,892.94	69,679.47
ii) Asset management business	462.38	287.09

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2024	As at March 31, 2023
iii) Capital market business	134,097.40	50,795.87
iv) Unallocated	1,217.74	991.92
Total	217,670.46	121,754.35
Inter-segment elimination	(42,789.76)	(17,185.52)
Total	174,880.70	104,568.83

47. Change in liabilities arising from financing activities

Particulars	As at April 01, 2023	Cash flows (net)	As at March 31, 2024
Debt securities	46,552.01	9,712.72	56,264.73
Borrowings (other than debt securities)	7,427.74	3,764.57	11,192.31
Subordinated liabilities	151.75	(151.75)	-
	54,131.50	13,325.54	67,457.04

Particulars	As at April 01, 2022	Cash flows (net)	As at March 31, 2023
Debt securities	32,027.43	14,524.58	46,552.01
Borrowings (other than debt securities)	3,308.68	4,119.06	7,427.74
Subordinated liabilities	153.40	(1.65)	151.75
	35,489.51	18,641.99	54,131.50

48. 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 March 31, 2024			As at March 31, 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Financial Assets						
Cash and cash equivalents	3,666.33	-	3,666.33	7,881.95	-	7,881.95
Bank balances other than cash and cash equivalents	122,466.06	0.42	122,466.48	45,349.95	46.57	45,396.52
Derivative financial instruments	2,149.39	1,285.73	3,435.12	2,943.04	3,183.96	6,127.00
Securities held for trading	7,370.81	-	7,370.81	13,099.57	-	13,099.57
Trade & other receivables	6,147.56	420.63	6,568.19	8,755.33	145.01	8,900.34
Loans	48,629.36	-	48,629.36	34,895.52	637.84	35,533.36
Investments	1,000.44	702.01	1,702.45	995.27	701.39	1,696.66
Other financial assets	4,733.30	558.28	5,291.58	3,010.47	640.85	3,651.32
Non-financial assets						
Current tax assets (net)	0.92	648.28	649.20	-	570.78	570.78
Deferred tax assets (net)	16.78	337.72	354.50	-	5.49	5.49
Investment Property	-	114.00	114.00	-	147.34	147.34

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Property, plant and equipment	-	2,192.37	2,192.37	-	2,290.25	2,290.25
Intangible assets under development	-	76.83	76.83	-	250.93	250.93
Goodwill	-	143.98	143.98	-	99.64	99.64
Other intangible assets	-	447.91	447.91	-	302.46	302.46
Other non- financial assets	92.22	667.99	760.21	153.13	1,050.08	1,203.21
Total Assets	196,273.17	7,596.15	203,869.32	117,084.23	10,072.59	127,156.82
Financial Liabilities						
Derivative financial instruments	1,121.40	266.45	1,387.85	865.59	224.42	1,090.01
Trade payables	36,700.65	-	36,700.65	17,565.91	-	17,565.91
Debt securities	20,733.92	35,530.81	56,264.73	18,624.14	27,927.87	46,552.01
Borrowings (other than debt securities)	11,192.31	-	11,192.31	7,427.74	-	7,427.74
Subordinated liabilities	-	-	-	151.75	-	151.75
Other financial liabilities	66,003.86	1,284.98	67,288.84	29,406.47	1,141.77	30,548.24
Non-financial liabilities						
Current tax liabilities (net)	390.83	5.83	396.66	171.95	28.90	200.85
Provisions	41.56	102.30	143.86	39.78	80.98	120.76
Other non-financial liabilities	940.10	565.70	1,505.80	382.68	528.88	911.56
Total Liabilities	137,124.63	37,756.07	174,880.70	74,636.01	29,932.82	104,568.83
Net	59,148.54	(30,159.92)	28,988.62	42,448.22	(19,860.23)	22,587.99

49. Disclosure as required by Ind AS 24 – 'Related Party Disclosure', as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014

(A) Names of related parties by whom control is exercised

PAGAC Ecstasy Pte Limited Holding company

(B) Names of related parties exercising significant influence

Edelweiss Financial Services Limited (w.e.f. March 27, 2021 and upto March 30, 2023)

(C) Subsidiaries/Associates/Joint ventures of Entity exercising significant influence with whom the Group has transactions (upto March 30, 2023)

Allium Finance Private Limited
 ECap Equities Limited (formerly known as Edel Land Limited)
 ECL Finance Limited
 Edel Finance Company Limited
 Edel Investments Limited
 Edelcap Securities Limited
 EdelGive Foundation
 Edelweiss Alternative Asset Advisors Limited
 Edelweiss Alternative Asset Advisors Pte. Limited
 Edelweiss Asset Management Limited
 Edelweiss Asset Reconstruction Company Limited

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Edelweiss Comtrade Limited
 Edelweiss Gallagher Insurance Brokers Limited
 Edelweiss International (Singapore) Pte Limited
 Edelweiss Investment Adviser Limited
 Edelweiss Retail Finance Limited
 Edelweiss Rural & Corporate Services Limited
 Edelweiss Securities And Investments Private Limited
 Edelweiss Tokio Life Insurance Company Limited
 Nido Home Finance Limited (formerly Edelweiss Housing Finance Limited)
 Zuno General Insurance Limited (formerly Edelweiss General Insurance Company Limited)

(D) Associate company with whom the Group has transactions

Nuvama Custodial Services Limited (Formerly known as Edelweiss Capital Services Limited)

(E) Joint Venture company with whom the Group has transactions

Nuvama and Cushman & Wakefield Management Private Limited (w.e.f September 04, 2023)

(F) Fellow entity of the Holding Company with whom the Group has transactions

Asia Pragati Strategic Investment Fund
 PAG Investment Advisors Pte. Ltd.

(G) Key Management Personnel (KMP)

Ashish Kehair	Managing Director & CEO
Shiv Sehgal	Executive Director
Anthony Miller	Non-Executive Director
Aswin Vikram	Non-Executive Director
Nikhil Srivastava	Non-executive Director
Ramesh Abhishek	Non-executive Director
Lincoln Pan	Non-executive Director (upto November 7, 2022)
Rashesh Shah	Non-executive Director (upto March 17, 2023)
Venkatchalam Ramaswamy	Non-executive Director (upto March 17, 2023)
Vidya Shah	Non-executive Director (upto February 8, 2023)
Sujey Subramanian	Non-executive Director (w.e.f November 7, 2022 upto May 1, 2023)
Anisha Motwani	Independent Director
Birendra Kumar	Independent Director
Navtej S. Nandra	Independent Director
Sameer Kaji	Independent Director (w.e.f May 1, 2023)
Kamlesh Shivji Vikamsey	Independent Director (w.e.f May 30, 2023)
Kunnasagaran Chinniah	Independent Director (upto May 1, 2023)
Mihir Nanavati	Chief Financial Officer (w.e.f November 1, 2022)
Shivaraman Iyer	Chief Financial Officer (upto October 31, 2022)
Sneha Patwardhan	Company Secretary (w.e.f. July 15, 2023)
Pooja Doshi	Company Secretary (w.e.f May 25, 2023 upto July 14, 2023)
Sonal Tiwari	Company Secretary (upto November 29, 2022)

Note:

During the year ended March 31, 2023, Edelweiss Financial Services Limited (EFSL) held 29.99% directly and 43.74% indirectly along with its subsidiaries in the equity shares of the Company. Thus, EFSL was disclosed as a party exercising significant influence over the Company. Further, transactions with its subsidiaries were also disclosed under category C above 'Subsidiaries/Associates/Joint ventures of Entity exercising significant influence with whom the Group has transactions'. During the financial year ended March 31, 2023, pursuant to the amendment in the shareholders agreement, MOA and AOA of the Company, effective March 30, 2023, EFSL ceases to exercise significant influence over the Company. Accordingly, Transactions with EFSL and its subsidiaries have been disclosed only till March 30, 2023.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

49A. Related Party Disclosure for the year ended March 31, 2024

Name of related party	Fellow entity of the Holding company	Associate	Joint Venture	Key Management Personnel (KMP) and relatives of KMP
Capital account transactions				
Investment in equity share capital of				
Nuvama and Cushman & Wakefield Management Private Limited	-	-	14.25	-
Loans given to				
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	1,457.50	-	-
Key Managerial Personnel	-	-	-	4.73
Repayment of loans by				
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	1,457.50	-	-
Key Managerial Personnel	-	-	-	4.73
Purchase of securities held for trading from				
Key Managerial Personnel	-	-	-	5.00
Interest income on loan given to				
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	1.32	-	-
Key Managerial Personnel	-	-	-	0.00
Expense on share based payments recovered from				
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	0.16	-	-
Fee and commission income received from				
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	342.88	-	-
Referral expense paid to				
PAG Investment Advisors Pte. Ltd	97.50	-	-	-
Cost reimbursement received from				
Nuvama and Cushman & Wakefield Management Private Limited	-	-	3.09	-
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	38.51	-	-
Cost reimbursement paid to				
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	13.50	-	-
Brokerage income received				
Key Managerial Personnel and relatives of key managerial personnel	-	-	-	0.97
Charges recovered				
Key Managerial Personnel and relatives of key managerial personnel	-	-	-	0.73
Commission to Non-Executive Directors				
Key Management Personnel	-	-	-	15.00
Directors' sitting fees				
Key Management Personnel	-	-	-	5.96

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Name of related party	Fellow entity of the Holding company	Associate	Joint Venture	Key Management Personnel (KMP) and relatives of KMP
Remuneration paid to				
Key Management Personnel	-	-	-	257.02
Balances with related parties as at March 31, 2024				
Investment in equity share capital of				
Nuvama and Cushman & Wakefield Management Private Limited	-	-	14.25	-
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	269.50	-	-
Debt securities held by				
Relatives of key managerial personnel	-	-	-	4.00
Trade & other receivables				
Nuvama and Cushman & Wakefield Management Private Limited	-	-	0.92	-
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	74.40	-	-
Trade and Other Payables to				
Key Managerial Personnel and relatives of key managerial personnel	-	-	-	11.71
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	23.99	-	-
PAG Investment Advisors Pte. Ltd	97.50	-	-	-
Commission payable to Non-Executive Directors				
Key Management Personnel	-	-	-	15.00

Note:

Information relating to remuneration paid to key managerial person mentioned above excludes provision made for gratuity and provision made for performance bonus, which is provided on an overall basis. These are included on cash basis.

49B. Related Party Disclosure for the year ended March 31, 2023

Name of related party	Holding Company	Entity exercising significant influence	Fellow entity of the ultimate Holding Company	Associate	Subsidiaries/ Associate/ JV of entity exercising significant influence	Key Management Personnel (KMP) and relatives of KMP
Capital account transactions						
Issue of CCDs to						
PAGAC Ecstasy Pte. Limited	22,044.00	-	-	-	-	-
Conversion of CCDs into Equity shares						
Asia Pragati Strategic Investment Fund	-	-	395.88	-	-	-
PAGAC Ecstasy Pte. Limited	22,044.00	-	-	-	-	-
Loan given to						
Aparna T Chandrashekar	-	-	-	-	-	37.86
Kenai Advisors LLP	-	-	-	-	-	319.82
Mabella Investment Adviser LLP	-	-	-	-	-	141.38
Shiv Sehgal	-	-	-	-	-	7.07
Loan repaid by						
Aparna T Chandrashekar	-	-	-	-	-	260.92
Kenai Advisors LLP	-	-	-	-	-	364.32
Mabella Investment Adviser LLP	-	-	-	-	-	366.54
Shiv Sehgal	-	-	-	-	-	19.79

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Name of related party	Holding Company	Entity exercising significant influence	Fellow entity of the ultimate Holding Company	Associate	Subsidiaries/ Associate/ JV of entity exercising significant influence	Key Management Personnel (KMP) and relatives of KMP
Loan repaid to						
Edelweiss Rural & Corporate Services Limited	-	-	-	-	1,000.00	-
Loan taken from						
Edelweiss Rural & Corporate Services Limited	-	-	-	-	1,000.00	-
Margin placed with						
Edel Investments Limited	-	-	-	-	36,254.13	-
Margin received from						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	54,614.21	-
ECL Finance Limited	-	-	-	-	2,057.82	-
Edel Investments Limited	-	-	-	-	5,555.90	-
Edelcap Securities Limited	-	-	-	-	7,701.52	-
Edelweiss Comtrade Limited	-	-	-	-	0.10	-
Edelweiss Financial Services Limited	-	0.00	-	-	-	-
Edelweiss Investment Adviser Limited	-	-	-	-	1,720.53	-
Edelweiss Retail Finance Limited	-	-	-	-	0.00	-
Edelweiss Rural & Corporate Services Limited	-	-	-	-	0.55	-
Edelweiss Securities And Investments Private Limited	-	-	-	-	0.81	-
Margin refund received from						
Edel Investments Limited	-	-	-	-	38,032.81	-
Margin repaid to						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	53,859.86	-
ECL Finance Limited	-	-	-	-	2,415.26	-
Edel Investments Limited	-	-	-	-	6,250.48	-
Edelcap Securities Limited	-	-	-	-	7,792.35	-
Edelweiss Comtrade Limited	-	-	-	-	0.17	-
Edelweiss Financial Services Limited	-	0.00	-	-	-	-
Edelweiss Investment Adviser Limited	-	-	-	-	1,724.35	-
Edelweiss Retail Finance Limited	-	-	-	-	0.00	-
Edelweiss Rural & Corporate Services Limited	-	-	-	-	2.05	-
Edelweiss Securities And Investments Private Limited	-	-	-	-	0.81	-
Banner fees recovered from						
Edelweiss Tokio Life Insurance Company Limited	-	-	-	-	99.90	-
Branding fees paid to						
Edelweiss Financial Services Limited	-	40.11	-	-	-	-
Brokerage income earned from						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	0.09	-
Edelweiss Investment Adviser Limited	-	-	-	-	6.00	-
Edelweiss Tokio Life Insurance Company Limited	-	-	-	-	1.77	-
Key Managerial Personnel	-	-	-	-	-	0.57
Zuno General Insurance Limited (formerly Edelweiss General Insurance Company Limited)	-	-	-	-	0.31	-
Charges recovered from						
Key Managerial Personnel	-	-	-	-	-	0.01
Clearing charges income received from						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	39.47	-
ECL Finance Limited	-	-	-	-	0.91	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Name of related party	Holding Company	Entity exercising significant influence	Fellow entity of the ultimate Holding Company	Associate	Subsidiaries/ Associate/ JV of entity exercising significant influence	Key Management Personnel (KMP) and relatives of KMP
Edel Investments Limited	-	-	-	-	58.24	-
Edelcap Securities Limited	-	-	-	-	6.63	-
Edelweiss Investment Adviser Limited	-	-	-	-	2.04	-
Commission and brokerage paid to						
Edel Investments Limited	-	-	-	-	16.00	-
Edelweiss Financial Services Limited	-	3.00	-	-	-	-
Commission to Non-Executive Directors						
Key managerial personnel	-	-	-	-	-	12.50
Corporate Guarantee support fee paid to						
Edelweiss Financial Services Limited	-	1.41	-	-	-	-
Cost reimbursement paid to						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	80.88	-
ECL Finance Limited	-	-	-	-	0.70	-
Edelcap Securities Limited	-	-	-	-	2.32	-
Edelweiss Alternative Asset Advisors Limited	-	-	-	-	0.19	-
Edelweiss Alternative Asset Advisors Pte. Limited	-	-	-	-	0.86	-
Edelweiss Financial Services Limited	-	10.07	-	-	-	-
Edelweiss International (Singapore) Pte Limited	-	-	-	-	8.08	-
Edelweiss Rural & Corporate Services Limited	-	-	-	-	130.24	-
Nido Home Finance Limited (formerly Edelweiss Housing Finance Limited)	-	-	-	-	0.10	-
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	-	-	5.46	-	-
Zuno General Insurance Limited (formerly Edelweiss General Insurance Company Limited)	-	-	-	-	4.44	-
Cost reimbursement received from						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	0.99	-
ECL Finance Limited	-	-	-	-	0.00	-
Edelweiss Alternative Asset Advisors Limited	-	-	-	-	0.01	-
Edelweiss Asset Management Limited	-	-	-	-	0.09	-
Edelweiss Financial Services Limited	-	188.63	-	-	-	-
Edelweiss Investment Adviser Limited	-	-	-	-	0.98	-
Edelweiss Rural & Corporate Services Limited	-	-	-	-	0.00	-
Edelweiss Securities And Investments Private Limited	-	-	-	-	0.52	-
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	-	-	9.67	-	-
Cost reimbursement received from						
Edelweiss Financial Services Limited	-	2.84	-	-	-	-
Edelweiss Investment Adviser Limited	-	-	-	-	0.01	-
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	-	-	0.63	-	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Name of related party	Holding Company	Entity exercising significant influence	Fellow entity of the ultimate Holding Company	Associate	Subsidiaries/ Associate/ JV of entity exercising significant influence	Key Management Personnel (KMP) and relatives of KMP
CSR paid to						
EdelGive Foundation	-	-	-	-	44.01	-
Debited for equity segment						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	138.26	-
Director's Sitting Fees paid to						
Key managerial personnel	-	-	-	-	-	1.40
ESOP/SAR expenses paid to						
Edelweiss Financial Services Limited	-	47.65	-	-	-	-
Fee and commission income received from						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	997.25	-
ECL Finance Limited	-	-	-	-	2.17	-
Edel Finance Company Limited	-	-	-	-	9.11	-
Edel Investments Limited	-	-	-	-	30.05	-
Edelcap Securities Limited	-	-	-	-	35.90	-
Edelweiss Alternative Asset Advisors Limited	-	-	-	-	1,550.47	-
Edelweiss Alternative Asset Advisors Pte. Limited	-	-	-	-	221.48	-
Edelweiss Asset Management Limited	-	-	-	-	615.87	-
Edelweiss Financial Services Limited	-	530.48	-	-	-	-
Edelweiss Investment Adviser Limited	-	-	-	-	34.43	-
Edelweiss Securities And Investments Private Limited	-	-	-	-	289.04	-
Edelweiss Tokio Life Insurance Company Limited	-	-	-	-	185.24	-
Nido Home Finance Limited (formerly Edelweiss Housing Finance Limited)	-	-	-	-	97.40	-
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	-	-	141.89	-	-
Zuno General Insurance Limited (formerly Edelweiss General Insurance Company Limited)	-	-	-	-	3.30	-
Infrastructure service charges received from						
Edel Investments Limited	-	-	-	-	8.33	-
Edelcap Securities Limited	-	-	-	-	10.00	-
Insurance premium paid to						
Edelweiss Tokio Life Insurance Company Limited	-	-	-	-	30.41	-
Zuno General Insurance Limited (formerly Edelweiss General Insurance Company Limited)	-	-	-	-	91.24	-
Inter corporate deposit placed with						
Edelweiss Rural & Corporate Services Limited	-	-	-	-	600.00	-
Inter corporate deposit withdrawn from						
Edelweiss Rural & Corporate Services Limited	-	-	-	-	600.00	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Name of related party	Holding Company	Entity exercising significant influence	Fellow entity of the ultimate Holding Company	Associate	Subsidiaries/ Associate/ JV of entity exercising significant influence	Key Management Personnel (KMP) and relatives of KMP
Interest expense on loan taken from						
Edelweiss Rural & Corporate Services Limited	-	-	-	-	11.36	-
Interest expenses on CCDs held by						
Asia Pragati Strategic Investment Fund	-	-	0.00	-	-	-
PAGAC Ecstasy Pte. Limited	0.02	-	-	-	-	-
Interest expenses on margin placed by						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	2.98	-
ECL Finance Limited	-	-	-	-	6.14	-
Edel Investments Limited	-	-	-	-	1.07	-
Edelcap Securities Limited	-	-	-	-	0.49	-
Interest income on ICDs						
Edelweiss Rural & Corporate Services Limited	-	-	-	-	2.71	-
Interest income on loan given to						
Aparna T Chandrashekar	-	-	-	-	-	12.31
Kenai Advisors LLP	-	-	-	-	-	5.81
Mabella Investment Adviser LLP	-	-	-	-	-	5.80
Shiv Sehgal	-	-	-	-	-	0.02
Interest received on debt instruments from						
ECL Finance Limited	-	-	-	-	0.33	-
Edelweiss Financial Services Limited	-	2.36	-	-	-	-
Edelweiss Retail Finance Limited	-	-	-	-	0.01	-
Nido Home Finance Limited (formerly Edelweiss Housing Finance Limited)	-	-	-	-	0.13	-
Purchase of Property Plant and Equipment & Intangible Assets from						
Edel Finance Company Limited	-	-	-	-	0.00	-
Edelcap Securities Limited	-	-	-	-	0.00	-
Edelweiss Financial Services Limited	-	0.00	-	-	-	-
Edelweiss International (Singapore) Pte Limited	-	-	-	-	0.09	-
Edelweiss Investment Adviser Limited	-	-	-	-	0.03	-
Edelweiss Rural & Corporate Services Limited	-	-	-	-	0.00	-
Purchases of securities held for trading from						
ECL Finance Limited	-	-	-	-	478.22	-
Edelweiss Retail Finance Limited	-	-	-	-	5.69	-
Remuneration paid to						
Key managerial personnel	-	-	-	-	-	137.81
Reversal of ESOP/SAR expenses by						
Edelweiss Financial Services Limited	-	68.38	-	-	-	-
Sale of Property Plant and Equipment & Intangible Assets to						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	0.00	-
ECL Finance Limited	-	-	-	-	0.00	-
Edel Investments Limited	-	-	-	-	0.61	-
Edelcap Securities Limited	-	-	-	-	0.43	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Name of related party	Holding Company	Entity exercising significant influence	Fellow entity of the ultimate Holding Company	Associate	Subsidiaries/ Associate/ JV of entity exercising significant influence	Key Management Personnel (KMP) and relatives of KMP
Edelweiss Financial Services Limited	-	0.08	-	-	-	-
Edelweiss Rural & Corporate Services Limited	-	-	-	-	0.00	-
Sale of securities held for trading to						
ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	138.49	-
ECL Finance Limited	-	-	-	-	470.18	-
Edel Finance Company Limited	-	-	-	-	18.84	-
Edelweiss Asset Reconstruction Company Limited	-	-	-	-	0.77	-
Edelweiss Rural & Corporate Services Limited	-	-	-	-	53.35	-
Relatives of KMP	-	-	-	-	-	2.02
Sitting fees paid to non executive director						
Anisha Motwani	-	-	-	-	-	1.70
Birendra Kumar	-	-	-	-	-	1.90
Kunnasagaran Chinniah	-	-	-	-	-	1.80
Ramesh Abhishek	-	-	-	-	-	1.96
Technology Shared Service Cost paid to						
Edelweiss Rural & Corporate Services Limited	-	-	-	-	173.89	-
Balances with related parties as at March 31, 2023						
Commission to Non-Executive Directors Payable to						
Key managerial personnel	-	-	-	-	-	12.50
Investments in equity shares of						
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	-	-	269.50	-	-
Liquidity support arrangement from						
Asia Pragati Strategic Investment Fund	30,000.00	-	-	-	-	-
Trade and other Payables to						
Asia Pragati Strategic Investment Fund	300.00	-	-	-	-	-
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	-	-	7.68	-	-
Trade and other receivables from						
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	-	-	32.80	-	-

Note:

Information relating to remuneration paid to key managerial person mentioned above excludes provision made for gratuity and provision made for performance bonus, which is provided on an overall basis. These are included on cash basis.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

50. Capital management

The primary objective of the Group's capital management policy is to ensure that the Group complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value.

The Group manages its capital structure and makes adjustments to it according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities. No changes have been made to the objectives, policies and processes from the previous years. However, they are under constant review by the Board.

In addition to above, the Company and the subsidiaries of Group are required to maintain minimum networth as prescribed by various regulatory authorities. The management ensures that this is complied.

51. Fair Value measurement:

A. Valuation principles

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique. In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques:

Level 1 – valuation technique using quoted market price: financial instruments with quoted prices for identical instruments in active markets that Group can access at the measurement date.

Level 2 – valuation technique using observable inputs: Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life.

Level 3 – valuation technique with significant unobservable inputs: Those that include one or more unobservable input that is significant to the measurement as whole.

Refer note 5.10 for more details on fair value hierarchy

B. Valuation governance framework

The Group's fair value methodology and the governance over its models includes a number of controls and other procedures to ensure appropriate safeguards are in place to ensure its quality and adequacy. All new product initiatives (including their valuation methodologies) are subject to approvals by various functions of the Group including the risk and finance functions.

Where fair values are determined by reference to externally quoted prices or observable pricing inputs to models, independent price determination or validation is used. For inactive markets, Group sources alternative market information, with greater weight given to information that is considered to be more relevant and reliable.

The responsibility of ongoing measurement resides with the business and product line divisions. However finance department is also responsible for establishing procedures governing valuation and ensuring fair values are in compliance with accounting standards.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

C. The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy

As at March 31, 2024	Level 1	Level 2	Level 3	Total
Assets measured at fair value on a recurring basis				
Derivative financial instruments				
Exchange-traded derivatives	981.62	1,298.69	-	2,280.31
Embedded derivatives in market-linked debentures	-	-	1,292.60	1,292.60
Total derivative financial instruments - A	981.62	1,298.69	1,292.60	3,572.91
Securities held for trading				
Debt securities	3,496.58	890.27	-	4,386.85
Exchange traded funds / Mutual funds	1,969.80	6.56	-	1,976.36
Equity instruments	1,001.83	5.77	-	1,007.60
Total Financial assets held for trading - B	6,468.21	902.60	-	7,370.81
Investments				
Units of Trust	-	6.08	-	6.08
Units of AIF	-	283.62	-	283.62
Total investments measured at fair value - C	-	289.70	-	289.70
Total (A+B+C)	7,449.83	2,490.99	1,292.60	11,233.42
Liabilities measured at fair value on a recurring basis				
Derivative financial instruments				
Exchange-traded derivatives	309.92	247.85	-	557.77
Embedded derivatives in market-linked debentures	-	-	846.59	846.59
	309.92	247.85	846.59	1,404.36
As at March 31, 2023	Level 1	Level 2	Level 3	Total
Assets measured at fair value on a recurring basis				
Derivative financial instruments				
Exchange-traded derivatives	2,920.12	127.06	-	3,047.18
OTC derivative	-	3.32	-	3.32
Embedded derivatives in market-linked debentures	-	-	3,276.15	3,276.15
Total derivative financial instruments - A	2,920.12	130.38	3,276.15	6,326.65
Securities held for trading				
Debt securities	4,302.07	2,132.90	-	6,434.97
Exchange traded fund units, Mutual fund and AIF units	3,145.89	-	-	3,145.89
Equity instruments	501.80	3,016.91	-	3,518.71
Total Financial assets held for trading - B	7,949.76	5,149.81	-	13,099.57
Investments				
Units of Trust	-	209.65	-	209.65
Units of AIF	-	3.60	-	3.60
Total investments measured at fair value - C	-	213.25	-	213.25
Total (A+B+C)	10,869.88	5,493.44	3,276.15	19,639.47
Liabilities measured at fair value on a recurring basis				
Derivative financial instruments				
Exchange-traded derivatives	603.31	238.40	-	841.71
OTC derivative	-	0.69	-	0.69
Embedded derivatives in market-linked debentures	-	-	289.08	289.08
	603.31	239.09	289.08	1,131.48

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

D. Valuation techniques:

Government debt securities:

Government debt securities are financial instruments issued by sovereign governments and include both long-term bonds and short-term bonds with fixed or floating rate interest payments. These instruments are generally highly liquid and traded in active markets resulting in a Level 1 classification.

Debt securities:

Whilst most of these instruments are standard fixed or floating rate securities, however market linked debentures have embedded derivative characteristics. Fair value of debt securities is derived based on the indicative quotes of price and yields prevailing in the market as at the reporting date. The Group has used quoted price of Exchanges wherever bonds are traded actively. In cases where debt securities are not actively traded, Group has used CRISIL Corporate Bond Valuer model for measuring fair value.

Equity instruments:

Equity instruments are actively traded on stock exchanges with readily available active prices on a regular basis. Such instruments are classified as Level 1. Equity instruments in non-listed entities are initially recognised at transaction price and re-measured at each reporting date at valuation provided by external valuer at instrument level.

Units of AIF Fund and Mutual funds:

Units held in AIF funds are measured based on their published net asset value (NAV), taking into account redemption and/or other restrictions. Such instruments are classified as Level 2.

Units of mutual funds are measured based on their published net asset value (NAV), taking into account redemption and/or other restrictions. Such instruments are also classified as Level 1.

Embedded derivative:

An embedded derivative is a component of a hybrid instrument that also includes a non-derivative host contract with the effect that some of the cash flows of the combined instrument vary in a way similar to a stand-alone derivative.

The Group uses valuation models which calculate the present value of expected future cash flows, based upon 'no arbitrage' principles. Inputs to valuation models are determined from observable market (Indices) data wherever possible, including prices available from exchanges, dealers, brokers. Group classify these embedded derivative as level 3 instruments.

Exchange traded derivatives:

Exchange traded derivatives includes index/stock options, index/stock futures. The Group uses exchange traded prices to value these derivative and classify these instrument as level 1.

E. There have been no transfers between levels during the year ended March 31, 2024 and year ended March 31, 2023.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

F. The following table shows a reconciliation of the opening balances and the closing balances for fair value measurements in Level 3 of the fair value hierarchy.

Financial year ended March 31, 2024	Embedded Options		
	Assets	Liabilities	Net Balance
As at April 1, 2023	3,276.15	289.08	2,987.07
Issuances	1,289.77	209.82	1,079.95
Settlements	(4.66)	(70.05)	65.39
Changes in value of option	(3,268.66)	417.74	(3,686.40)
As at March 31, 2024	1,292.60	846.59	446.01

Financial year ended March 31, 2023	Embedded Options		
	Assets	Liabilities	Net Balance
As at April 1, 2022	978.57	88.91	889.66
Issuances	2,034.29	196.47	1,837.82
Settlements	-	-	-
Changes in value of option	263.29	3.70	259.59
As at March 31, 2023	3,276.15	289.08	2,987.07

G. Impact on fair value of level 3 financial instrument of changes to key unobservable inputs

The below table summarises the valuation techniques together with the significant unobservable inputs used to calculate the fair value of the Group's Level 3 Instruments i.e. Derivative instruments. The range of values indicates the highest and lowest level input used in the valuation technique and, as such, only reflects the characteristics of the instruments as opposed to the level of uncertainty to their valuation. Relationships between unobservable inputs have not been incorporated in this summary.

Type of Financial Instruments	Fair value of asset as on March 31, 2024	Valuation techniques	Significant unobservable input	Range of estimates for unobservable input	Increase in the unobservable input	Change in fair value	Decrease in the unobservable input	Change in fair value
Embedded derivatives (net)	446.01	Fair value using Black Scholes model or Monte Carlo approach based on the embedded derivative	Nifty level	22,326.90	5% increase in Nifty Index curve	439.40	5% decrease in Nifty Index curve	(657.83)
			Gold level	67,677	5% increase in Gold	17.10	5% decrease in Gold	(38.50)
			Underlying discount rate	4.50% to 6.5%	1% increase in Risk-adjusted discount rate	212.72	1% decrease in risk adjusted discount rate	(237.28)

Type of Financial Instruments	Fair value of asset as on March 31, 2023	Valuation techniques	Significant unobservable input	Range of estimates for unobservable input	Increase in the unobservable input	Change in fair value	Decrease in the unobservable input	Change in fair value
Embedded derivatives (net)	2,987.07	Fair value using Black Scholes model or Monte Carlo approach based on the embedded derivative	Nifty level	17,442.60	5% increase in Nifty Index curve	775.80	5% decrease in Nifty Index curve	(887.70)
			Underlying discount rate	4.50% to 6%	1% increase in Risk-adjusted discount rate	358.50	1% decrease in risk adjusted discount rate	(383.50)

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

H. Fair value of financial instruments not measured at fair value:

The table below is a comparison, by class, of the carrying amounts and fair values of the Group's financial instruments that are not carried at fair value in the financial statements. Carrying amounts of Cash and cash equivalents, Bank balances other than cash and cash equivalents, Trade receivables, Loan, Other financial assets, Trade and other payables, Borrowings (other than debt securities) and Other financial liabilities approximate the fair value because of their short-term nature. This table does not include the fair values of non-financial assets and non-financial liabilities.

As at March 31, 2024	Carrying Value	Fair value			Total
		Level 1	Level 2	Level 3	
Financial Liabilities					
Debt securities	56,264.73	-	-	56,264.73	56,264.73
As at March 31, 2023	Carrying Value	Fair value			Total
		Level 1	Level 2	Level 3	
Financial Liabilities					
Debt securities	46,552.01	-	-	46,552.01	46,552.01
Subordinated Liabilities	151.75	-	-	151.75	151.75

52. Risk Management

52.A Introduction and risk profile

The Group's overall objective is to manage its broking business, clearing business, trading business, lending business, other fee based business and the associated risks, (such as credit risk, liquidity risk, market risk, operational risk etc.) in a manner that balances serving the interests of its customers and investors and protects the safety and soundness of the Group. The Group provides a broad range of Wealth Management services to a substantial and diversified client base that includes corporations, institutions and individuals. The Group's services span multiple asset classes and consumer segments across domestic and global geographies.

Risk is an inherent part of Group's business activities. When the Group extends loans, buys or sells securities in market, offers other products or services, the Group takes on some degree of risk.

The Group believes that effective risk management requires:

- 1) Acceptance of responsibility, including identification and escalation of risk issues, by all individuals within the Group;
- 2) Ownership of risk identification, assessment, data and management within each of the lines of business and Corporate; and
- 3) Firm wide structures for risk governance

The Company and certain subsidiaries of Group are regulated by SEBI & respective exchanges with special focus on trade execution & clearing, client fund/security management, exchange & client reporting etc. Also, one of the subsidiary of the Group is regulated by the RBI with a special focus on asset liability management, liquidity cushion, etc. The Group strives for continual improvement through efforts to enhance systemic & manual controls, ongoing employee training and development and other measures.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

52B. Risk Management Structure

The Group has a well-defined risk management process framework for risk identification, assessment and control in order to effectively manage risks associated with the various business activities. The risk function is monitored primarily by the risk group.

The Group's strong risk management process ensures that the margin monitoring processes withstand market volatility. As a result, the Group follows strict margin call process and limits are set and monitored on an ongoing basis.

The Group's board of directors have overall responsibility for the establishment and oversight of the Group's risk management framework. They are assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

The audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The audit committee is assisted in its oversight role by internal audit.

52.C Risk mitigation and risk culture

The Group's business processes ensure complete independence of functions and a segregation of responsibilities. Client introduction, client on-boarding, credit control processes, centralised operations unit, independent internal auditors for checking compliance with the prescribed policies/processes at each transaction level are all segregated. The Group's risk management processes and policies allow layers of multiple checks and verifications. The key business processes are regularly monitored by the head of business or operations.

It is the Group's policy to ensure that a robust risk awareness is embedded in its organisational risk culture. Employees are expected to take ownership and be accountable for the risks the Group is exposed to. The Group's continuous training and development emphasises that employees are made aware of the Group's risk tolerance and they are supported in their roles and responsibilities to monitor and keep their exposure to risk within the Group's risk tolerance limits. Compliance breaches and internal audit findings are important elements of employees' annual ratings and remuneration reviews.

52.D Types of Risks

The Group's risks are generally categorized in the following risk types:

Notes	Risks	Arising from	Measurement, monitoring and management of risk
52.D.1	Credit risk Credit risk is the risk of financial loss if a customer or counterparty fails to meet an obligation under a contract.	Arises principally from financing, dealing in Corporate Bonds, Investments in Mutual Fund, Equity, but also from certain other products such as derivatives.	Measured as the amount that could be lost if a customer or counterparty fails to make repayments; Monitored using various internal risk management measures and within limits approved by individuals within a framework of delegated authorities; and Managed through a robust risk control framework, which outlines clear and consistent policies, principles and guidance for risk managers.
52.D.2	Liquidity risk Liquidity risk is the risk that we do not have sufficient financial resources to meet our obligations as they fall due or that we can only do so at an excessive cost.	Liquidity risk arises from mismatches in the timing of cash flows. Arises when illiquid asset positions cannot be funded at the expected terms and when required.	Measured using a range of metrics, including Asset Liability mismatch, Debt Equity Ratio. Regular monitoring of funding levels to ensure to meet the requirement for Business and maturity of our liabilities. Maintain diverse sources of funding and liquid assets to facilitate flexibility in meeting our liquidity requirements of the Group.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Notes	Risks	Arising from	Measurement, monitoring and management of risk
52.D.3	Market risk Market risk is the risk that movements in market factors, such as Interest rates, equity prices and Index prices, will reduce our income or the value of our portfolios	Exposure to market risk is separated into two portfolios: trading and non-trading.	Measured using sensitivities, detailed picture of potential gains and losses for a range of market movements and scenarios. Monitored using measures, including the sensitivity of net interest income. Managed using approved risk limits

52.D.1 Credit Risk

Credit risk arises when a customer or counterparty does not meet its obligations under a customer contract or financial instrument, leading to a financial loss and arises primarily from trade receivables and loans. The Group has adopted a policy of dealing with creditworthy counterparties and obtains sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group is exposed to credit risk from its operating activities primarily trade receivables, loans, receivable from exchanges/clearing houses. Group has no significant concentration of credit risk with any counterparty.

The Group's management policy is to closely monitor creditworthiness of counterparties by reviewing their credit ratings, financial statements and press release on regular basis.

The Group's financial assets that are subject to the expected credit loss model are only short-term trade receivables and loans. All trade receivables are expected to be collected in less than twelve months. Group applies simplified approach for trade receivables for recognition of impairment loss. Expected credit loss allowance based on simplified approach in respect of receivables is computed based on a provision matrix which takes into account historical credit loss experience.

Credit quality of a customer is assessed based on its credit worthiness and historical dealings with the Group and market intelligence. Outstanding customer receivables are regularly monitored. The credit quality review process aims to allow the Group to assess the potential loss as a result of the risks to which it is exposed and take corrective actions.

Derivative financial Instruments:

Credit risk arising from derivative financial instruments is, at any time, limited to those with positive fair values, as recorded on the balance sheet. With gross-settled derivatives, the Group is also exposed to a settlement risk, being the risk that the Group honours its obligation, but the counterparty fails to deliver the counter value.

Impairment Assessment:

The Group applies the expected credit loss model for recognising impairment loss. The expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The expected credit loss is a product of exposure at default, probability of default and loss given default. The Group has devised an internal model to evaluate the probability of default and loss given default based on the parameters set out in Ind AS. Accordingly, the loans are classified into various stages as follows:

Internal rating grade	Internal grading description	Stages
Performing		
High grade	0 dpd and 1 to 30 dpd	Stage I
Standard grade	31 to 90 dpd	Stage II
Non-performing		
Individually impaired	90+ dpd	Stage III

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Credit loss is the difference between all contractual cash flows that are due to an entity in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Expected Credit Loss (ECL) computation is not driven by any single methodology, however methodology and approach used must reflect the following:

- 1) An unbiased and probability weighted amount that evaluates a range of possible outcomes
- 2) Reasonable and supportable information that is available without undue cost and effort at the reporting date about past events, current conditions and forecasts of future economic conditions;
- 3) Time value of money

While the time value of money element is currently being factored into ECL measurement while discounting cash flows by the Effective Interest Rate (EIR), the objective of developing a macroeconomic model using exogenous macroeconomic variables (MEVs) is to address the first two requirements. This has been achieved by using the model output to adjust the PD risk component in order to make it forward looking and probability-weighted.

Significant increase in credit risk (SICR)

The Group considers a financial instrument defaulted, classified as Stage 3 (credit-impaired) for ECL calculations, in all cases when the borrower becomes 90 days past due. Classification of assets from stage 1 to stage 2 has been carried out based on SICR criterion. Accounts which are more than 30 days past due have been identified as accounts where significant increase in credit risk has been observed. These accounts have been classified as Stage 2 assets. When such events occur, the Group carefully considers whether the event should result in treating the customer as defaulted and therefore assessed as Stage 3 for ECL calculations or whether Stage 2 is appropriate.

Probability of Default

Probability of default (PD) is an estimate of the likelihood of default over a given time horizon. PD estimation process is done based on historical internal data available with the Group. While arriving at the PD, the Group also ensures that the factors that affects the macro economic trends are considered to a reasonable extent, wherever necessary. Group calculates the 12 month PD by taking into account the historical trends of the Loans/portfolio and its credit performance. In case of assets where there is a significant increase in credit risk / credit impaired assets, lifetime PD has been applied.

Loss Given Default (LGD)

The LGD represents expected losses on the EAD given the event of default, taking into account, among other attributes, the mitigating effect of collateral value at the time it is expected to be realised and the time value of money. Since the Group is into the business of lending against securities, haircut as per Group's policy is applied on the value of the collateral, based on basel haircut values for corporate securities. The exposure amount that is over and above the collateral (with haircut) is considered as the effective exposure. The LGD of 65% is used for the unsecured exposure the portfolio carries.

Exposure at Default (EAD)

The amount which the borrower will owe to the portfolio at the time of default is defined as Exposure at Default (EAD). While the drawn credit line reflects the explicit exposure for the Group, there might be variable exposure that may increase the EAD. These exposures are of the nature where the Group provides future commitments, in addition to the current credit. Therefore, the exposure will contain both on and off balance sheet values.

Risk Concentration

The Group provides broking and clearing services to institutional and retail clients including High Net Worth Individuals (HNIs). Further, it also provides loans against securities/collaterals in form of financial instruments to its retail clients including HNIs and family offices. The Group does not have a significant concentration with regard to single/group client and industry.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Collateral and other credit enhancements

The tables below shows the maximum exposure to credit risk by class of financial asset along with details on collaterals held against exposure.

Particulars	Maximum exposure to credit risk		Principal type of collateral
	As at March 31, 2024	As at March 31, 2023	
Financial Assets			
Cash and cash equivalents	3,666.33	7,881.95	
Bank balances other than cash and cash equivalents	122,466.48	45,396.52	
Derivative financial instruments	3,435.12	6,127.00	
Securities held for trading	7,370.81	13,099.57	The Group invest in high rated corporate bonds, listed equity shares, liquid central/state government securities & other marketable securities.
Trade receivables	6,568.19	8,900.34	Securities, fixed deposits, bank guarantees etc.
Loans	48,629.36	35,533.36	Equity shares, Mutual fund units, Bonds, AIF units, etc.
Investments			
Government securities	984.92	975.64	
Others	717.53	721.02	
Other financial assets	5,291.58	3,651.32	Primarily contains receivable from exchange / clearing house carrying minimum risk.
	199,130.32	122,286.72	

52.D.2 Liquidity Risk

Liquidity risk is defined as the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Group might be unable to meet its payment obligations when they fall due as a result of mismatches in the timing of the cash flows under both normal and stress circumstances.

Liquidity risk emanates from the mismatches existing on the balance sheet due to differences in maturity and repayment profile of assets and liabilities. These mismatches could either be forced in nature due to market conditions or created with an interest rate view. Such risk can lead to a possibility of unavailability of funds to meet upcoming obligations arising from liability maturities. To avoid such a scenario, Group ensures maintenance of adequate Liquidity Cushion in the form of Fixed Deposits, Mutual Funds, Cash, G-Sec, etc. These assets carry minimal credit risk and can be liquidated in a very short period of time. Further, the Group has undrawn bank facilities.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Analysis of financial assets and liabilities by remaining contractual maturities

The table below summarises the maturity profile of the undiscounted cash flows of the Group's financial assets and liabilities as at:

As at March 31, 2024

Particulars	0 to 3 months	3 to 6 months	6 to 12 months	1 to 3 years	Over 3 Years	Total
Financial Assets						
Cash and cash equivalents	3,666.33	-	-	-	-	3,666.33
Bank balances other than cash and cash equivalents	114,611.05	2,794.62	5,060.39	0.42	-	122,466.48
Derivative financial instruments	2,107.33	0.22	41.84	862.53	423.20	3,435.12
Securities held for trading	7,370.81	-	-	-	-	7,370.81
Trade receivables	4,655.37	666.26	825.93	420.63	-	6,568.19
Loans	10,793.13	7,811.26	30,024.97	-	-	48,629.36
Investments	495.14	489.79	15.51	34.36	667.65	1,702.45
Other financial assets	4,705.76	23.51	4.03	212.17	346.11	5,291.58
Total undiscounted financial assets	148,404.92	11,785.66	35,972.67	1,530.11	1,436.96	199,130.32
Financial Liabilities						
Derivative financial instruments	464.35	552.44	104.61	266.45	-	1,387.85
Trade payables	36,565.99	131.41	3.25	-	-	36,700.65
Debt securities	6,777.49	8,577.45	5,378.98	29,950.10	5,580.71	56,264.73
Borrowings (other than debt securities)	8,142.31	3,050.00	-	-	-	11,192.31
Other financial liabilities	65,787.90	69.16	146.80	376.92	908.06	67,288.84
Total undiscounted financial liabilities	117,738.04	12,380.46	5,633.64	30,593.47	6,488.77	172,834.38
Total net financial assets / (liabilities)	30,666.88	(594.80)	30,339.03	(29,063.36)	(5,051.81)	26,295.94

The table below summarises the maturity profile of the undiscounted cash flows of the Group's financial assets and liabilities as at:

As at March 31, 2023

Particulars	0 to 3 months	3 to 6 months	6 to 12 months	1 to 3 years	Over 3 Years	Total
Financial Assets						
Cash and cash equivalents	7,881.95	-	-	-	-	7,881.95
Bank balances other than cash and cash equivalents	40,673.75	1,872.64	2,803.56	46.57	-	45,396.52
Derivative financial instruments	2,847.54	14.77	80.73	2,571.78	612.18	6,127.00
Securities held for trading	12,960.10	-	139.47	-	-	13,099.57
Trade and other receivables	7,347.79	674.04	733.50	145.01	-	8,900.34
Loans	5,190.07	5,871.43	23,834.02	637.84	-	35,533.36
Investments	-	975.65	19.62	32.11	669.28	1,696.66
Other financial assets	2,958.44	5.82	46.21	175.84	465.01	3,651.32
Total undiscounted financial assets	79,859.64	9,414.35	27,657.11	3,609.15	1,746.47	122,286.72

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	0 to 3 months	3 to 6 months	6 to 12 months	1 to 3 years	Over 3 Years	Total
Financial Liabilities						
Derivative financial instruments	838.12	-	27.47	224.42	-	1,090.01
Trade payables	17,543.40	19.76	2.75	-	-	17,565.91
Debt securities	11,169.22	1,834.27	5,620.65	22,366.84	5,561.03	46,552.01
Borrowings (other than debt securities)	7,427.74	-	-	-	-	7,427.74
Subordinated Liabilities	13.48	138.27	-	-	-	151.75
Other financial liabilities	29,162.41	145.69	98.37	328.85	812.92	30,548.24
Total undiscounted financial liabilities	66,154.37	2,137.99	5,749.24	22,920.11	6,373.95	103,335.66
Total net financial assets / (liabilities)	13,705.27	7,276.36	21,907.87	(19,310.96)	(4,627.48)	18,951.06

52.D.3 Market Risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as interest rates, equity prices and Index movements. The Group classifies exposures to market risk into either trading or non-trading portfolios and manages each of those portfolios separately. All the positions are managed and monitored using sensitivity analyses.

Total Market risk exposure

Particulars	As at March 31, 2024			As at March 31, 2023			Primary risk Sensitivity
	Carrying Amount	Traded risk	Non traded risk	Carrying Amount	Traded risk	Non traded risk	
Financial Assets							
Cash and cash equivalents	3,666.33	-	3,666.33	7,881.95	-	7,881.95	Interest rate risk
Bank balances other than cash and cash equivalents	122,466.48	-	122,466.48	45,396.52	-	45,396.52	Interest rate risk
Derivative financial instruments	3,435.12	3,435.12	-	6,127.00	6,127.00	-	Price risk , Interest rate risk
Securities held for trading	7,370.81	7,370.81	-	13,099.57	13,099.57	-	Price risk , Interest rate risk
Trade receivables	6,568.19	-	6,568.19	8,900.34	-	8,900.34	
Loans	48,629.36	-	48,629.36	35,533.36	-	35,533.36	Interest rate risk
Investments	1,702.45	1,274.63	427.82	1,696.66	1,188.89	507.77	Price risk , Interest rate risk
Other financial assets	5,291.58	-	5,291.58	3,651.32	-	3,651.32	
Total Assets	199,130.32	12,080.56	187,049.76	122,286.72	20,415.46	101,871.26	
Financial Liabilities							
Derivative financial instruments	1,387.85	1,387.85	-	1,090.01	1,090.01	-	Price risk , Interest rate
Trade payables	36,700.65	-	36,700.65	17,565.91	-	17,565.91	
Debt securities	56,264.73	-	56,264.73	46,552.01	-	46,552.01	Interest rate risk
Borrowings (other than debt securities)	11,192.31	-	11,192.31	7,427.74	-	7,427.74	Interest rate risk
Subordinated Liabilities	-	-	-	151.75	-	151.75	Interest rate risk
Other financial liabilities	67,288.84	-	67,288.84	30,548.24	-	30,548.24	
Total Liabilities	172,834.38	1,387.85	171,446.53	103,335.66	1,090.01	102,245.65	

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

52.D.3 Market Risk (Contd.)

Interest Rate Risk

The principal risk to which non-trading portfolios are exposed is the risk of loss from fluctuations in the future cash flows or fair values of financial instruments because of a change in market interest rates.

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. The sensitivity of the statement of profit and loss is the effect of the assumed changes in interest rates on the profit or loss for a year, based on the floating rate non-trading financial assets and financial liabilities held at March 31, 2024 and at March 31, 2023.

Interest rate sensitivity

As at March 31, 2024

Particulars	Increase in price (%)	Sensitivity of Profit	Sensitivity of Equity	Decrease in price (%)	Sensitivity of Profit	Sensitivity of Equity
Debt securities	0.25	(10.97)	-	0.25	10.97	-
Other traded securities	0.25	(4.95)	-	0.25	4.95	-

As at March 31, 2023

	Increase in price (%)	Sensitivity of Profit	Sensitivity of Equity	Decrease in price (%)	Sensitivity of Profit	Sensitivity of Equity
Debt securities	0.25	(16.09)	-	0.25	16.09	-
Other traded securities	0.25	(7.86)	-	0.25	7.86	-

Price risk

The Group's exposure to price risk arises from investments held in Equity Shares, Exchange traded futures, Mutual fund units, all classified in the balance sheet at fair value through profit or loss. To manage its price risk arising from such investments, the Group diversifies its portfolio.

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the level of individual investment in prices of financial instruments.

As at March 31, 2024

Particulars	Increase in price (%)	Sensitivity of Profit	Sensitivity of Equity	Decrease in price (%)	Sensitivity of Profit	Sensitivity of Equity
Derivative instruments	0.25	5.42	-	0.25	(5.42)	-
Securities held for trading	0.25	18.43	-	0.25	(18.43)	-
Units of AIF and Trust	0.25	0.72	-	0.25	(0.72)	-
Government securities	0.25	2.46	-	0.25	(2.46)	-

As at March 31, 2023

	Increase in price (%)	Sensitivity of Profit	Sensitivity of Equity	Decrease in price (%)	Sensitivity of Profit	Sensitivity of Equity
Derivative instruments	0.25	18.65	-	0.25	(18.65)	-
Securities held for trading	0.25	32.75	-	0.25	(32.75)	-
Units of AIF and Trust	0.25	0.52	-	0.25	(0.52)	-
Government securities	0.25	2.44	-	0.25	(2.44)	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

53. In respect of Nuvama Clearing Services Limited ('NCSL'), a subsidiary company providing clearing services to its clients, below are the details of margin money received from its clients:

Particulars	As at March 31, 2024	As at March 31, 2023
Cash margin - A	61,897.66	24,495.29
Non-cash margin - B		
Securities (refer note below)	280,526.87	94,789.02
Total margin received - (A+B)	342,424.53	119,284.31

Note:

Securities includes securities assigned under the "margin pledge" created in favour of the NCSL as non-cash margin from the clients in accordance with the SEBI circular no. SEBI/HO/MIRSD/DOP/CIR/P/2020/28 "Margin obligations to be given by way of Pledge/Re-pledge in the Depository System" applicable effectively from September 01, 2020.

54. Business combinations

(a) Summary of acquisition

Financial year ended March 31, 2024

On September 06, 2023, the Group acquired 100% stake in Nuvama Investment Advisors LLC (formerly EAAA LLC) for a purchase consideration of Rs. 41.72 million.

Fair value of assets and liabilities recognised as a result of acquisition is as follows:

Particulars	Amount
ASSETS	
Financial assets	
(a) Cash and cash equivalents	1.84
(b) Trade Receivables	1.92
(c) Investments	0.00
(d) Other financial assets	0.48
Non-financial assets	
(a) Property, plant and equipment	1.20
(b) Other non-financial assets	1.55
Total assets	6.99
LIABILITIES	
Financial liabilities	
(a) Trade payables	5.98
(b) Other financial liabilities	3.36
Non-financial liabilities	
(a) Provisions	0.13
(b) Other non-financial liabilities	0.14
Total liabilities	9.61
Net identifiable assets acquired	(2.62)
Purchase consideration transferred	41.72
Goodwill on acquisition of subsidiary	44.34

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Financial year ended March 31, 2023

On March 13, 2023, the Group acquired 74% stake in Pickright Technologies Private Limited for a purchase consideration of Rs. 230 million.

Fair value of assets and liabilities recognised as a result of acquisition is as follows:

Particulars	Amount
ASSETS	
Financial assets	
(a) Cash and cash equivalents	172.82
(b) Bank balances other than cash and cash equivalents	0.53
Non-financial assets	
(a) Current tax assets (net)	0.00
(b) Property, plant and equipment	0.04
(c) Intangible assets under development	4.39
(d) Other intangible assets	12.05
(e) Other non-financial assets	1.34
Total assets	191.17
LIABILITIES	
Financial liabilities	
(a) Trade payables	2.10
(b) Other financial liabilities	9.65
Non-financial liabilities	
(a) Deferred tax liabilities (net)	0.10
(b) Provisions	1.79
(c) Other non-financial liabilities	1.37
Total liabilities	15.01
Net identifiable assets acquired	176.16
Purchase consideration transferred	230.00
NCI, based on their proportionate interest in the recognised amounts of the assets and liabilities	45.80
Goodwill on acquisition of subsidiary	99.64

The goodwill of Rs. 99.64 million comprises the value of expected synergies arising from the acquisition and a customer list, which is not separately recognised. From segment perspective, it is considered in unallocated segment. Due to the contractual terms imposed on acquisition, the customer list is not separable. Therefore, it does not meet the criteria for recognition as an intangible asset under Ind AS 38. None of the goodwill recognised is expected to be deductible for income tax purposes.

55. Interest in other entities (Non controlling interest)

The following table summarises the information relating to each of the Group's subsidiaries that has material NCI, before any intra group eliminations.

Name of Subsidiary	Country of Incorporation	Ownership interests held by NCI
Pickright Technologies Private Limited	India	26.00%

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Summarised financial information in respect of Pickright Technologies Private Limited is set out below. The amounts disclosed below are before inter-company eliminations.

Particulars	As at March 31, 2024	As at March 31, 2023
Financial assets	127.72	163.84
Non-financial assets	38.17	18.45
Financial liabilities	4.55	3.42
Non-financial liabilities	4.34	3.56
Equity attributable to owners of the company	116.19	129.73
Non-controlling interest	40.81	45.58

Particulars	For the year ended March 31, 2024	For the period from March 13, 2023 to March 31, 2023
Total income	19.66	0.34
Total expenses	38.33	1.23
Loss before tax	(18.67)	(0.89)
Tax Expense	(0.26)	(0.05)
Loss for the year / period	(18.41)	(0.84)
Other comprehensive income	0.09	(0.01)
Total Comprehensive Loss	(18.32)	(0.85)
Loss for the year / period attributable to		
- Owners of the Company	(13.62)	(0.62)
- Non-controlling interests	(4.79)	(0.22)
Other comprehensive income attributable to		
- Owners of the Company	0.07	(0.01)
- Non-controlling interests	0.02	(0.00)
Cash flows used in operating activities	(32.06)	(9.71)
Cash flows from / (used in) investing activities	127.22	(140.25)
Cash flows from / (used in) financing activities	0.04	(0.09)
Net cash inflow / (outflow)	95.20	(150.05)

56. Composition of the Group

The consolidated financial statements of the Group include subsidiaries listed in the table below:

Name of the Entity	Country of Incorporation	Proportion of ownership interest	
		As at March 31, 2024	As at March 31, 2023
Nuvama Clearing Services Limited (Formerly Edelweiss Custodial Services Limited)	India	100%	100%
Nuvama Wealth Finance Limited (formerly Edelweiss Finance and Investments Limited)	India	100%	100%
Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	India	100%	100%
Nuvama Asset Management Limited (formerly ESL Securities Limited)	India	100%	100%

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Name of the Entity	Country of Incorporation	Proportion of ownership interest	
		As at March 31, 2024	As at March 31, 2023
Nuvama Financial Services Inc (Formerly Edelweiss Financial Services Inc)	United States of America	100%	100%
Nuvama Investment Advisors (Hongkong) Private Limited (formerly Edelweiss Securities (Hong Kong) Private Limited)	Hong Kong	100%	100%
Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	United Kingdom	100%	100%
Nuvama Capital Services (IFSC) Limited (formerly Edelweiss Securities (IFSC) Limited)	India	100%	100%
Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	Singapore	100%	100%
Pickright Technologies Private Limited (w.e.f. March 13, 2023)	India	74%	74%
Nuvama Investment Advisors LLC (formerly EAAA LLC) (w.e.f. September 06, 2023)	Mauritius	100%	-

Associate

The Group has 49% interest in Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited) a associate company.

Joint Venture

The Group has 50% interest in Nuvama and Cushman & Wakefield Management Private Limited, a joint venture company w.e.f. September 04, 2023.

57. Composite scheme of arrangement

The Board of Directors of the Company at its meeting held on April 07, 2021, had approved the Composite scheme of arrangement amongst Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) ("NWML"), Edelweiss Securities And Investments Private Limited ("ESIPL"), Edelweiss Global Wealth Management Limited ("EGWML") and their respective shareholders and creditors, under section 230 to 232 and other applicable provisions of the Companies Act, 2013, which inter-alia envisaged the following:

- (i) Demerger of Asset Management Business Undertaking ("Demerged Undertaking 1" as defined in the Scheme) of the Company into ESIPL.
- (ii) Demerger of Wealth Management Business Undertaking ("Demerged Undertaking 2" as defined in the Scheme) of EGWML into the Company.

The National Company Law Tribunal Bench at Mumbai (Tribunal) had approved the aforementioned Scheme vide its order dated March 31, 2022 under the applicable provisions of the Companies Act, 2013. Certified copy of the said order of the Tribunal was received by the Company on April 05, 2022 and filed with the Registrar of Companies on April 22, 2022.

Accordingly, the Board of Directors of the respective companies at its meeting held on April 22, 2022 had decided to give effect to the Scheme in the following manner based on the order of Tribunal:

- (i) Demerger of Asset Management Business Undertaking with effect from Appointed date April 01, 2021.
- (ii) Demerger of Wealth Management Business Undertaking with effect from Appointed date April 26, 2022.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

As per the Scheme, the Company transferred assets and liabilities of Asset Management Business Undertaking to ES IPL at their respective book values from the appointed date. Also, EGWML transferred assets and liabilities of Wealth Management Business Undertaking to the Company at their respective book values from the appointed date.

57.1 Demerger of Asset Management Business Undertaking of the Company into ES IPL

Assets and Liabilities of Asset Management Business Undertaking as at Appointed date i.e. April 01, 2021

Particulars	As at April 01, 2021
Assets	
Financial assets	
(a) Cash and cash equivalents*	1,022.43
(b) Investments	5,779.27
Non-financial assets	
(a) Property, plant and equipment	0.01
Total assets	6,801.71
Liabilities	
Non-financial liabilities	
(a) Provisions	0.03
(b) Other non-financial liabilities	485.37
Total liabilities	485.40
Net assets transferred	6,316.31

The excess of the book value of asset over liabilities of Rs. 6,316.31 million have been debited to Retained earnings

Pursuant to the Composite Scheme of Arrangement, ES IPL had issued 456,710 equity shares of Rs. 10 each to EGWML and Edelweiss Financial Services Limited, the specified equity shareholders of the Company, as a consideration for transfer of Asset Management Business Undertaking.

57.2 Demerger of Wealth Management Business Undertaking of EGWML into the Company

Demerger of Wealth Management Business Undertaking of EGWML into the Company has been accounted under 'Pooling of Interests Method' in accordance with Appendix C of IND AS 103 (Business Combinations of entities under common control). Accordingly, financial statements has been restated from March 26, 2021 (the date from which the said business undertaking was in common control with respect to NWML and EGWML).

Assets and Liabilities of Wealth Management Business Undertaking:

Particulars	As at April 26, 2022	As at March 31, 2022	As at March 31, 2021
Assets			
Financial assets			
(a) Cash and cash equivalents	136.54	81.77	-
(b) Trade Receivables	18.96	33.62	40.05
(c) Investments	21,576.52	21,576.52	21,576.52
(d) Other financial assets	11.76	43.58	79.61
Non-financial assets			
(a) Property, plant and equipment	2.21	2.27	5.83
(b) Other intangible assets	178.68	187.45	315.52
(c) Other non-financial assets	536.22	536.18	600.47

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at April 26, 2022	As at March 31, 2022	As at March 31, 2021
A. Total Assets	22,460.89	22,461.39	22,618.00
Liabilities			
Financial liabilities			
(a) Trade payables	8.06	7.43	19.96
(b) Borrowings (other than debt securities)	-	-	484.83
(c) Other financial liabilities	73.32	62.97	48.70
Non-financial liabilities			
(a) Provisions	11.64	11.51	12.19
(b) Other non-financial liabilities	0.40	0.40	8.32
B. Total Liabilities	93.42	82.31	574.00
C. Instruments in the nature of equity	22,044.00	22,044.00	22,044.00
D. Loss transferred under the Scheme	176.53	164.92	-
E. New equity share capital issued as a consideration	0.00	0.00	-
Capital reserve created from above (A-B-C+D-E)	500.00	500.00	0.00

Pursuant to the Composite Scheme of Arrangement and upon the Scheme coming into effect -

- The Company had issued 100 equity shares of Rs. 10 each on April 27, 2022 to Edelweiss Financial Services Limited, being equity shareholder of EGWML, as a consideration for transfer of Wealth Management Business Undertaking to the Company.
- 17,555,986 equity shares of Rs. 10 each held by EGWML in the Company had been extinguished and cancelled on April 26, 2022.
- The Company had on April 27, 2022 issued 22,044,000 CCDs of Rs. 1,000 each to PAGAC Ecstasy Pte Limited in lieu of 22,044,000 CCDs of Rs. 1,000 held by PAGAC Ecstasy Pte Limited in EGWML.

Following table shows movement on account of cancellation equity share capital and investments:

Particulars	Amount
A. Cancellation of investments in the Company held by EGWML	21,576.52
B. Equity share capital to be cancelled	175.56
C. Securities premium to be cancelled on account of cancellation of above equity shares	5,800.57
Retained earnings to be debited (A-B-C)	15,600.39

58. Scheme of arrangement

The Board of Directors of the Company at its meeting held on May 13, 2022, had approved the Scheme of arrangement between Edelweiss Financial Services Limited ('EFSL') and Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) ('NWML') and their respective shareholders and creditors, under section 230 to 232 read with applicable provisions of the Companies Act, 2013, which inter-alia envisaged demerger of Wealth Management Business Undertaking (including Merchant banking business) of EFSL into the Company ('Demerged Undertaking' as defined in the Scheme).

The National Company Law Tribunal Bench at Mumbai (Tribunal) has approved the aforementioned Scheme vide its order dated April 27, 2023 under the applicable provisions of the Companies Act, 2013. Certified copy of the said order of the Tribunal was received by the Company on May 12, 2023 and filed with the Registrar of Companies on May 18, 2023. Accordingly, Effective date of the scheme is May 18, 2023.

Notes to the consolidated financial statements (Contd.) for the year ended March 31, 2024

(Currency: Indian rupees in million)

As per the Scheme, EFSL transferred assets and liabilities of Demerged Undertaking to the Company and Company recognised all assets and liabilities of Demerged Undertaking using acquisition method.

Assets and Liabilities of Demerged Undertaking as on Effective date:

Particulars	As at May 18, 2023
Assets	
Financial assets	
(a) Cash and cash equivalents	20.00
(b) Trade Receivables	73.38
(c) Investments	105.13
(d) Other financial assets	264.92
Non-financial assets	
(a) Property, plant and equipment	0.80
(b) Other non- financial assets	225.37
Total Assets - (A)	689.60
Liabilities	
Financial liabilities	
(a) Trade payables	35.64
(b) Other financial liabilities	353.10
Non-financial liabilities	
(a) Provisions	14.19
(b) Other non-financial liabilities	161.54
Total Liabilities - (B)	564.47
New equity shares issued as a consideration (including securities premium) - (C)	125.13
Advance consideration given - (D)	467.48
Balance debited to Capital reserve (A-B-C-D)	(467.48)

Pursuant to the Scheme of Arrangement -

- (i) 10,512,660 equity shares of Rs. 10 each held by EFSL in the Company had been extinguished and cancelled on June 09, 2023
- (ii) The Company had issued 10,528,746 equity shares of Rs. 10 each to the equity shareholders of EFSL as on the record date, as a consideration for transfer of Demerged undertaking to the Company. The record date for determining the eligibility of the shareholders of EFSL for allotting shares of the Company was June 2, 2023.
- (iii) As on the Effective date, the Company has adjusted debit balance in the retained earnings against the capital reserve and securities premium account as per below table:

Particulars	Amount
Debit balance in the retained earnings of the Company as on the Effective date	12,353.58
Adjusted against -	
i. Credit balance in the capital reserve of the Company as on the Effective date	32.52
ii. Credit balance in the Securities premium of the Company as on the Effective date	12,321.06

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

- (iv) As a result of above scheme of arrangement, following is the net adjustment in the respective reserves -

Particulars	Amount
Debited to capital reserves	500.00
Debited to Securities premium	12,321.06
Credited to retained earnings	12,353.58

- 59.** Subsequently after the effective date of the Scheme of arrangement, the Company received requisite registration from SEBI and complied with conditions of SEBI by June 30, 2023. Consequently, the Company has accounted for the said Demerged Undertaking in its books of accounts in accordance with the Scheme; arrangement between EFSL, the Company and its shareholders to implement the scheme, and the provisions of IND AS as follows:
- (i) Profit after tax of Demerged Undertaking from March 26, 2021 till May 18, 2023 amounting to Rs. 364.33 million has been accounted as Net income pertaining to Demerged Undertaking and the same is not taxable in the hands of the Company.
- (ii) the business of the Demerged Undertaking was carried on by EFSL in trust for the Company from May 19, 2023 to June 30, 2023 and accordingly, the Profit before tax of the Demerged Undertaking amounting to Rs. 78.47 million from May 19, 2023 to June 30, 2023 has been accounted as Net income pertaining to Demerged Undertaking.
- 60.** Nuvama Clearing Services Limited ('NCSL'), a subsidiary of Nuvama Wealth Management Limited ('NWML') is registered as a clearing member with NSE Clearing Limited ("NCL") and provides clearing services to various trading members/custodial participant in derivatives segment. NCSL client namely Anugrah Stock & Broking Private Limited ("Anugrah"), a trading member, defaulted in its obligation to maintain required margin with NCSL as prescribed under SEBI Circular No.: MRD/DoP/SE/Cir-07/2005 dated February 23, 2005 on Comprehensive Risk Management Framework and guidelines/regulations of Clearing Corporation, resulting in margin shortfalls between January 2020 to June 2020. To make good such shortfall NCSL liquidated the available collateral securities which were received from Anugrah's demat account amounting Rs. 4,603.20 million during the aforesaid period. In July 2020, Anugrah transferred its clearing account from NCSL to a different professional clearing member. As a part of said transfer, Anugrah had given confirmation to NCSL that there are no dues and no client complaints against Anugrah on July 13, 2020. NCL, subsequently on September 19, 2020, while inspecting the above matter, noted that liquidation of securities by NCSL was not in compliance with the relevant NCL rules as NCSL failed to perform adequate due diligence of the collaterals of the end clients for ensuring that collaterals were liquidated only in respect of those with a margin shortfall as against liquidation of overall collaterals placed by Anugrah. Consequently, Membership and Core Settlement Guarantee Fund Committee ("MCSGFC") of NCL passed an order on October 20, 2020, against NCSL for its failure to adhere to the NCL instructions which resulted in a violation of securities laws and directed NCSL to reinstate the securities of the end clients of Anugrah which were wrongly liquidated. Thereafter, NCSL filed an appeal against the above order with Securities Appellate Tribunal ("SAT") on October 28, 2020 on the grounds, inter-alia, that end client level debit obligations were only available with the trading members and NCSL had no basis to assess the liability of end client and was able to secure a stay on the matter on November 5, 2020. Further, the collateral posted by a trading member (Anugrah) comes from the demat account of the trading member (Anugrah) and not from the end clients of the trading member (Anugrah). However, on December 15, 2023, SAT passed an order dismissing the appeal of NCSL and upheld the NCL's order for reinstatement of securities. On December 22, 2023, NCSL filed an appeal before the Hon'ble Supreme Court of India ('Supreme Court'), inter-alia, seeking a stay against the impugned order of the SAT, which is currently pending hearing for admission.

Based on its assessment and legal opinion obtained, NCSL is confident that it is in compliance with applicable laws and regulations in this regard and therefore of the favourable outcome at the Supreme Court. Accordingly, NCSL believes that no adjustment in respect of the above matter is required to be made in the consolidated financial statement for the year ended March 31, 2024.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

- 61.** V-Rise Securities Private Limited ('VRise'), a trading member and client of NCSL, defaulted in its obligation to maintain required margin with NCSL as prescribed under SEBI Circular No.: MRD/DoP/SE/Cir-07/2005 dated February 23, 2005 on Comprehensive Risk Management Framework and guidelines/regulations of Clearing Corporation, resulting in margin shortfalls between November 2019 to January 2020. To make good such shortfall NCSL liquidated the available collateral securities amounting Rs. 222.67 million during the aforesaid period. NCL, subsequently on January 8, 2020, while inspecting the above matter, noted that liquidation of securities by NCSL was not in compliance with its instructions and NCSL failed to perform adequate due diligence of the collaterals of the end clients for ensuring that collaterals were liquidated only in respect of those with a margin shortfall as against liquidation of overall collaterals placed by Vrise. Consequently, Membership and Core Settlement Guarantee Fund Committee ("MCSGFC") of NCL passed an order on February 13, 2020, against NCSL for its failure to adhere to the NCL instructions which resulted in a violation of securities laws and directed NCSL to reinstate the securities of the end clients of Vrise which were wrongly liquidated. Thereafter, NCSL filed an appeal against the above order with Securities Appellate Tribunal ("SAT") on February 17, 2020 and was able to secure a stay on the matter on February 26, 2020. However, on December 15, 2023, SAT passed an order dismissing the appeal of NCSL and upheld the NCL's order for reinstatement of securities. On February 12, 2024, NCSL filed an appeal before the Hon'ble Supreme Court of India ('Supreme Court'), inter-alia, seeking a stay against the impugned order of the SAT, which is currently pending hearing for admission.

Based on its assessment and legal advice obtained, NCSL is confident that it is in compliance with applicable laws and regulations in this regard and therefore of the favourable outcome at the Supreme Court. Accordingly, NCSL believes that no adjustment in respect of the above matter is required to be made in the consolidated financial statement for the year ended March 31, 2024.

- 62.** On a complaint made by certain end-clients of Anugrah Stock and Broking Private Limited ("Anugrah"), the Economic Offence Wing ("EOW") registered first information report against Anugrah and its affiliates/promoters for defrauding customers under Ponzi scheme. Although NCSL is not an accused in that matter, EOW passed a direction marking a debit lien on NCSL's clearing account to the tune of Rs. 4,603.20 million. NCSL challenged this direction before the 47th Additional Chief Metropolitan Magistrate's Court at Esplanade, Mumbai and Court temporarily lifted the lien on NCSL's Clearing Account by passing a stay order. NCSL has since provided undertaking to keep sufficient assets amounting to Rs. 4,603.20 million unencumbered. Due to business exigencies, NCSL filed a miscellaneous application in the Sessions Court inter alia to permit NCSL to substitute securities given in the undertaking. The Hon'ble Court allowed the Application for substituting the securities. The Misc. Application filed by NCSL before 47th Additional Chief Metropolitan Magistrate's Court at Esplanade, Mumbai has now been transferred to the City Civil & Sessions Court under M.P.I.D. Act. The matter is under hearing stage.

Further, various FIR/Complaints have been filed before EOW at Mumbai/Amravati/Hyderabad /Cyberabad by various end clients of Anugrah against Anugrah and its associates. NCSL has been made party to the same. The investigations are under process and NCSL is providing relevant documents/ clarifications to the investigating authorities as and when called for. Various Arbitration/Writ Petitions have been filed before the Hon'ble Bombay High Court ("Hon'ble Court") by various end clients of Anugrah against Anugrah and its associates. NCSL has been made party to the same. Some of the Writ Petitions have been tagged together and common orders have been passed to be heard together. Some of the matters has been listed for further hearing.

NCSL believes that it has acted in accordance with the agreement entered with the trading member i.e. Anugrah and in accordance with applicable laws and regulations. Accordingly, there is no adjustment required in the consolidated financial statement for the year ended March 31, 2024.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

63. Other statutory information

- (i) The Group does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- (ii) The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iii) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (iv) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) 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
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (v) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) 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
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- (vi) The Group does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

64. The Company has created pledge on the shares of Nuvama Wealth Finance Limited (NWFL) (formerly Edelweiss Finance & Investments Limited).

- A) 1,903,114 (Previous year: 1,903,114) equity shares have been pledged for intraday facility taken by Nuvama Clearing Services Ltd (formerly known as Edelweiss Custodial services Ltd) in favour of ICICI bank.
- B) 4,638,000 (Previous year: 4,638,000) equity shares towards non-convertible debentures issued by Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited) in favour of Catalyst Trusteeship Limited.
- C) 2,547,000 (Previous year: 2,547,000) equity shares have been pledged in favour of Beacon Trusteeship Limited towards non-convertible debentures issued by Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited).

65. Transactions with struck off companies

As at March 31, 2024

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding	Relationship
Unicon Insurance Advisors Pvt Ltd	Commission & Brokerage Exps	-	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

As at March 31, 2023

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding	Relationship
Arihant Capital Markets Ltd	Commission & Brokerage Exps	-	-
Br Wealth Advisors Private Limited	Commission & Brokerage Exps	-	-
Mayur Share Broking Private Limited	Margin Received	0.01	-
Moneyflow Securities Pvt. Ltd.	Clearing services	0.20	-
PCS Securities Ltd	Commission & Brokerage Exps	-	-
Quantum Securities Pvt Ltd	Commission & Brokerage Exps	-	-
Sowing Bean (India) Private Limited	Commission & Brokerage Exps	-	-
Redington India Limited	Commission Income	0.22	-
Orion Richiz Stock Broking Private Limited	Broking	-	-
Lalji Financial Advisors Private Limited	Broking	-	-
Arpit Fincap Private Limited	Broking	-	-
Sagar Associates Private Limited	Broking	-	-
Verb Consultants Private Limited	Broking	-	-
Om Sai Associates Private Limited	Broking	-	-
Shashwat Wealth Creators Private Limited	Broking	-	-
Arham Securities Private Limited	Broking	-	-
Neelam Private Limited	Broking	-	-
Bharati Private Limited	Broking	-	-
Indu Private Limited	Broking	2.79	-
Prem Kumar Private Limited	Broking	-	-
Tigerlily Capital Advisors Private Limited	Broking	-	-

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

66. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary or Associates or Joint ventures

As at March 31, 2024

Name of the Entity	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income (OCI)		Share in Total Comprehensive Income (TCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	
Parent								
Nuvama Wealth Management Limited (Formerly Edelweiss Securities Limited)	59.74%	17,316.92	15.70%	980.92	112.38%	(79.80)	14.59%	90.12
Subsidiaries								
Indian								
Nuvama Clearing Services Limited (Formerly Edelweiss Custodial Services Limited)	22.03%	6,385.96	40.28%	2,516.81	0.80%	(0.57)	40.73%	2,516.24
Nuvama Wealth Finance Limited (Formerly Edelweiss Finance & Investments Limited)	29.51%	8,555.76	13.91%	869.42	(0.82%)	0.58	14.08%	870.00
Nuvama Asset Management Limited (Formerly ESL Securities Limited)	0.84%	244.26	(0.20%)	(12.27)	(0.44%)	0.31	(0.19%)	(11.96)
Nuvama Wealth and Investment Limited (Formerly Edelweiss Broking Limited)	29.72%	8,616.27	28.44%	1,776.99	(1.76%)	1.25	28.79%	1,778.24
Nuvama Capital Services (IFSC) Limited (Formerly Edelweiss Securities (IFSC) Limited)	0.44%	127.03	(0.03%)	(2.17)	(2.37%)	1.68	(0.01%)	(0.49)
Pickright Technologies Private Limited	0.54%	156.99	(0.29%)	(18.41)	(0.13%)	0.09	(0.30%)	(18.32)
Foreign								
Nuvama Financial Services Inc (Formerly Edelweiss Financial Services Inc)	0.62%	178.82	(0.35%)	(21.72)	(3.73%)	2.65	(0.31%)	(19.07)
Nuvama Financial Services (UK) Limited (Formerly Edelweiss Financial Services (UK) Limited)	0.14%	40.00	0.06%	3.80	(2.17%)	1.54	0.09%	5.34
Nuvama Investment Advisors (Hongkong) Private Limited (Formerly Edelweiss Securities (Hong Kong) Private Limited)	0.24%	69.28	0.06%	3.89	(1.38%)	0.98	0.08%	4.87
Nuvama Investment Advisors Private Limited (Formerly Edelweiss Investment Advisors Private Limited)	0.44%	127.47	0.21%	13.37	(10.3%)	0.73	0.23%	14.10
Nuvama Investment Advisors LLC (Formerly EAAA LLC)	0.02%	6.51	0.15%	9.12	(0.01%)	0.01	0.15%	9.13
Associate (Investments as per the equity method)								
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	-	-	0.52%	32.53	0.52%	(0.37)	0.52%	32.16
Joint venture (Investments as per the equity method)								
Nuvama and Cushman & Wakefield Management Private Limited	-	-	(0.18%)	(11.08)	0.00%	-	(0.18%)	(11.08)
Non-Controlling Interests								
Adjustments arising out of consolidation	0.14%	40.81	(0.60%)	(37.32)	(0.03%)	0.02	(0.60%)	(37.30)
	(44.42%)	(12,877.46)	2.31%	144.54	0.15%	(0.11)	2.34%	144.43
Total	100.00%	28,988.62	100.00%	6,248.42	100.00%	(71.01)	100.00%	6,177.41

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

As at March 31, 2023

Name of the Entity	Net Assets i.e. Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income (OCI)		Share in Total Comprehensive Income (TCI)	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated OCI	Amount	As % of consolidated TCI	
Parent								
Nuvama Wealth Management Limited (Formerly Edelweiss Securities Limited)	72.01%	16,265.37	2.06%	62.99	(7.32%)	(2.28)	1.97%	60.71
Subsidiaries								
Indian								
Nuvama Clearing Services Limited (Formerly Edelweiss Custodial Services Limited)	17.12%	3,867.36	32.08%	978.61	(3.15%)	(0.98)	31.72%	977.63
Nuvama Wealth Finance Limited (Formerly Edelweiss Finance & Investments Limited)	34.00%	7,680.20	23.52%	717.58	(15.58%)	(4.85)	23.13%	712.73
Nuvama Asset Management Limited (Formerly ESL Securities Limited)	0.63%	143.04	(0.56%)	(17.07)	0.64%	0.20	(0.55%)	(16.87)
Nuvama Wealth and Investment Limited (Formerly Edelweiss Broking Limited)	30.04%	6,785.04	46.63%	1,422.39	(23.87%)	(7.43)	45.91%	1,414.96
Nuvama Capital Services (IFSC) Limited (formerly Edelweiss Securities (IFSC) Limited)	0.54%	121.27	(0.58%)	(17.56)	30.62%	9.53	(0.26%)	(8.03)
Pickright Technologies Private Limited	0.78%	175.31	(0.03%)	(0.84)	(0.03%)	(0.01)	(0.03%)	(0.85)
Foreign								
Nuvama Financial Services Inc (Formerly Edelweiss Financial Services Inc)	0.88%	197.89	(0.24%)	(7.36)	50.63%	15.76	0.27%	8.40
Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	0.15%	34.66	0.08%	2.53	3.86%	1.20	0.12%	3.73
Nuvama Investment Advisors (Hongkong) Private Limited (formerly Edelweiss Securities (Hong Kong) Private Limited)	0.29%	64.40	0.16%	4.90	15.23%	4.74	0.31%	9.64
Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	0.51%	114.99	0.31%	9.54	47.84%	14.89	0.79%	24.43
Associate (Investments as per the equity method)								
Nuvama Custodial Services Limited (Formerly Edelweiss Capital Services Limited)	0.00%	-	0.31%	9.53	0.00%	-	0.31%	9.53
Non-Controlling Interests	0.20%	45.58	(0.00%)	(0.22)	(0.01%)	(0.00)	(0.01%)	(0.22)
Adjustments arising out of consolidation	(57.14%)	(12,907.12)	(3.75%)	(14.33)	1.16%	0.36	(3.70%)	(113.97)
Total	100.00%	22,587.99	100.00%	3,050.69	100.00%	31.13	100.00%	3,081.82

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

67. Information as required pursuant to Regulation 52 (4) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Particulars	As at March 31, 2024	As at March 31, 2023
1. Debt-equity Ratio (Refer note 1 below)	2.33	2.40
2. Net worth (Rs.in Million) (Refer note 2 below)	28,988.62	22,587.99
3. Debt service coverage ratio (Refer note 3 below)	0.19	0.14
4. Interest Service Coverage Ratio (Refer note 4 below)	2.34	2.06
5. Outstanding redeemable preference shares (no. of shares)	-	9,218,000
6. Outstanding redeemable preference shares (including dividend accrued but not due) (Rs.in Million) (Face Value of Rs. 10/- each)	-	151.75
7. Capital redemption reserve (Rs.in Million)	209.62	117.44
8. Debenture redemption reserve (Rs.in Million)	132.93	207.83
9. Net profit after tax (Rs.in Million)	6,248.42	3,050.69
10. Earnings per share (Rs.) (Face Value of Rs.10/- each)		
- Basic	177.97	92.07
- Diluted	174.14	92.07
11. Total debt to Total assets (Refer Note 5 below)	0.33	0.43
12. Net profit margin (%) (Refer Note 6 below)	19.79%	13.68%

Note:

- Debt-equity Ratio = Total debt [Debt securities + Borrowings (other than debt securities) + Subordinated liabilities] / Net worth
- Net worth = Equity share capital + Other equity + Non controlling interests
- Debt Service Coverage Ratio = (Profit before tax and Finance cost excluding IND AS 116 impact) / (Finance cost excluding IND AS 116 impact + Total Debt)
- Interest Service Coverage Ratio = (Profit before tax and Finance cost excluding IND AS 116 impact) / (Finance cost excluding IND AS 116 impact)
- Total debt to Total assets = Total debt / Total assets
- Net profit margin = Net profit for the year / Total income
- Current ratio, Long term debt to working capital, Bad Debts to account receivables ratio, Current liability ratio, Debtors turnover, Inventory turnover and Operating margin (%) are not applicable owing to the business model of the Group.

68. The Group has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Group has reviewed and ensured that adequate provision as required under any law/ accounting standards for material foreseeable losses on such long term contracts (including derivative contracts) has been made in the books of accounts.

69. The Group has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there are no instance of audit trail feature being tampered with.

Notes to the consolidated financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

- 70.** The Group has complied with the Rule 3 of Companies (Accounts) Rules, 2014 amended on August 05, 2022 relating to maintenance of electronic books of account and other relevant books and papers. The Group's books of accounts and relevant books and papers are accessible in India at all times and backup of accounts and other relevant books and papers are maintained in electronic mode within India and kept in servers physically located in India on daily basis.
- 71.** There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as at March 31, 2024 and as at March 31, 2023.

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

As per our report of even date attached.

For S. R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan

Partner

Membership No: 102102

For and on behalf of the Board of Directors

Ashish Kehair

Managing Director & CEO

DIN : 07789972

Shiv Sehgal

Executive Director

DIN : 07112524

Aswin Vikram

Non-Executive Director

DIN : 08895013

Mihir Nanavati

Chief Financial officer

Sneha Patwardhan

Company Secretary

Mumbai, May 10, 2024

Mumbai, May 10, 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

(Currency: Indian rupees in millions)

Name of the Subsidiary Company	Nuvama Wealth Finance Limited	Nuvama Wealth Investment Limited	Nuvama Clearing Services Limited	Nuvama Capital Services (IFSC) Limited	Nuvama Financial Services Inc.	Nuvama Financial Services (UK) Limited	Nuvama Investment Advisors (Hong Kong) Private Limited	Nuvama Investment Advisors Private Limited	Nuvama Investment Advisors LLC	Pickright Technologies Limited	Nuvama Asset Management Limited
	Indian Rupees	Indian Rupees	Indian Rupees	Indian Rupees	US Dollar	British Pound	US Dollar	Singapore Dollar	US Dollar	Indian Rupees	Indian Rupees
Exchange rate as on 31 March 2024	-	-	-	-	83.4050	105.2113	83.4050	61.7390	83.4050	-	-
Paid-up equity share capital	114.59	4,304.54	62.68	195.24	80.26	26.23	119.51	84.45	74.51	5.18	459.60
Paid-up preference Share capital	-	-	-	-	-	-	-	-	-	-	-
Reserves of the subsidiary	8,441.17	4,311.73	6,323.28	(68.21)	98.56	13.77	(50.23)	43.02	(68.01)	151.81	(215.34)
Total assets	42,685.73	58,798.21	1,10,997.60	139.01	191.09	58.85	103.36	188.11	21.09	165.89	639.98
Total liabilities	34,129.97	50,181.94	1,04,611.64	11.98	12.27	18.85	34.08	60.64	14.59	8.90	395.72
Investments	984.92	-	110.73	-	-	-	-	-	0.00	-	178.63
Total turnover / Income	5,470.15	14,823.62	5,517.05	14.25	183.13	68.14	75.44	214.24	31.61	19.66	807.67
Profit/(Loss) before taxation	1,155.49	2,384.34	3,354.73	(2.17)	(9.89)	4.77	4.06	15.03	11.28	(18.67)	(12.27)
Provision for taxation (including deferred tax)	286.07	607.35	837.92	-	11.83	0.97	0.17	1.66	2.17	(0.26)	-
Profit/(Loss) after taxation	869.42	1,776.99	2,516.81	(2.17)	(21.72)	3.80	3.89	13.37	9.11	(18.41)	(12.27)
Proposed dividend	-	-	-	-	-	-	-	-	-	-	-
% of shareholding	100%	100%	100%	100%	100%	100%	100%	100%	100%	74%	100%

Note :

- 1) Turnover includes Revenue from operations and Other income.
- 2) No subsidiary was liquidated or sold during the year.
- 3) Nuvama Wealth Management Limited had acquired 100% stake in Nuvama Investment Advisors LLC w.e.f September 06, 2023.

Part “B”: Associates and Joint ventures

(Currency: Indian rupees in millions)

Name of the Company	Nuvama and Cushman & Wakefield Management Private Limited	Nuvama Custodial Services Limited
Latest audited Balance Sheet Date	March 31, 2024	March 31, 2024
No. of equity shares by the company on the year end	14,25,000	2,69,50,000
Amount of Investment in Associates and Joint venture	14.25	269.50
Extent of Holding %	50%	49%
Description of how there is significant influence	Joint Venture	Associate
Reason why the associate / joint venture is not consolidated	No control	No control
Networth attributable to Shareholding as per latest audited Balance Sheet	3.18	313.92
Profit / (Loss) for the year:		
(i) Considered in Consolidation	(11.08)	32.53
(ii) Not Considered in Consolidation	-	-

Note:

- 1) No Associate or Joint venture was liquidated or sold during the year.
- 2) Profit/(loss) figures do not include other comprehensive income.
- 3) The Group has 50% interest in Nuvama and Cushman & Wakefield Management Private Limited, a joint venture company w.e.f. September 04, 2023.

For and on behalf of the Board of Directors

Ashish Kehair
Managing Director & CEO
DIN: 07789972

Shiv Sehgal
Executive Director
DIN: 07112524

Aswin Vikram
Non-Executive Director
DIN : 08895013

Mumbai, May 10, 2024

Mihir Nanavati
Chief Financial Officer

Sneha Patwardhan
Company Secretary

Independent Auditor's Report

To the Members of Nuvama Wealth Management Limited (formerly Edelweiss Securities Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Nuvama Wealth Management Limited (formerly Edelweiss Securities Limited) ("the Company"), which comprise the Balance sheet as at March 31, 2024, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section

of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2024. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

Key audit matters	How our audit addressed the key audit matter
Impairment of investments in subsidiary companies (as described in Note 1.6, 1.24 and 2.4 of the standalone financial statements)	
The Company has investments in various subsidiaries aggregating to Rs. 12,933.95 million which are not listed or quoted. These investments are valued at cost and are required to be assessed for impairment as per the requirements of Ind AS 36, when indicators of impairment are observed.	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> We considered management's assessment of impairment from the management experts wherever considered necessary and assessed whether any impairment indicators existed for investment in individual subsidiaries.

Key audit matters	How our audit addressed the key audit matter
<p>In carrying out such impairment assessment, a significant judgement of the management is involved in estimating the investee company's value in use. Estimation of the value in use requires the management to apply assumptions with respect to the growth rates for future cash flow projections of the investee company and discount rates for determining present value of such cash flows.</p> <p>In view of the high degree of management's judgement involved in estimation of the value in use of investments in unlisted subsidiaries and the inherent uncertainty relating to the assumptions supporting such estimates, we considered this area as a key audit matter.</p>	<ul style="list-style-type: none"> • We traced the net-worth of the individual subsidiaries to their audited financial statements to assess whether any impairment indicators were present. • We assessed information used to determine the key assumptions, including growth rates and discount rates. • We assessed the disclosures relating to investments in subsidiaries included in the standalone financial statements in accordance with the requirements of Ind AS.
<p>IT Systems and Controls</p>	
<p>The financial accounting and reporting systems of the Company are highly dependent on IT systems and IT controls as they process significant volume of transactions.</p> <p>Automated application controls and IT environment controls, which include IT governance, general IT controls over program development and changes, access to programs and data and IT operations, are required for reliable financial reporting.</p> <p>Therefore, due to the pervasive nature and complexity of the IT environment, the assessment of the general IT controls and certain automated controls specific to the accounting and preparation of the financial information is considered to be a key audit matter.</p>	<p>Our audit procedures, with involvement of IT specialist, included the following:</p> <ul style="list-style-type: none"> • Tested the design and operating effectiveness of the Company's IT access controls over the information systems that are important to financial reporting and various interfaces, configuration and other identified application controls. • Tested IT general controls (logical access, changes management and aspects of IT operational controls). This included testing requests for access to systems were reviewed and authorized. • Tested the Company's periodic review of access rights. Also tested requests of changes to systems for approval and authorization. • In addition to the above, tested the design and operating effectiveness of certain automated controls specific to the accounting and preparation of the financial information. • Tested the design and operating effectiveness of compensating controls in case deficiencies were identified.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

Responsibilities of Management for the Standalone Financial Statements

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

Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements 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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of the 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 these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid

/ provided by the Company to its directors 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:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 2.37 to the standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
 - iv.
 - a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the note 2.59 (iv) to the standalone 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 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, other than as disclosed in the note 2.59 (v) to the standalone financial statements, no funds have been received by the Company from any person(s)

- or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. No dividend has been declared or paid during the year by the Company;
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account 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 (refer Note 2.51(b) to the financial statements). Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per **Shrawan Jalan**

Partner

Membership Number: 102102

UDIN: 24102102BKBZY4217

Place of Signature: Mumbai

Date: May 10, 2024

Annexure 1 referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date

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.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a regular programme of physical verification of its property, plant and equipment and are verified by the management according to a phased programme designed to cover all the items over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. All Property, Plant and Equipment were physically verified by the management in the previous year in accordance with a planned programme of verifying them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets.
- (c) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (iii) (a) During the year the Company has provided loans, advances in the nature of loans, stood guarantee and provided security to companies and other parties as follows:

	(Rs. in million)			
	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted/ provided during the year	12,950.00	-	-	-
- Subsidiaries	11,950.00	-	-	-
- Joint Ventures	-	-	-	-
- Associates	1,000.00	-	-	-
- Others	-	-	-	-
Balance outstanding as at balance sheet date in respect of above cases				
- Subsidiaries	27,446.50	13,659.44*	-	-
- Joint Ventures	-	-	-	-
- Associates	-	-	-	-
- Others	-	-	-	-

*Fair market value – Rs. 13,659.44 million, Carrying value– Rs. 5,037.00 million

- (b) During the year, the investments made, guarantees provided, the terms and conditions of the grant of all loans and guarantees to companies and other parties are not prejudicial to the Company's interest.
- (c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.
- (d) The Company has not granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.
- (e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.
- (f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.
- (iv) The Company has not advanced loans to directors / to a Company in which the director is interested to which provisions of section 185 of the Companies Act 2013 apply and hence not commented upon. The Company has made investments/ given loans /guarantees/ provided security which is in compliance to the provisions of section 186 of the Companies Act 2013.
- (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, 2013 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.
- (vi) The Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- As informed, the provisions of sales tax, wealth tax, value added tax, excise duty and customs duty are currently not applicable to the Company.
- (vii) (b) The dues of income-tax, sales-tax, goods and service tax, custom duty, excise duty, value added tax, stamp duty and cess on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (Rs. In Mn)	Period to which the amount relates	Forum where the dispute is pending
The Bombay Stamp Act, 1958	Stamp Duty	23.27	FY 2004-05 to FY 2006-07	Maharashtra State Government
Finance Act, 1994	Service Tax	361.30*	FY 2013 to FY 2014-15	Appellate Tribunal
Income tax Act ,1961	Income Tax	209.84	AY 2005-06 to AY 2008-09, AY 2010-11 to AY 2012-13	Honorable High Court
Income tax Act ,1961	Income Tax	3.23	AY 2009-10	CIT (Appeals)
Income tax Act ,1961	Income Tax	6.45#	AY 2017-18	CIT (Appeals)

*Amount paid under protest Rs. 15.8 Mn

#Amount paid under protest Rs. 1.3 Mn

As informed, the provisions of sales tax, wealth tax, value added tax, excise duty and customs duty are currently not applicable to the Company.

- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. 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 during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has complied with provisions of sections 42 and 62 of the Companies Act, 2013 in respect of the preferential allotment or private placement of shares during the year. The funds raised, have been used for the purposes for which the funds were raised.
- (xi) (a) No fraud by the Company or no 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) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group, hence, the requirement to

report on clause 3(xvi)(d) of the Order is not applicable to the Company

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

(xviii) 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 to the Company.

(xix) On the basis of the financial ratios disclosed in note 2.57 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling

due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) There are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 2.52 to the standalone financial statements.

(b) There are no unspent amounts that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 2.52 to the standalone financial statements.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per **Shrawan Jalan**

Partner

Membership Number: 102102

UDIN: 24102102BKBZY4217

Place of Signature: Mumbai

Date: May 10, 2024

Annexure 2 to the Independent Auditor's report of even date on the standalone financial statement of Nuvama Wealth Management Limited (formerly Edelweiss Securities Limited)

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 standalone financial statements of Nuvama Wealth Management Limited (formerly Edelweiss Securities 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 issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to these Standalone Financial Statements

A company's internal financial controls 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 controls 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 **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Shrawan Jalan**
Partner
Membership Number: 102102
UDIN: 24102102BKBZY4217
Place of Signature: Mumbai
Date: May 10, 2024

Standalone Balance Sheet

as at March 31, 2024

(Currency: Indian rupees in million)

Particulars	Note	As at March 31, 2024	As at March 31, 2023
ASSETS			
Financial assets			
Cash and cash equivalents	2.1	64.32	84.24
Bank balances other than cash and cash equivalents	2.2	8,219.32	3,658.21
Securities held for trading*		0.00	0.00
Trade receivables	2.3	1,601.06	588.44
Investments	2.4	13,328.77	13,193.95
Other financial assets	2.5	19,945.79	2,382.33
Total financial assets		43,159.26	19,907.17
Non-financial assets			
Current tax assets (net)	2.6	277.66	193.21
Deferred tax assets (net)	2.7	201.64	14.68
Property, plant and equipment	2.8	1,229.67	1,604.77
Intangible assets under development	2.10	-	6.93
Intangible assets	2.9	102.09	136.39
Other non-financial assets	2.11	536.26	679.14
Total non-financial assets		2,347.32	2,635.12
TOTAL ASSETS		45,506.58	22,542.29
LIABILITIES			
Financial liabilities			
Trade payables			
- total outstanding dues of micro enterprises and small enterprises		99.50	39.13
- total outstanding dues of creditors other than micro enterprises and small enterprises	2.12	18,858.53	1,653.00
Debt securities	2.13	1,545.44	3,151.99
Borrowings (other than debt securities)	2.14	4,405.26	3.26
Other financial liabilities	2.15	2,425.12	1,186.21
Total financial liabilities		27,333.85	6,033.59
Non-financial liabilities			
Current tax liabilities (net)	2.16	165.63	-
Provisions	2.17	16.14	13.57
Other non-financial liabilities	2.18	674.04	229.75
Total non-financial liabilities		855.81	243.32
TOTAL LIABILITIES		28,189.66	6,276.91
EQUITY			
Equity share capital	2.19	353.09	350.56
Other equity	2.21	16,963.83	15,914.82
TOTAL EQUITY		17,316.92	16,265.38
TOTAL LIABILITIES AND EQUITY		45,506.58	22,542.29
The accompanying notes are an integral part of the standalone financial statements	1 & 2		

* (0.00 indicates amount less than Rs. 0.01 million)

As per our report of even date attached.

For S. R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan
Partner
Membership No: 102102

Mumbai, May 10, 2024

For and on behalf of the Board of Directors

Ashish Kehair
Managing Director & CEO
DIN : 07789972

Mihir Nanavati
Chief Financial officer

Mumbai, May 10, 2024

Shiv Sehgal
Executive Director
DIN : 07112524

Sneha Patwardhan
Company Secretary

Aswin Vikram
Non-Executive Director
DIN : 08895013

Standalone Statement of Profit and Loss

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
Revenue from operations			
Fee and commission income	2.22	5,442.02	3,213.14
Interest income	2.23	656.01	175.70
Dividend income*	2.24	0.00	115.85
Net income pertaining to Demerged Undertaking	2.56	442.80	-
Total revenue from operations		6,540.83	3,504.69
Other income	2.25	1.01	437.49
Total Income		6,541.84	3,942.18
Expenses			
Net loss on fair value changes	2.26	2.90	7.22
Employee benefits expense	2.27	1,940.66	1,672.84
Finance costs	2.28	689.36	308.58
Impairment on financial instruments	2.29	78.69	71.93
Depreciation, amortisation and impairment	2.8 & 2.9	734.91	458.49
Other expenses	2.30	2,020.02	1,352.10
Total expenses		5,466.54	3,871.16
Profit before tax		1,075.30	71.02
Tax expenses (refer note 2.31)			
Current tax		252.79	95.32
Deferred tax		(158.41)	(87.28)
Profit for the year		980.92	62.98
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurement Gain/(loss) on defined benefit plans		6.80	(2.28)
Revaluation loss on building (refer note 2.8)		(113.44)	-
Income tax relating to items that will not be reclassified to profit or loss		26.84	-
Other Comprehensive Income		(79.80)	(2.28)
Total Comprehensive Income		901.12	60.70
Earnings per equity share (Face value of Rs. 10 each):			
(1) Basic (INR)		27.92	1.90
(2) Diluted (INR)	2.32	27.32	1.90
The accompanying notes are an integral part of the standalone financial statements	1 & 2		

* (0.00 indicates amount less than Rs. 0.01 million)

As per our report of even date attached.

For S. R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan

Partner

Membership No: 102102

For and on behalf of the Board of Directors

Ashish Kehair

Managing Director & CEO

DIN : 07789972

Shiv Sehgal

Executive Director

DIN : 07112524

Aswin Vikram

Non-Executive Director

DIN : 08895013

Mihir Nanavati

Chief Financial officer

Sneha Patwardhan

Company Secretary

Mumbai, May 10, 2024

Mumbai, May 10, 2024

Standalone Statement of Changes in Equity

for the year ended March 31, 2024

(Currency: Indian rupees in million)

A. Equity share capital

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Balance at the beginning of the year	350.56	171.71
Issue of shares pursuant to composite scheme of arrangement * (refer note 2.54)	-	0.00
Equity shares issued pursuant to the Scheme of arrangement (Refer note 2.55)	105.29	-
Cancellation of equity shares pursuant to Scheme of arrangement (Refer note 2.55)	(105.13)	-
Conversion of CCDs into equity shares during the year	-	178.71
Equity shares issued on exercise of employee stock options	2.37	0.14
Balance at the end of the year	353.09	350.56

* (0.00 indicates amount less than Rs. 0.01 million)

B. Other Equity

Particulars	Reserves & Surplus						Share Application Money Pending Allotment	Total		
	Capital Reserve	Capital Redemption Reserve	Securities Premium Reserve	General reserve	Revaluation reserve	Deemed capital contribution – ESOP			ESOP Reserve	Retained earnings
Balance as at April 1, 2022	500.00	2.70	4,923.02	109.41	324.12	138.30	105.79	(12,796.70)	-	(6,693.36)
Profit for the year	-	-	-	-	-	-	-	62.98	-	62.98
Other comprehensive income for the year	-	-	-	-	-	-	-	(2.28)	-	(2.28)
Total Comprehensive Income for the year	-	-	-	-	-	-	-	60.70	-	60.70
ESOP issued during the year	-	-	-	-	-	-	233.12	-	-	233.12
Adjustment of share based payments on lapses /cancellation	-	-	-	-	-	-	-	34.07	-	34.07
Transfer from revaluation reserve	-	-	-	-	(18.83)	-	-	18.83	-	-
Conversion of CCDs into equity shares during the year	-	-	22,261.16	-	-	-	-	-	-	22,261.16
Securities Premium on exercise of ESOP	-	-	18.11	-	-	-	-	-	-	18.11
Transfer from ESOP reserve on exercise of ESOP	-	-	4.27	-	-	-	-	(4.27)	-	-
Share application money received	-	-	-	-	-	-	-	-	1.02	1.02
Balance as at March 31, 2023	500.00	2.70	27,206.56	109.41	305.29	138.30	334.64	(12,683.10)	1.02	15,914.82

Standalone Statement of Change in Equity (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	Reserves & Surplus					Share Application Money Pending Allotment	Total			
	Capital Reserve	Capital Redemption Reserve	Securities Premium Reserve	General Reserve	Revaluation reserve			Deemed capital contribution - ESOP	ESOP Reserve	Retained earnings
Profit for the year	-	-	-	-	-	-	-	980.92	-	980.92
Other comprehensive income - revaluation of assets	-	-	-	-	(84.89)	-	-	-	-	(84.89)
Other comprehensive income for the year - defined benefits plan - gratuity	-	-	-	-	-	-	-	5.09	-	5.09
Total Comprehensive Income for the year	-	-	-	-	(84.89)	-	-	986.01	-	901.12
ESOP issued during the year	-	-	-	-	-	-	245.26	-	-	245.26
Transfer from revaluation reserve	-	-	-	-	(17.11)	-	-	17.11	-	-
Adjustment of share based payments on lapses /cancellation	-	-	-	-	-	-	-	42.25	-	42.25
Transfer from deemed capital contribution - ESOP	-	-	-	-	-	(138.30)	-	138.30	-	-
Premium on equity shares issued pursuant to Scheme of arrangement (refer note 2.55)	-	-	19.84	-	-	-	-	-	-	19.84
Adjusted towards debit balance of retained earnings pursuant to Scheme of arrangement (refer note 2.55)	(32.52)	-	(12,321.06)	-	-	-	-	12,353.58	-	-
Premium received on issue of equity shares	-	-	304.39	-	-	-	-	-	-	304.39
Transfer from ESOP reserve on exercise of ESOPs	-	-	60.67	-	-	-	(60.67)	-	-	-
Net amount debited pursuant to recognition of assets and liabilities of demerged undertaking as per Scheme of arrangement (refer note 2.55)	(467.48)	-	-	-	-	-	-	-	-	(467.48)
Equity shares issued on exercise of employee stock options	-	-	-	-	-	-	-	-	(1.02)	(1.02)
Share application money received	-	-	-	-	-	-	-	-	4.65	4.65
Balance as at March 31, 2024	-	2.70	15,270.40	109.41	203.29	-	519.23	854.15	4.65	16,963.83

As per our report of even date attached.

For S. R. Batilboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan
Partner
Membership No: 102102

Mumbai, May 10, 2024

For and on behalf of the Board of Directors

Ashish Kehair
Managing Director & CEO
DIN : 07789972

Mihir Nanavati
Chief Financial officer

Mumbai, May 10, 2024

Shiv Sehgal
Executive Director
DIN : 07112524

Sneha Patwardhan
Company Secretary

Aswin Vikram
Non-Executive Director
DIN : 08895013

Standalone Statement of Cash Flow

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
A. Cash flow from operating activities		
Profit before tax	1,075.30	71.02
Adjustment for:		
Depreciation, amortisation and impairment (refer note 4)	924.19	458.49
Provision for expected credit loss	9.86	70.85
Impairment in value of investment	68.21	-
(Profit)/Loss on sale of property, plant and equipment	1.47	(1.30)
Dividend income	-	(115.85)
Expense on employee stock option plans	116.95	116.13
Interest expense	631.48	276.22
Fair value (gain)/loss on financial instruments (net)	(5.44)	0.57
Interest expense on lease liabilities (refer note 5)	57.88	32.36
Operating cash flow before working capital changes	2,879.90	908.49
(Less) / Add : Adjustments for working capital changes		
(Increase) / decrease in trade receivables	(949.10)	(95.39)
(Increase) / decrease in financial & non - financial assets	(22,134.92)	(2,369.88)
Increase / (decrease) in liabilities and provisions	18,654.88	(1,110.74)
Cash used in operations	(1,549.24)	(2,667.52)
Income taxes paid (net of refund)	(173.90)	(37.45)
Net cash used in operating activities - A	(1,723.14)	(2,704.97)
B. Cash flow from investing activities		
Purchase of property, plant, equipment and intangibles (refer note 2)	(622.24)	(621.04)
Proceeds from sale of property, plant and equipment	0.28	14.12
Purchase of investments	(197.59)	(331.10)
Dividend received	-	115.85
Net cash used in investing activities - B	(819.55)	(822.17)
C. Cash flow from financing activities		
Proceeds from issue/(redemption) of commercial papers (refer note 7)	(1,605.00)	3,124.80
Proceeds from working capital demand loan (refer note 7)	4,389.10	-
Interest paid on loans	(413.58)	(243.62)
Proceeds from issue of equity shares (refer note 3)	306.76	18.25
Proceeds from share application money	3.63	1.02
Repayment of lease liabilities	(158.14)	(36.31)
Net cash generated from financing activities - C	2,522.77	2,864.14
Net decrease in cash and cash equivalents (A+B+C)	(19.92)	(663.00)
Cash and cash equivalent as at the beginning of the year	84.24	747.24
Cash and cash equivalent as at the end of the year	64.32	84.24

Standalone Statement of Cash Flow (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Notes:

- 1 The above Cash Flow Statement has been prepared under "Indirect Method" as set out in Indian Accounting Standard - 7 "Cash Flow Statements" specified under Section 133 of Companies Act, 2013 read with Paragraph 7 of the Companies (Accounts) Rules, 2014.
- 2 Purchase of property, plant, equipment and intangibles includes movement of Intangible assets under development during the year.
- 3 Excludes Equity shares issued pursuant to Scheme of arrangement since it is non-cash in nature. Refer note 2.55 for Scheme of arrangement.
- 4 Depreciation and amortisation is gross of reimbursement received of Rs. 189.28 million for the year ended March 31, 2024. (Previous Year: Nil)
- 5 Interest expenses on lease liabilities is gross of reimbursement received of Rs. 34.98 million for the year ended March 31, 2024. (Previous Year: Nil)
- 6 The above Cash flow statement excludes assets & liabilities received pursuant to Scheme of arrangement. Refer note 2.55 for Scheme of arrangement.
- 7 Net figures have been reported on account of volume of transactions.

As per our report of even date attached.

For S. R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan

Partner

Membership No: 102102

For and on behalf of the Board of Directors

Ashish Kehair

Managing Director & CEO

DIN : 07789972

Shiv Sehgal

Executive Director

DIN : 07112524

Aswin Vikram

Non-Executive Director

DIN : 08895013

Mihir Nanavati

Chief Financial officer

Sneha Patwardhan

Company Secretary

Mumbai, May 10, 2024

Mumbai, May 10, 2024

Notes to the standalone financial statements

for the year ended March 31, 2024

(Currency: Indian rupees in million)

1.1 Company background

Nuvama Wealth Management Limited (Formerly known as Edelweiss Securities Limited) ('the Company') is a public limited company domiciled and incorporated under the provisions of the Companies Act applicable in India having Corporate Identity Number: L67110MH1993PLC344634. The Company was incorporated on August 20, 1993. PAGAC Ecstasy Pte. Limited is the holding company. On August 18, 2022, the Company changed its name from Edelweiss Securities Limited to Nuvama Wealth Management Limited ('NWML'). The equity shares of the Company are listed on National Stock Exchange of India Limited and the BSE Limited effective September 26, 2023.

The Company is a stock broking entity and is licensed with and regulated by the Securities and Exchange Board of India ('SEBI') to, among other things, conduct trading and broking activities for institutional as well as retail clients. The Company is licensed with SEBI as Research Analyst to, among other things, distribute research reports on Indian Securities to its clients. Also, the Company is registered as a Merchant Banker and Investment Adviser with SEBI. The Company is registered as a Trading cum Clearing Member with the National Stock Exchange of India Limited and the BSE Limited and is registered as a Trading Member with Metropolitan Stock Exchange of India Ltd, Multi Commodity Exchange of India Limited and National Commodity Exchange of India Limited.

Summary of Material accounting policy information

1.2 Basis of preparation of standalone financial statements

The standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time). These standalone financial statements have been approved for issue by the Board of Directors of the Company on May 10, 2024.

These standalone financial statements have been prepared on a historical cost basis, except for certain financial instruments such as derivative financial instruments and other financial assets held for trading, which have been measured at fair value.

The standalone financial statements are presented in Indian Rupees (INR) and all values are rounded off to the nearest million, except when otherwise indicated.

1.3 Presentation of standalone financial statements

The Company presents its standalone balance sheet in order of liquidity in compliance with the Division III of the Schedule III to the Companies Act, 2013. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non-current) is presented in note 2.35.

Financial assets and financial liabilities are generally reported gross in the standalone balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

1. The normal course of business
2. The event of default
3. The event of insolvency or bankruptcy of the Company and/or its counterparties

1.4 Revenue from contract with customer

Revenue is measured at transaction price i.e. the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to the customer, excluding amounts collected on behalf of third parties. The Company consider the terms of the contracts and its customary business practices to determine the transaction price. Where the consideration promised is variable, the Company excludes the estimates of variable consideration that are constrained. The Company applies the five-step approach for recognition of revenue:

- i) Identification of contract(s) with customers;
- ii) Identification of the separate performance obligations in the contract;
- iii) Determination of transaction price;
- iv) Allocation of transaction price to the separate performance obligations; and

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

- v) Recognition of revenue when (or as) each performance obligation is satisfied

The Company recognises revenue from the following sources:

- Brokerage income is recognised as per contracted rates at the point in time when transaction's performance obligation is satisfied on behalf of the customers on the trade date.
- Fee income including merchant banking and advisory fees is accounted on an accrual basis as per Ind AS 115 in accordance with the terms and contracts entered into between the Company and the counterparty and presented service transferred at point in time and over time.
- Research services fee income is accounted when there is reasonable certainty as to its receipts.
- Interest income is recognized on accrual basis.

Dividend income:

Dividend income is recognised when the 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 the dividend can be measured reliably.

1.5 Financial Instruments

Date of recognition

Financial assets and financial liabilities with exception of borrowings are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument. This includes regular way trades; purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place. The Company recognises borrowings when funds are received by the Company.

Initial measurement of financial instruments

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under Ind AS 115. Refer to the accounting policies note no 1.4.

Day 1 profit or loss

When the transaction price of the financial instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Company recognises the difference between the transaction price and fair value in net gain on fair value changes. In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in statement of profit and loss when the inputs become observable, or when the instrument is derecognised.

Classification of financial instruments

The Company classifies all of its financial assets based on the business model for managing the assets and the asset's contractual terms, measured at either:

Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The changes in carrying value of financial assets is recognised in profit and loss account.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The changes in fair value of financial assets is recognised in Other Comprehensive Income.

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

A financial asset which is not classified in any of the above categories are measured at FVTPL. The Company measures all financial assets classified as FVTPL at fair value at each reporting date. The changes in fair value of financial assets is recognised in Profit and loss account.

The Company measures financial assets that meet the following conditions at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

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

1.6 Financial assets and liabilities

Amortized cost and effective interest rate (EIR)

The effective interest rate is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

For financial instruments other than purchased or originated credit-impaired financial assets, the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition. For purchased or originated credit impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. On the other hand, the gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Financial assets held for trading

The Company classifies financial assets as held for trading when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there evidence of a recent pattern of short-term profit is taking. Held-for-trading assets and liabilities are recorded and measured in the balance sheet at fair value.

Financial assets at fair value through profit or loss

Financial assets and financial liabilities in this category are those that are not held for trading and have been either designated by management upon initial recognition or are mandatorily required

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

to be measured at fair value under Ind AS 109. Management only designates an instrument at FVTPL upon initial recognition when one of the following criteria are met. Such designation is determined on an instrument-by-instrument basis.

- The designation eliminates, or significantly reduces, the inconsistent treatment that would otherwise arise from measuring the assets or liabilities or recognizing gains or losses on them on a different basis; Or
- The liabilities are part of a group of financial liabilities, which are managed and their performance evaluated on a fair value basis, in accordance with a documented risk management or investment strategy; Or
- The liabilities containing one or more embedded derivatives, unless they do not significantly modify the cash flows that would otherwise be required by the contract, or it is clear with little or no analysis when a similar instrument is first considered that separation of the embedded derivative(s) is prohibited.

Financial assets and financial liabilities at FVTPL are recorded in the standalone balance sheet at fair value. Changes in fair value are recorded in profit and loss with the exception of movements in fair value of liabilities designated at FVTPL due to changes in the Company's own credit risk. Such changes in fair value are recorded in the own credit reserve through OCI and do not get recycled to the profit or loss. Interest earned or incurred on instruments designated at FVTPL is accrued in interest income or finance cost, respectively, using the EIR, taking into account any discount/ premium and qualifying transaction costs being an integral part of instrument. Interest earned on assets mandatorily required to be measured at FVTPL is recorded using contractual interest rate.

Investment in equity instruments

The Company subsequently measures all equity investments at fair value through profit or loss, unless the management has elected to classify irrevocably some of its strategic equity investments to be measured at FVOCI, when such instruments meet the definition of Equity under Ind AS and are not held for trading. Such classification is determined on an instrument-by-instrument basis. Investments in subsidiaries and associate companies are carried at cost.

Financial liabilities

All financial liabilities are measured at amortised cost except loan commitments, financial guarantees, and derivative financial liabilities.

Debt securities and other borrowed funds

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

Financial guarantee

Financial guarantees are contracts that require the Company to make specified payments to reimburse to holder for loss that it incurs because a specified debtor fails to make payment when it is due in accordance with the terms of a debt instrument.

Financial guarantee issued or commitments to provide a loan at below market interest rates are initially measured at fair value and the initial fair value is amortised over the life of the guarantee or the commitment. Subsequently, they are measured at higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

Financial liabilities and equity instruments

Financial instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

1.7 Reclassification of financial assets and liabilities

The Company does not reclassify its financial assets subsequent to their initial recognition, apart

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line.

1.8 Derecognition of financial instruments

Derecognition of financial asset

A financial asset (or, where applicable a part of a financial asset or a part of a group of similar financial assets) is derecognised when the rights to receive cash flows from the financial asset have expired. The Company also derecognises the financial asset if it has both transferred the financial asset and the transfer qualifies for derecognition.

The Company has transferred the financial asset if, and only if, either

- The Company has transferred the rights to receive cash flows from the financial asset or
- It retains the contractual rights to receive the cash flows of the financial asset, but assumed a contractual obligation to pay the cash flows in full without material delay to third party under pass through arrangement.

Pass-through arrangements are transactions whereby the Company retains the contractual rights to receive the cash flows of a financial asset (the 'original asset'), but assumes a contractual obligation to pay those cash flows to one or more entities (the 'eventual recipients'), when all of the following conditions are met:

- The Company has no obligation to pay amounts to the eventual recipients unless it has collected equivalent amounts from the original asset, excluding short-term advances with the right to full recovery of the amount lent plus accrued interest at market rates.
- The Company cannot sell or pledge the original asset other than as security to the eventual recipients.
- The Company has to remit any cash flows it collects on behalf of the eventual recipients without material delay. In addition, the Company is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents including interest earned, during the period between the collection date and the date of required remittance to the eventual recipients.

A transfer only qualifies for derecognition if either:

- The Company has transferred substantially all the risks and rewards of the asset; or
- The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The Company considers control to be transferred if and only if, the transferee has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without imposing additional restrictions on the transfer.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in the statement of profit or loss.

1.9 Impairment of financial assets

The Company records allowance for expected credit loss (ECL) for all financial assets, other than financial assets held at FVTPL together with financial guarantee contracts.

Simplified approach

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on portfolio of its receivables. The provision matrix is based on its historically observed default rates over the expected life of the receivables and is adjusted for forward-looking estimates. However, if receivables contain a significant financing component, the Company

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

chooses as its accounting policy to measure the loss allowance by applying general approach to measure ECL.

1.10 Determination of fair value

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as summarised below:

Level 1 financial instruments:

Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

Level 2 financial instruments

Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life.

Level 3 financial instruments

Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. The Company periodically reviews its valuation techniques including the adopted methodologies and model calibrations.

Therefore, the Company applies various techniques to estimate the credit risk associated with its financial instruments measured at fair value, which include a portfolio-based approach that estimates for the expected net exposure per counterparty over the full lifetime of the individual assets, in order to reflect the credit risk of the individual counterparties for non-collateralised financial instruments.

The Company evaluates the levelling at each reporting period on an instrument-by-instrument basis and reclassifies instruments when necessary based on the facts at the end of the reporting period.

1.11 Write-offs

Financial assets are written off either partially or in their entirety only when the Company has no reasonable expectation of recovery.

1.12 Property, plant and equipment, Right-of-use assets and Capital work in progress

Property, plant and equipment is stated at cost excluding the costs of day-to-day servicing, less accumulated depreciation and accumulated impairment in value. Changes in the expected useful life are accounted for by changing the amortization

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

period or methodology, as appropriate, and treated as changes in accounting estimates.

Depreciation is recognized so as to write off the cost of assets less their residual values over their useful lives. Depreciation is provided on a written down value basis from the date the asset is ready for its intended use. In respect of assets sold, depreciation is provided upto the date of disposal.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. The carrying amount of those components which have been separately recognised as assets is derecognised at the time of replacement thereof. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

As per the requirement of Schedule II of the Companies Act, 2013, the Company has evaluated the estimated useful lives of the respective fixed assets which are as per the provisions of Part C of Schedule II of the Act for calculating the depreciation.

The estimated useful lives of the property, plant and equipment are as follows:

Class of asset	Useful life
Building (other than factory building)	60 years
Furniture and fixtures	10 years
Vehicles	8 years
Office equipment	5 years
Computers and data processing units (including Direct Market Access assets) – End user devices, such as desktops, laptops etc.	0 to 3 years
Computers and data processing units – Servers and networks	6 years

For transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment and intangible asset recognised as of 1 April 2017 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

Measurement of land and building under revaluation model:

Increases in the carrying amount arising on revaluation of land and buildings are credited to other comprehensive income and shown as a revaluation reserve in shareholders' equity. An exception is a gain on revaluation that reverses a revaluation decrease (impairment) on the same asset previously recognised as an expense. Decreases that offset previous increases of the same asset are charged in other comprehensive income and debited against the revaluation reserve directly in equity; all other decreases are charged to profit or loss. An annual transfer from the revaluation surplus to retained earnings is made for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost. Each year the difference between depreciation based on the revalued carrying amount of the asset charged to profit or loss and depreciation based on the asset's original cost is transferred from the revaluation reserve to retained earnings.

Right-of-use assets are presented together with property, plant and equipment in the statement of financial position – refer to the accounting policy. Right-of-use assets are depreciated on a straight-line basis over the lease term.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Leasehold improvements are amortized on a straight-line basis over the estimated useful lives of the assets or the period of lease whichever is shorter.

1.13 Intangible assets

The Company's intangible assets mainly include the value of software. An intangible asset is recognised only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the Company.

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss.

The estimated useful lives of the intangible assets are as follows:

Class of asset	Useful life
Software	3 - 5 years

1.14 Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

1.15 Securities held for trading

- The securities acquired with the intention of short term holding and trading positions are considered as securities held for trading.
- The securities, including from error trades, held as securities held for trading are valued at market value.

1.16 Cash and cash equivalents

Cash at Banks and on hand and short-term deposits with original maturities of three months or less, that

are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

1.17 Foreign currency transactions

The standalone financial statements are presented in Indian Rupees which is also functional currency of the Company. Transactions in currencies other than Indian Rupees (i.e. foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively)

1.18 Retirement and other employee benefits

Provident fund and national pension scheme

The Company contributes to a recognized provident fund and national pension scheme which is a defined contribution scheme. The contributions are accounted for on an accrual basis and recognized in the standalone statement of profit and loss.

Gratuity

The Company's gratuity scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that the employees have earned in return for their service in the current and prior periods. Such benefit is discounted to determine its present value, and the fair value of any plan assets, if any, is deducted.

The present value of the obligation under such benefit plan is determined based on independent

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

actuarial valuation using the Projected Unit Credit Method. Benefits in respect of gratuity are funded with an Insurance Company approved by Insurance Regulatory and Development Authority (IRDA).

Re-measurement, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

Remeasurement are not reclassified to profit or loss in subsequent periods.

Compensated Leave Absences

The eligible employees of the Company are permitted to carry forward certain number of their annual leave entitlement to subsequent years, subject to a ceiling. The Company recognises the charge to the standalone statement of profit and loss and corresponding liability on account of such accumulated leave entitlement based on a valuation by an independent actuary. The cost of providing annual leave benefits are determined using the projected unit credit method.

Share-based payment arrangements

Equity-settled share-based payments to employees by the Company and by the erstwhile ultimate parent Group are measured by reference to the fair value of the equity instruments at the grant date.

The fair value of Equity-settled share-based payments determined at the grant date is expensed over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. In cases where the share options granted vest in instalments over the vesting period, the Company treats each instalment as a separate grant, because each instalment has a different vesting period, and hence the fair value of each instalment differs.

1.19 Income tax expenses

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Current income tax assets and

liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
- Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

In assessing the recoverability of deferred tax assets, the Company relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business, such as increased cost of production as a result of measures to reduce carbon emission.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised, or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax

benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

The Company offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

1.20 Leases

Company as a lessee:

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right of use assets

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 remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

Short term lease and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset is classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an

operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

1.21 Earnings per share

The Company reports basic and diluted earnings per share in accordance with Indian Accounting Standard 33 - Earnings Per Share. Basic earnings per share is computed by dividing the net profit or loss attributable to the equity holders of parent company (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of EPS, the potential ordinary shares that would be issued on conversion are included in the weighted average number of ordinary shares used in the calculation of basic EPS (and, therefore, also diluted EPS) from the date of issue of the instrument, since their issue is solely dependent on the passage of time.

Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the year. Diluted earnings per share is computed by dividing the net profit after tax attributable to the equity shareholders for the year by the weighted average number of equity shares considered for deriving basic earnings per share and weighted average number of equity shares that could have been issued upon conversion of all potential equity shares.

1.22 Provisions and other contingent liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

A contingent liability is:

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

Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognised in the standalone financial statements. However, contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise, the asset and related income are recognised in the period in which the change occurs.

1.23 Business Combination

Business combinations are accounted for using the acquisition method. 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 Company 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.

The Company determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

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

Business combinations under common control

Common control business combinations includes transactions, such as transfer of subsidiaries or businesses, between entities within a Company. Company has accounted for all such transactions based on pooling of interest method, which is as below:

- The assets and liabilities of the combining entities are reflected at their carrying amounts in the books of transferrer entity.
- No adjustments are made to reflect fair values or recognise any new assets or liabilities.
- 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, irrespective of the actual date of the combination.

The identity of the reserves shall be preserved and shall appear in the financial statements of the

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

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 shall be transferred to capital reserve.

When the Company 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. This includes the separation of embedded derivatives in host contracts by the acquiree.

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.

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 in accordance with Ind AS 109. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind AS and shall be recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and subsequent its settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results

in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

1.24 Significant accounting judgements, estimates and assumptions

The preparation of the Company's standalone financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

- (a) Actuarial assumptions used in calculation of defined benefit plans
- (b) Assumptions used in estimating the useful lives of tangible assets reported under property, plant and equipment.

Provision and contingent liability

On an ongoing basis, the 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 standalone financial statements.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Loss Contingencies that are considered possible are not provided for but disclosed as Contingent liabilities in the standalone financial statements. Contingencies the likelihood of which is remote are not disclosed in the standalone financial statements. Gain contingencies are not recognized until the contingency has been resolved and amounts are received or receivable.

Revaluation of property, plant and equipment

The Company measures Building classified as property, plant and equipment at revalued amounts with changes in fair value being recognised in OCI. The Company engaged an independent registered valuation specialist to assess fair value at 31 March 2024 for revalued building. Building is valued by reference to market-based evidence, using comparable prices adjusted for specific market factors such as nature, location and condition of the property.

Impairment on Investments

Investments in subsidiaries are evaluated for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Management exercises judgment in assessing impairment indicators such as significant adverse changes in market conditions, financial performance of investee companies, or technological advancements that affect the value of investments and determining the recoverable amount, which is based on estimated future cash flows or, if applicable, market value. Impairment is assessed by comparing the carrying amount of the investment with its recoverable amount. Any impairment loss recognized reflects the excess of the carrying amount over the recoverable amount.

Share based payments

Estimating fair value for share based payment requires determination of the most appropriate valuation model. The estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating fair value for share based payments transactions are discussed in Note 2.42 "Share based payments".

Defined Benefits Plan

The cost of the defined benefit plans and the present value of the defined benefit obligation 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.

Provisions for Income Taxes

Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

Estimates and judgments are continually evaluated. They are based on historical experience and other factors, including expectation of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

Business model assessment

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

The Company monitors financial assets measured at amortised cost that are derecognised prior to their maturity to understand the quantum, the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

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.

1.25 Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, as described below. The Company based its assumptions and estimates on parameters available when the standalone financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Effective interest rate method

The Company's EIR methodology, as explained in Note 1.6, 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 financial instruments and recognises the effect of characteristics of the product life cycle

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

Incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate ('IBR') to measure lease liabilities. Incremental borrowing rate is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Fair value of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer

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

1.26 Standards issued and effective

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March 2023 to amend the following Ind AS which are effective for annual periods beginning on or after 1 April 2023. The Company applied for the first-time these amendments.

(i) Definition of Accounting Estimates – Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on the Company's standalone financial statements.

(ii) Disclosure of Accounting Policies – Amendments to Ind AS 1

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's standalone financial statements.

(iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Company previously recognised for deferred tax on leases on a net basis. As a result of these amendments, the Company has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since, these balances qualify for offset as per the requirements of paragraph 74 of Ind AS 12, there is no impact in the balance sheet. There was also no impact on the opening retained earnings as at 1 April 2022.

1.27 Standards notified but not yet effective

There are no standards that are notified and not yet effective as on the date.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.1 Cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Cash in hand	-	-
Balances with banks		
- in current accounts	64.32	84.24
	64.32	84.24

2.2 Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed deposits with banks (refer note 2.2A below)	8,156.28	3,620.08
Accrued interest on fixed deposits	63.04	38.13
	8,219.32	3,658.21

Note:

Fixed deposit balances with banks earns interest at fixed rate.

2.2A Encumbrances on fixed deposits held by the Company:

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed Deposits pledged with exchanges to meet margin requirement	4,648.78	647.68
Fixed Deposits pledged with banks for securing credit facilities	3,507.50	2,972.40
	8,156.28	3,620.08

2.3 Trade receivables

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured considered good	1,615.54	596.28
Receivable - credit impaired	24.57	7.87
	1,640.11	604.15
Less : Impairment allowance (provision for expected credit loss)		
Unsecured considered good	14.48	7.84
Receivable - credit impaired	24.57	7.87
	39.05	15.71
	1,601.06	588.44

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Trade receivable ageing

March 31, 2024	Outstanding for following periods from date of transaction						Total
	Unbilled	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Gross receivables							
(i) Undisputed Trade receivables – considered good	40.48	1,569.45	5.61	-	-	-	1,615.54
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	5.92	8.95	9.70	24.57
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total gross receivables (A)	40.48	1,569.45	5.61	5.92	8.95	9.70	1,640.11
ECL provision on receivables							
(i) Undisputed Trade receivables – considered good	-	9.66	4.82	-	-	-	14.48
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	5.92	8.95	9.70	24.57
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total ECL Provision on receivables (B)	-	9.66	4.82	5.92	8.95	9.70	39.05
Total receivables net of provision = (A)-(B)	40.48	1,559.79	0.79	-	-	-	1,601.06

March 31, 2023	Outstanding for following periods from date of transaction						Total
	Unbilled	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Gross receivables							
(i) Undisputed Trade receivables – considered good	39.23	555.41	1.64	-	-	-	596.28
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	0.11	-	7.76	7.87
(iv) Disputed Trade Receivables–considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Gross receivables (A)	39.23	555.41	1.64	0.11	-	7.76	604.15
ECL provision on receivables							
(i) Undisputed Trade receivables – considered good	-	6.20	1.64	-	-	-	7.84
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	0.11	-	7.76	7.87

Notes to the standalone financial statements (Contd.) for the year ended March 31, 2024

(Currency: Indian rupees in million)

March 31, 2023	Outstanding for following periods from date of transaction						Total
	Unbilled	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(iv) Disputed Trade Receivables—considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Total ECL Provision on receivables (B)	-	6.20	1.64	0.11	-	7.76	15.71
Total receivables net of provision = (A)-(B)	39.23	549.21	-	-	-	-	588.44

Reconciliation of impairment allowance on trade receivables:

Particulars	Amount
Impairment allowance measured as per simplified approach	
Impairment allowance as on March 31, 2022	10.46
Add/ (less): asset originated/ recovered (net)	5.25
Impairment allowance as on March 31, 2023	15.71
Add/ (less): on account of scheme of arrangement (refer note 2.55)	13.48
Add/ (less): asset originated/ recovered (net)	9.86
Impairment allowance as on March 31, 2024	39.05

Note:

No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. No trade or other receivables due from firms or private companies in which directors is/are partner, a director or a member.

2.4 Investments

Particulars	As at March 31, 2024			As at March 31, 2023		
	Face Value	Quantity	Amount	Face Value	Quantity	Amount
(A) Investment in equity instruments of subsidiaries – Carried at cost less impairment						
Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited) (refer note 1 below)	10	11,459,105	6,351.10	10	11,459,105	6,351.10
Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	10	430,454,000	4,657.95	10	430,454,000	4,657.95
Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	10	6,267,500	714.78	10	6,267,500	714.78
Nuvama Capital Services (IFSC) Limited (formerly Edelweiss Securities (IFSC) Limited) (refer note 2 below)	10	19,523,864	205.78	10	17,664,144	187.09

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Face Value	Quantity	Amount	Face Value	Quantity	Amount
Less : Impairment loss allowance	-	-	(68.21)	-	-	-
Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	10	1,800,000	115.64	10	1,800,000	115.64
Nuvama Financial Services Inc. (formerly Edelweiss Financial Services Inc.)	USD 1.25 million	1	79.67	USD 1.25 million	1	79.67
Nuvama Investment Advisors (Hong Kong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	HKD 1	13,636,437	119.66	HKD 1	13,636,437	119.66
Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	GBP 1	300,000	26.26	GBP 1	300,000	26.26
Nuvama Asset Management Limited (formerly ESL Securities Limited)	10	45,960,000	459.60	10	35,960,000	359.60
Pickright Technologies Private Limited	10	383,625	230.00	10	383,625	230.00
Nuvama Investment Advisors LLC	10	1,251,101	41.72	-	-	-
			12,933.95			12,841.75
(B) Investment in equity instruments of associate company - Carried at cost						
Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	10	26,950,000	269.50	10	26,950,000	269.50
			269.50			269.50
(C) Investment in Alternative Investment Funds('AIF') - valued at FVTPL						
Nuvama Crossover Opportunities Fund - Series III (formerly Edelweiss Crossover Opportunities Fund - Series III)	10	3,503,617	44.50	10	2,379,484	31.10
Nuvama Crossover Opportunities Fund - Series III A (formerly Edelweiss Crossover Opportunities Fund - Series III A)	10	3,741,057	38.71	10	2,424,556	27.44
Nuvama Crossover Opportunities Fund - Series III B (formerly Edelweiss Crossover Opportunities Fund - Series III B)	10	2,588,672	31.06	10	1,953,291	20.56
Nuvama Crossover Yield Opportunities Fund	10	500,000	4.97	-	-	-
			119.24			79.10

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Face Value	Quantity	Amount	Face Value	Quantity	Amount
(D) Investment in Trust - valued at FVTPL						
Nuvama EBT Crossover III B Scheme (Scheme of Nuvama Asset Management Employees Beneficiary Trust)	10	533,106	6.08	10	360,000	3.60
			6.08			3.60
Total (A + B + C + D)			13,328.77			13,193.95

Notes:

- The Company has created pledge on the shares of Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited) ("NWFL"):-
 - 19,03,114 (Previous year: 19,03,114) equity shares have been pledged towards intraday facility taken by Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited), a wholly owned subsidiary of the Company in favour of ICICI bank.
 - 46,38,000 (Previous year: 46,38,000) equity shares have been pledged towards non-convertible debentures issued by Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited), a wholly owned subsidiary of the Company in favour of Catalyst Trusteeship Limited.
 - 25,47,000 (Previous year: 25,47,000) equity shares have been pledged towards non-convertible debentures issued by Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited), a wholly owned subsidiary of the Company in favour of Beacon Trusteeship Limited.
- During the year ended March 31, 2024, the Company has provided an impairment of Rs. 6.82 crore for impairment in value of investment in Nuvama Capital Services (IFSC) Limited (formerly Edelweiss Securities (IFSC) Limited).

2.4A Investments

Particulars	As at March 31, 2024						
	At Amortised cost (1)	Through OCI (2)	Through P&L (3)	Designated at fair value through profit or loss (4)	Subtotal 5 = (2+3+4)	At cost (subsidiaries, associates, and joint ventures) (6)	Total 7 = (1+5+6)
(i) Equity instruments							
a) Subsidiaries - Equity Shares							
Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	-	-	-	-	6,351.10	6,351.10
Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	-	-	-	-	4,657.95	4,657.95
Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	-	-	-	-	714.78	714.78
Nuvama Capital Services (IFSC) Limited (formerly Edelweiss Securities (IFSC) Limited)	-	-	-	-	-	205.78	205.78
Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	-	-	-	-	115.64	115.64

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2024						
	At Amortised cost (1)	Through OCI (2)	Through P&L (3)	Designated at fair value through profit or loss (4)	Subtotal 5 = (2+3+4)	At cost (subsidiaries, associates, and joint ventures) (6)	Total 7 = (1+5+6)
Nuvama Financial Services Inc (Formerly Edelweiss Financial Services Inc.)	-	-	-	-	-	79.67	79.67
Nuvama Investment Advisors (Hongkong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	-	-	-	-	119.66	119.66
Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	-	-	-	-	-	26.26	26.26
Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	-	-	-	-	459.60	459.60
Pickright Technologies Private Limited	-	-	-	-	-	230.00	230.00
Nuvama Investment Advisors LLC	-	-	-	-	-	41.72	41.72
b) Associate – Equity Shares							
Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	-	-	269.50	269.50
(ii) AIFs							
Nuvama Crossover Opportunities Fund – Series III (formerly Edelweiss Crossover Opportunities Fund – Series III)	-	-	44.50	-	44.50	-	44.50
Nuvama Crossover Opportunities Fund – Series III A (formerly Edelweiss Crossover Opportunities Fund – Series III A)	-	-	38.71	-	38.71	-	38.71
Nuvama Crossover Opportunities Fund – Series III B (formerly Edelweiss Crossover Opportunities Fund – Series III B)	-	-	31.06	-	31.06	-	31.06
Nuvama Crossover Yield Opportunities Fund	-	-	4.97	-	4.97	-	4.97
(iii) Investment in Trust							
Nuvama EBT Crossover III B Scheme (Scheme of Nuvama Asset Management Employees Beneficiary Trust)	-	-	6.08	-	6.08	-	6.08
Total – Gross (A)	-	-	125.32	-	125.32	13,271.66	13,396.98
Investments outside India	-	-	-	-	-	382.95	382.95
Investment in India	-	-	125.32	-	125.32	12,888.71	13,014.03
Total – Gross (B)	-	-	125.32	-	125.32	13,271.66	13,396.98
Less: Allowance for impairment (C)	-	-	-	-	-	68.21	68.21
Total Net (A – C)	-	-	125.32	-	125.32	13,203.45	13,328.77

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at March 31, 2023						
	At Amortised cost (1)	Through OCI (2)	Through P&L (3)	Designated at fair value through profit or loss (4)	Subtotal 5 = (2+3+4)	At cost (subsidiaries, associates, and joint ventures) (6)	Total 7 = (1+5+6)
(i) Equity instruments							
a) Subsidiaries - Equity Shares							
Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	-	-	-	-	6,351.10	6,351.10
Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	-	-	-	-	4,657.95	4,657.95
Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	-	-	-	-	714.78	714.78
Nuvama Capital Services (IFSC) Limited (formerly Edelweiss Securities (IFSC) Limited)	-	-	-	-	-	187.09	187.09
Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	-	-	-	-	115.64	115.64
Nuvama Financial Services Inc (Formerly Edelweiss Financial Services Inc.)	-	-	-	-	-	79.67	79.67
Nuvama Investment Advisors (Hongkong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	-	-	-	-	119.66	119.66
Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	-	-	-	-	-	26.26	26.26
Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	-	-	-	-	359.60	359.60
Pickright Technologies Private Limited	-	-	-	-	-	230.00	230.00
b) Associate - Equity Shares							
Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	-	-	269.50	269.50
(ii) AIFs							
Nuvama Crossover Opportunities Fund - Series III (formerly Edelweiss Crossover Opportunities Fund - Series III)	-	-	31.10	-	31.10	-	31.10
Nuvama Crossover Opportunities Fund - Series III A (formerly Edelweiss Crossover Opportunities Fund - Series III A)	-	-	27.44	-	27.44	-	27.44
Nuvama Crossover Opportunities Fund - Series III B (formerly Edelweiss Crossover Opportunities Fund - Series III B)	-	-	20.56	-	20.56	-	20.56
(iii) Investment in Trust							
Nuvama EBT Crossover III B Scheme (Scheme of Nuvama Asset Management Employees Beneficiary Trust)	-	-	3.60	-	3.60	-	3.60
Total - Gross (A)	-	-	82.70	-	82.70	13,111.25	13,193.95
Investments outside India	-	-	-	-	-	341.23	341.23
Investment in India	-	-	82.70	-	82.70	12,770.02	12,852.72
Total - Gross (B)	-	-	82.70	-	82.70	13,111.25	13,193.95
Less: Allowance for impairment (C)	-	-	-	-	-	-	-
Total Net (A - C)	-	-	82.70	-	82.70	13,111.25	13,193.95

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.5 Other financial assets

(Unsecured Considered good, unless stated otherwise)

Particulars	As at March 31, 2024	As at March 31, 2023
Security Deposits	106.01	114.09
Deposits placed with exchange/ depositories	111.31	1,220.11
Share application money pending allotment	5.00	12.35
Accrued interest on margin	82.57	7.08
Receivable from exchange /clearing member (net)	19,435.16	939.46
Deposits- others	3.44	5.91
Other assets	202.30	83.33
	19,945.79	2,382.33

2.6 Current tax assets (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Advance income taxes (net of provisions for tax Rs. 541.87 million, previous year March 31, 2023 Rs. 625.13 million)	277.66	193.21
	277.66	193.21

2.7 Deferred tax assets (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets		
Trade & other receivable		
Provision for expected credit losses	22.64	20.15
Property, plant and equipment and intangibles		
Difference between book and tax depreciation (including intangibles)	159.62	63.16
Employee benefit obligations		
Provision for leave accumulation	2.24	3.11
Provision for deferred bonus	6.69	6.38
Others		
Disallowances under section 35DD of the Income Tax	35.26	8.97
Lease Liability	166.82	192.05
Others	17.17	-
Sub total (A)	410.44	293.82
Deferred tax liabilities		
Property, plant and equipment and intangibles		
Revaluation of Property, plant, equipment	68.37	102.74
Investments and other financial instruments		
Fair valuation of investments	2.03	2.30
Borrowings		
Unamortised loan origination costs - EIR on borrowings	3.50	0.50
Others		
Right of use	134.90	173.60
Sub total (B)	208.80	279.14
Total (A - B)	201.64	14.68

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.8 Property, plant and equipment

Description of Assets	Gross Block		Accumulated Depreciation and Impairment		Revaluation Adjustment, if any	Net Block As at March 31, 2024
	As at April 01, 2023	Additions during the year	Deductions / Adjustments during the year	As at March 31, 2024		
Building (refer note 1 & 2 below)	695.59	-	-	32.36	113.44	429.00
Leasehold improvements	218.17	-	61.64	8.18	4.56	119.41
Furniture and fixtures	3.87	24.21	2.21	2.32	6.73	18.26
Vehicles	3.92	-	0.42	3.58	0.09	0.20
Office equipment	23.04	55.59	10.78	6.12	33.10	38.86
Computers	398.47	586.69	62.98	287.06	61.90	87.93
Right of use	767.05	-	-	77.29	153.75	536.01
Total	2,110.11	666.49	138.03	505.34	78.50	1,229.67

during the year the Company has recovered depreciation and amortisation amounting to Rs. 153.02 million for usage of Property, plant and equipment from its group companies. Net depreciation cost Rs. 715.60 million is represented in Statement of Profit & Loss.

2.9 Intangible assets

Description of Assets	Gross Block		Accumulated Amortisation and Impairment		Revaluation Adjustment, if any	Net Block As at March 31, 2024
	As at April 01, 2023	Additions during the year	Deductions / Adjustments during the year	As at March 31, 2024		
Software	743.38	21.27	-	606.99	-	102.09
Total	743.38	21.27	-	606.99	-	102.09

during the year the Company has recovered amortisation amounting to Rs. 36.26 million for usage of software from its group companies. Net depreciation cost Rs. 19.31 million is represented in Statement of Profit & Loss.

Notes

- As per the Company's policy of periodical revaluation of building classified under Property, plant and equipments, the Company has decreased the carrying value of a building, by an amount of Rs. 113.44 million; after adjusting for tax of Rs. 28.55 million. Accordingly, the net amount (after tax) of Rs. 84.89 million has been recognised in Other comprehensive income for appropriation against the available revaluation reserve as per IND AS 16 'Property, Plant and Equipment'.
- Nuvama Clearing Services Limited (Formerly known as Edelweiss Custodial Services Limited) ('NCSL'), a wholly owned subsidiary of the Company, had challenged an order by an investigating agency marking lien on its Clearing Bank account before the 47th Additional Chief Metropolitan Magistrate Court, Mumbai. The Hon'ble Court had set aside the lien order. This was with a condition that NCSL undertakes to keep assets worth Rs. 4,603.20 million unencumbered [including office at Edelweiss House, 12th floor valued at Rs. 662.56 million (as at March 31, 2024 carrying value is Rs. 429.00 million) belonging to the Company}. The original Misc. Application filed by NCSL before 47th Additional Chief Metropolitan Magistrate's Court at Esplanade, Mumbai has now been transferred to the City Civil & Sessions Court under M.P.I.D. Act and the matter has been listed for further hearing. NCSL has assessed such liability to be remote and accordingly, as per the Company there is no adjustment required in the standalone financial statements of the Company for the financial year ended March 31, 2024.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.8 Property, plant and equipment

Description of Assets	Gross Block			Accumulated Depreciation and Impairment			Revaluation Adjustment, if any	Net Block As at March 31, 2023
	As at April 01, 2022	Additions during the year	Deductions / Adjustments during the year	As at March 31, 2023	For the year	Deductions during the year		
Building *	695.59	-	-	695.59	34.28	-	-	574.80
Leasehold improvements #	5.22	212.95	-	218.17	6.33	-	-	209.99
Furniture and fixtures	3.82	0.05	-	3.87	0.54	-	-	1.55
Vehicles	3.92	-	-	3.92	0.18	-	-	0.34
Office equipment	5.92	1712	-	23.04	2.05	-	-	16.92
Computers #	343.97	211.53	157.03	398.47	126.90	144.21	-	111.41
Right of use	-	767.05	-	767.05	77.29	-	-	689.76
Total	1,058.44	1,208.70	157.03	2,110.11	247.57	144.21	-	1,604.77

including impairment provision for Leasehold improvements Rs. 2.60 Million and computers Rs. 1.66 Million.

2.9 Intangible assets

Description of Assets	Gross Block			Accumulated Amortisation and Impairment			Revaluation Adjustment, if any	Net Block As at March 31, 2023
	As at April 01, 2022	Additions during the year	Deductions / Adjustments during the year	As at March 31, 2023	For the year	Deductions during the year		
Software	609.92	133.46	-	743.38	210.92	-	-	136.39
Total	609.92	133.46	-	743.38	210.92	-	-	136.39

Notes

* During FY 2020-21 Nuvama Clearing Services Limited (Formerly known as Edelweiss Custodial Services Limited) (NCSL), a wholly owned subsidiary of the Company, had challenged an order by an investigating agency marking lien on its Clearing Bank account before the 47th Additional Chief Metropolitan Magistrate Court, Mumbai. Since the investigation against the trading member, for which NCSL was a clearing member, was under process, the Court contended that it had no objection to setting aside the lien order issued by investigating agency, upon NCSL providing an undertaking to keep sufficient assets unencumbered amounting to Rs. 4,606.90 million. NCSL had then provided an undertaking to keep the assets (Building) amounting to Rs. 662.56 million belonging to the Company unencumbered. The Hon'ble Court had set aside the lien order. The original Misc. Application filed by NCSL before 47th Additional Chief Metropolitan Magistrate's Court at Esplanade, Mumbai has now been transferred to the City Civil & Sessions Court under M.P.I.D. Act and the matter has been listed for further hearing. NCSL has assessed such liability to be remote and accordingly, as per the Company there is no adjustment required in the standalone financial statements for the year ended March 31, 2023.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.10 Intangible assets under development

As at March 31, 2024	Amount in Intangible asset under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	-	-	-	-	-
Total	-	-	-	-	-

As at March 31, 2023	Amount in Intangible asset under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	6.93	-	-	-	6.93
Total	6.93	-	-	-	6.93

2.11 Other non-financial assets

(Unsecured Considered good, unless stated otherwise)

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Input tax credit	173.95	15.80
Other deposits*	0.00	0.00
Contribution to gratuity fund (net)	22.55	18.75
Prepaid expenses	92.03	73.66
Vendor Advances	246.80	102.14
Advances to others (refer note below)	-	467.48
Employee Advances	0.93	1.31
	536.26	679.14

Note:

Advances to others represents advance consideration paid by EGWML to EFSL towards wealth management business. This was transferred to the Company pursuant to Composite scheme of arrangement as referred to in note 2.54. Further, during the financial year 2023-24, the said advance is adjusted against the wealth management business demerged into the Company pursuant to Scheme of arrangement as referred to in note 2.55.

2.12 Trade Payables

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Total outstanding dues of micro enterprises and small enterprises	99.50	39.13
Total outstanding dues of creditors other than micro enterprises and small enterprises	18,858.53	1,653.00
	18,958.03	1,692.13

* (0.00 indicates amount less than Rs. 0.01 million)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

As at March 31, 2024	Outstanding for following periods from date of transaction					
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	98.73	0.77	-	-	-	99.50
(ii) Others	508.88	18,346.31	1.33	0.10	1.91	18,858.53
(iii) Disputed dues-MSME	-	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-	-
Total	607.61	18,347.08	1.33	0.10	1.91	18,958.03

As at March 31, 2023	Outstanding for following periods from date of transaction					
	Unbilled	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	34.55	4.58	-	-	-	39.13
(ii) Others	384.64	1,265.75	0.62	0.27	1.72	1,653.00
(iii) Disputed dues-MSME	-	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-	-
Total	419.19	1,270.33	0.62	0.27	1.72	1,692.13

Trade Payables includes Rs. 99.50 million (Previous year: Rs. 39.13 million) payable to "Suppliers" registered under the Micro, Small and Medium Enterprises Development Act, 2006. No interest has been paid / is payable by the Company during the year to "Suppliers" registered under this Act. The aforementioned is based on the responses received by the Company to its inquiries with suppliers with regard to applicability under the said Act.

2.13 Debt securities

Particulars	As at	As at
	March 31, 2024	March 31, 2023
Unsecured		
Commercial paper	1,600.00	3,205.00
Less: Unamortised discount	(54.56)	(53.01)
	1,545.44	3,151.99

Maturity profile of Debt Securities

As at March 31, 2024

Maturity Date	Rate of Interest p.a.	Amount
Apr-24	8.15% - 9.60%	500.00
May-24	8.00% - 8.25%	150.00
Aug-24	8.55% - 9.00%	300.00
Sep-24	9.10%	150.00
Jan-25	9.89%	500.00
Total Face Value		1,600.00
Less: Unamortised discount		(54.56)
Net Outstanding		1,545.44

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

As at March 31, 2023

Maturity Date	Rate of Interest p.a.	Amount
Apr-23	8.25% - 9.00%	600.00
May-23	7.80% - 9.10%	355.00
June-23	9.00%	1,500.00
July-23	7.55% - 9.00%	550.00
Nov-23	7.85%	200.00
Total Face Value		3,205.00
Less: Unamortised discount		(53.01)
Net Outstanding		3,151.99

2.14 Borrowings (other than debt securities)

(at amortised cost)

Particulars	As at March 31, 2024	As at March 31, 2023
Secured		
Working Capital Demand Loan	2,260.76	-
(Secured by fixed deposits of the Company) (refer note 2.2A)		
(Interest rate ranging from 8.30% p.a. to 9.25% p.a.)		
Unsecured		
Working Capital Demand Loan	452.16	-
(Interest rate ranging from 8.30% p.a. to 10.50% p.a.)		
Bank Overdraft	1,691.97	-
(Interest rate ranging from 8.95% p.a. to 10.50% p.a.)		
Accrued interest on loan	0.37	3.26
(Interest rate at 10.90% p.a. for March 31, 2024)		
(Interest rate at 10.08% p.a. for March 31, 2023)		
	4,405.26	3.26
Borrowings in India	4,405.26	3.26
Borrowings from outside India	-	-
	4,405.26	3.26

Note:

The Company has filed periodic returns or statement of current assets ('returns/statements') with the banks / financial institutions in accordance with the terms of sanction. These returns/statements are inline with the books of account.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.15 Other financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Other payables	28.29	10.80
Payable to client	1.16	1.00
Others		
Accrued salaries and benefits	834.17	467.26
Payable to exchange / clearing member (net)	936.07	0.01
Deposits from sub-brokers	0.06	0.06
Retention money payable	18.74	0.20
Lease Liability	606.63	706.88
	2,425.12	1,186.21

2.16 Current tax liabilities (net)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for taxation (net of advance tax & tax deducted at source Rs. 164.31 million, previous year March 31, 2023 Rs. Nil)	165.63	-
	165.63	-

2.17 Provisions

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for employee benefits		
Compensated leave absences	16.14	13.57
	16.14	13.57

2.18 Other non-financial liabilities

Particulars	As at March 31, 2024	As at March 31, 2023
Income received in advance	552.87	110.80
Others		
Statutory liabilities*	117.82	115.66
Others	3.35	3.29
	674.04	229.75

* Includes withholding taxes, other taxes payable

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.19 Equity share capital

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of shares	Amount	No of shares	Amount
Authorised :				
Equity shares of Rs. 10 each	799,540,000	7,995.40	799,540,000	7,995.40
Preference shares of Rs. 10 each	460,000	4.60	460,000	4.60
Preference shares of Rs. 1000 each	12,000,000	12,000.00	12,000,000	12,000.00
	812,000,000	20,000.00	812,000,000	20,000.00
Issued, Subscribed and Paid up:				
Equity shares of Rs. 10 each	35,308,603	353.09	35,056,255	350.56
	35,308,603	353.09	35,056,255	350.56

A. Reconciliation of number of Equity shares :

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of shares	Amount	No of shares	Amount
Equity share capital				
Balance at the beginning of the year	35,056,255	350.56	34,726,823	347.27
Equity shares to be issued pursuant to the composite scheme of arrangement (Refer note 2.54)*	-	-	100	0.00
Cancellation of equity shares pursuant to composite scheme of arrangement (Refer note 2.54)	-	-	(17,555,986)	(175.56)
Conversion of CCDs into equity shares during the year	-	-	17,871,263	178.71
Equity shares issued pursuant to the Scheme of arrangement (Refer note 2.55)	10,528,746	105.29	-	-
Cancellation of equity shares pursuant to Scheme of arrangement (Refer note 2.55)	(10,512,660)	(105.13)	-	-
Equity shares issued on exercise of employee stock options	236,262	2.37	14,055	0.14
Balance at the end of the year – A	35,308,603	353.09	35,056,255	350.56
Share suspense account				
Balance at the beginning of the year	-	-	17,555,886	175.56
Cancellation of equity shares pursuant to composite scheme of arrangement (Refer note 2.54)	-	-	(17,555,986)	(175.56)
Equity shares issued pursuant to the composite scheme of arrangement (refer note 2.54) *	-	-	100	0.00
Balance at the end of the year – B	-	-	-	-
Net (A – B)	35,308,603	353.09	35,056,255	350.56

* (0.00 indicates amount less than Rs. 0.01 million)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Notes:

- Pursuant to the Scheme of arrangement, on June 09, 2023, 10,512,660 equity shares of Rs. 10 each held by Edelweiss Financial Services Limited ('EFSL') in the Company had been extinguished and cancelled. Further, 10,528,746 equity shares of Rs. 10 each were issued to the equity shareholders of EFSL as on the record date, as a consideration for transfer of Demerged undertaking to the Company. (refer note 2.55)
- The Company had issued 100 equity shares of Rs. 10 each on April 27, 2022 to Edelweiss Financial Services Limited as a consideration for transfer of Wealth Management Business Undertaking to the Company (Refer note 2.54).
- 17,555,986 equity shares of Rs. 10 each held by Edelweiss Global Wealth Management Limited in the Company had been extinguished and cancelled on April 26, 2022 (Refer note 2.54).
- On May 10, 2022, the Company had issued 17,871,263 equity shares of Rs. 10 each on account of conversion of its entire Compulsorily convertible debentures of Rs. 22,439.88 million.
- Share suspense account represents cancellation of Equity shares of the Company held by Edelweiss Global Wealth Management Limited pursuant to the composite scheme of arrangement (Refer note 2.54).

B. Terms/rights attached to equity shares:

The Company has only one class of Equity shares having a par value of Rs. 10 per share. Each holder of Equity shares is entitled to one vote per share held. In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any, in proportion to the number of Equity shares held by the shareholders.

C. Shares held by holding/ultimate holding company and/or their subsidiaries/associates:

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of shares	% holding	No of shares	% holding
Holding company				
PAGAC Ecstasy Pte. Ltd (including 4 shares held by the nominees)	19,392,068	54.92%	19,392,068	55.32%
Others				
Asia Pragati Strategic Investment Fund	315,277	0.89%	315,277	0.90%
	19,707,345	55.81%	19,707,345	56.22%

D. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company:

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of shares	% holding	No of shares	% holding
Holding company				
PAGAC Ecstasy Pte. Ltd (including shares held by the nominees)	19,392,068	54.92%	19,392,068	55.32%
Others				
Edelweiss Financial Services Limited	-	0.00%	10,512,660	29.99%
Edel Finance Company Limited	1,834,455	5.20%	1,834,455	5.23%
Ecap Equities Limited (formerly known as Edel Land Limited)	2,987,740	8.46%	2,987,740	8.52%
	24,214,263	68.58%	34,726,923	99.06%

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

E. Details of shares held by Promoters :

For the financial year 2023-24	As at March 31, 2024			
	No of shares	% holding	Change during the year	% change during the year
PAGAC Ecstasy Pte. Ltd (including shares held by the nominees)	19,392,068	54.92%	-	(0.40)%
	19,392,068	54.92%	-	(0.40)%
For the financial year 2022-23	As at March 31, 2023			
	No of shares	% holding	Change during the year	% change during the year
PAGAC Ecstasy Pte. Ltd (including shares held by the nominees)	19,392,068	55.32%	17,555,986	50.03%
Edelweiss Global Wealth Management Limited*	-	-	(17,555,986)	(50.03)%
	19,392,068	55.32%	-	-

* Pursuant to the Composite scheme of arrangement, Equity Shares held by Edelweiss Global Wealth Management Limited have been cancelled on April 26, 2022 post giving effect of the Demerger of Wealth Management Business Undertaking into the Company basis effective date of accounting under Appendix C of IND AS 103 (Business Combinations of entities under common control) i.e. March 26, 2021 (refer note 2.54).

2.20 Instruments entirely equity in nature

A. Issued, Subscribed and Paid up:

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of CCDs	Amount	No of CCDs	Amount
0.001% compulsorily convertible debentures of Rs. 1,000 each, fully paid-up (CCDs)	-	-	-	-
	-	-	-	-

B. Reconciliation of number of CCDs

Particulars	As at March 31, 2024		As at March 31, 2023	
	No of CCDs	Amount	No of CCDs	Amount
Balance at the beginning of the year	-	-	22,439,875	22,439.88
Extinguishment of CCDs pursuant to composite scheme of arrangement	-	-	(22,044,000)	(22,044.00)
Issue of CCDs during the year pursuant to composite scheme of arrangement	-	-	22,044,000	22,044.00
Conversion of CCDs into equity shares during the year	-	-	(22,439,875)	(22,439.88)
Balance at the end of the year	-	-	-	-

Note:

- Pursuant to the Composite scheme of arrangement, 22,044,000 CCDs held by PAGAC Ecstasy Pte Ltd (PAG) in Edelweiss Global Wealth Management Limited (EGWML) have been demerged from EGWML into the Company. On April 27, 2022, the Company had reissued 22,044,000 CCDs to PAG in lieu of CCDs held by PAG in EGWML.
- Further, on May 10, 2022 the Company had converted entire 22,439,875 CCDs into 17,871,263 Equity shares of Rs. 10 each thereby crediting Equity Share Capital by Rs. 178.71 million and Securities Premium by Rs. 22,261.16 million.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.21 Other equity

Particulars	As at March 31, 2024	As at March 31, 2023
a) Share application money pending allotment	4.65	1.02
b) Capital reserve	-	500.00
c) Capital redemption reserve	2.70	2.70
d) Securities premium reserve	15,270.40	27,206.56
e) General reserve	109.41	109.41
f) Revaluation reserve	203.29	305.29
g) Deemed capital contribution - ESOP	-	138.30
h) ESOP reserve	519.23	334.64
i) Retained earnings	854.15	(12,683.10)
	16,963.83	15,914.82

A. Nature and purpose of reserves

a) *Share Application Money Pending Allotment*

Share application money pending allotment represents the amount received on exercise of ESOP application on which allotment is not yet made.

b) *Capital Reserve*

Capital reserve represents the gains of capital nature which is not freely available for distribution.

c) *Capital Redemption Reserve*

The Company has recognised capital redemption reserve on redemption of Redeemable preference shares.

d) *Securities Premium Reserve*

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

e) *General Reserve*

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. This reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

f) *Revaluation Reserve*

The revaluation reserve relates to the revaluation of class of asset (i.e. building)

g) *Deemed Capital Contribution - ESOP*

Deemed capital contribution relates to share options granted to eligible employees of the Company by the Edelweiss Financial Services Limited, erstwhile parent company, under its employee share option plan.

h) *ESOP Reserve*

The employee stock options reserve represents reserve in respect of equity settled share options granted to the employees of the Company.

i) *Retained Earnings*

Retained earnings comprises of the Company's undistributed earnings after taxes.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

B. Movement in other equity

Particulars	As at March 31, 2024	As at March 31, 2023
a) Share Application Money Pending Allotment	1.02	-
Add : Additions during the year	4.65	1.02
Less: Equity shares issued on exercise of employee stock options	(1.02)	-
	4.65	1.02
b) Capital Reserve – Opening Balance	500.00	500.00
Less : Net amount debited pursuant to recognition of assets and liabilities of demerged undertaking as per Scheme of arrangement (refer note 2.55)	(467.48)	-
Less : Adjusted towards debit balance of retained earnings pursuant to Scheme of arrangement (refer note 2.55)	(32.52)	-
	-	500.00
c) Capital Redemption Reserve – Opening Balance	2.70	2.70
Add : Additions during the year	-	-
	2.70	2.70
d) Securities Premium Reserve – Opening Balance	27,206.56	4,923.02
Add : Addition on conversion of CCDs (refer note 2.20)	-	22,261.16
Add: Premium on equity shares issued pursuant to Scheme of arrangement (refer note 2.55)	19.84	-
Less : Adjusted towards debit balance of retained earnings pursuant to Scheme of arrangement (refer note 2.55)	(12,321.06)	-
Add : Premium received on issue of equity shares	304.39	18.11
Add : Transfer from ESOP reserve on exercise of ESOPs	60.67	4.27
	15,270.40	27,206.56
e) General Reserve – Opening Balance	109.41	109.41
Add : Additions during the year	-	-
	109.41	109.41
f) Revaluation Reserve – Opening Balance	305.29	324.12
Add: Other comprehensive income for the year	(84.89)	-
Less : Transfer to retained earnings	(17.11)	(18.83)
	203.29	305.29
g) Deemed Capital Contribution – ESOP – Opening Balance	138.30	138.30
Less : Transfer to retained earnings	(138.30)	-
	-	138.30
h) ESOP Reserve – Opening Balance	334.64	105.79
Less : Transfer to securities premium on exercise of ESOPs	(60.67)	(4.27)
Add : Additions during the year	245.26	233.12
	519.23	334.64
i) Retained Earnings		
Opening Balance	(12,683.10)	(12,796.70)
Adjustment of share based payments on lapses /cancellation	42.25	34.07
Transfer from deemed capital contribution – ESOP	138.30	-
Add : Adjustment from capital reserve pursuant to Scheme of arrangement (refer note 2.55)	32.52	-
Add: Adjustment from securities premium pursuant to Scheme of arrangement (refer note 2.55)	12,321.06	-
Add: Profit for the year	980.92	62.98
Add: Other comprehensive income for the year	5.09	(2.28)
Add: Transfer from revaluation reserve	17.11	18.83
Amount available for appropriation	854.15	(12,683.10)
Total	16,963.83	15,914.82

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.22 Fee and commission income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Income from securities broking	3,054.40	2,120.13
Advisory and other fees	2,387.62	1,093.01
	5,442.02	3,213.14

2.22A Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service transferred at a point in time	5,376.87	2,942.88
Service transferred over time	65.15	270.26
	5,442.02	3,213.14

2.23 Interest income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
On financial assets measured at amortised cost		
Interest on deposits with Banks	472.30	149.21
Other interest income	183.71	26.49
	656.01	175.70

2.24 Dividend income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Dividend on stock in trade *	0.00	0.01
Dividend from Subsidiary Companies	-	115.84
	0.00	115.85

*(0.00 indicates amount less than Rs. 0.01 million)

2.25 Other income

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Profit on sale of property, plant and equipment (net)	-	1.30
Interest on Income tax refund	-	3.17
Corporate cost allocation income	-	341.88
Rental income	-	86.17
Miscellaneous income	1.01	4.97
	1.01	437.49

During year ended March 31, 2023 the Company incurred expenses for senior management cost and shared premises cost, these costs expended plus markup are recovered from subsidiaries and associate, and represented in other income as a Corporate cost allocation and rental income. For the year ended March 31, 2024, these costs expended are recovered as a cost reimbursement without mark-up & thus such costs so expended are presented net of recoveries in notes 2.8, 2.9, 2.27, 2.28 & 2.30.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.26 Net loss on fair value changes

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Loss on error trade (net)	(1.81)	(6.71)
Fair value loss on investment measured at FVTPL	(1.09)	(0.51)
Total net loss on fair value changes	(2.90)	(7.22)
Fair value changes:		
Realised gain/(loss)	(8.34)	(6.65)
Unrealised gain/(loss)	5.44	(0.57)
Total	(2.90)	(7.22)

2.27 Employee benefit expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Salaries and wages	1,708.79	1,438.87
Contribution to provident and other funds (refer note 2.34)	60.78	57.48
Expense on share based payments - refer note below	122.90	144.31
Staff welfare expenses	48.19	32.18
	1,940.66	1,672.84

Note:

- 1) Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) has granted Employee Stock Option Plans ("ESOP") to the Group's employees on an equity-settled basis. The Company has recognised share based payment expenses of Rs. 116.95 million & Rs. 116.13 million for the year ended March 31, 2024 and for the year ended March 31, 2023 respectively, based on fair value as on the grant date calculated as per option pricing model. (refer note 2.42).
- 2) Edelweiss Financial Services Limited ("EFSL") an entity exercising significant influence over the Company (upto March 30 2023), has granted ESOP/Stock appreciation rights option to acquire equity shares of EFSL that would vest in a graded manner to Company's employees. Based on policy, EFSL has charged the fair value of such stock options, and Company has accepted such cross charge and accordingly recognised the same under the employee cost for the year ended March 31, 2024 and March 31, 2023.

2.28 Finance costs

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
On financial liabilities measured at amortised cost		
Interest on borrowings (other than debt securities)	177.46	83.62
Interest on debt securities	176.33	173.81
Interest on Margin	240.95	-
Financial and bank charges	70.40	18.12
Interest on Lease Liability* (refer note 2.37)	22.90	32.36
Other interest expenses	1.32	0.67
	689.36	308.58

* Net of cost reimbursement recoveries from its group companies amounting to Rs. 34.98 million for the year ended March 31, 2024. (Previous Year: Nil)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.29 Impairment on financial instruments

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
On financial instruments at fair value through profit or loss		
On trade receivables	11.24	5.25
On other financial instruments	(0.76)	66.68
On Investment #	68.21	-
	78.69	71.93

represents impairment on investment in Nuvama Capital Services (IFSC) Limited (formerly Edelweiss Securities (IFSC) Limited).

2.30 Other expenses

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Advertisement and business promotion (refer note 2.41)	31.36	52.21
Auditor's remuneration (refer note below)	17.78	10.69
Commission and brokerage	59.36	113.24
Communication	210.48	158.74
Directors' sitting fees	5.96	1.40
Insurance	18.03	16.83
Legal and professional fees	302.22	220.85
Printing and stationery (refer note 2.41)	5.80	3.54
Rates and taxes	0.27	2.09
Rent (refer note 2.37 and 2.41)	37.12	67.85
Repairs and maintenance	9.05	7.55
Electricity charges (refer note 2.41)	8.75	6.77
Foreign exchange loss (net)	8.19	9.18
Computer & Computer Software expenses (refer note 2.41)	271.68	194.64
Corporate social responsibility (refer note 2.52)	-	2.50
Donation	-	0.85
Clearing & custodian charges	504.37	85.45
Loss on sale of property, plant and equipment	1.47	-
Membership and subscription	98.36	85.25
Office expenses (refer note 2.41)	8.37	7.52
Goods & Service tax expenses	2.39	8.27
Stamp duty	111.16	14.79
Stock exchange expenses	191.90	176.00
Travelling and conveyance	80.77	53.86
Miscellaneous expenses	-	14.02
Outside services cost	20.18	25.51
Commission to Non-Executive Directors	15.00	12.50
	2,020.02	1,352.10

Auditors' remuneration:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Statutory audit fee	7.15	4.90
Limited review fee	2.58	2.13
Other services including certification work	7.38	3.45
Reimbursement of expenses	0.67	0.21
	17.78	10.69

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.31 Income Tax

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
The components of income tax expenses for the year:		
Current tax	328.23	99.86
Adjustment in respect of income tax of prior years	(75.44)	(4.54)
Deferred tax relating to origination and reversal of temporary differences	(158.41)	(87.28)
Total tax charge	94.38	8.04
Current tax	252.79	95.32
Deferred tax	(158.41)	(87.28)
	94.38	8.04

2.31a Reconciliation of total tax charge

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Accounting profit before tax as per financial statements	1,075.30	71.02
Tax rate (in percentage)	25.17%	25.17%
Income tax expenses for current period as per above rate	270.63	17.87
Adjustment in respect of current income tax of prior years	(75.44)	(4.54)
Non-deductible expenses	(0.73)	1.50
Allowable expenses u/s 35D	(1.70)	(1.70)
Employee benefits obligations - bonus	(6.69)	(8.01)
Loss accounted under composite scheme of arrangement not available to Company *	-	2.92
Profit accounted under composite scheme of arrangement not taxable for the Company **	(91.69)	-
Total	94.38	8.04

* To give impact to the Composite scheme of arrangement and in line with IND AS requirements, the Company has recorded net losses of Rs. 11.61 million pertaining to the Wealth Management business undertaking in its statement of profit & loss account for the year ended March 31, 2023 (refer note 2.54). However, since the effective date of the said Wealth Management business undertaking is April 26 2022 as per the Composite scheme of arrangement, the said losses will be claimed / accounted for by the Demerged Company in its Income tax Return appropriately.

** To give the impact of Scheme of arrangement, the Company has recorded profit after tax from March 26, 2021 to May 18, 2023 amounting to Rs. 364.33 million pertaining to the Demerged Undertaking in its statement of profit & loss account for the year ended March 31, 2024 and the same is not taxable in the hands of the Company (refer note 2.55). The said profit has been offered by Edelweiss Financial Services Limited in its income tax return appropriately.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.31b Components of deferred tax

The following table shows deferred tax recorded in the Balance sheet and changes recorded in the income tax expense:

March 31, 2024	Opening deferred tax asset / (liability)	Recognised in profit or loss	Recognised in other comprehensive income	Recognised directly in equity	Others	Total movement	Closing deferred tax asset / (liability)
Deferred taxes in relation to:							
Property, plant and equipment	(39.58)	102.28	28.55	-	-	130.83	91.25
Trade & other receivable	20.15	2.49	-	-	-	2.49	22.64
Employee benefits obligations	9.49	(0.56)	-	-	-	(0.56)	8.93
Fair valuation of investment	(2.30)	0.27	-	-	-	0.27	(2.03)
Unamortised processing fees	(0.50)	(3.00)	-	-	-	(3.00)	(3.50)
Right of use & lease liability	18.45	13.47	-	-	-	13.47	31.92
Disallowances under section 35DD of the Income Tax	8.97	26.29	-	-	-	26.29	35.26
Others	-	17.17	-	-	-	17.17	17.17
Total	14.68	158.41	28.55	-	-	186.96	201.64
March 31, 2023							
March 31, 2023	Opening deferred tax asset / (liability)	Recognised in profit or loss	Recognised in other comprehensive income	Recognised directly in equity	Others	Total movement	Closing deferred tax asset / (liability)
Deferred taxes in relation to:							
Property, plant and equipment	(75.11)	35.53	-	-	-	35.53	(39.58)
Trade & other receivable	0.68	19.47	-	-	-	19.47	20.15
Employee benefits obligations	2.62	6.87	-	-	-	6.87	9.49
Fair valuation of investment	(2.43)	0.13	-	-	-	0.13	(2.30)
Unamortised processing fees	-	(0.50)	-	-	-	(0.50)	(0.50)
Right of use & lease liability	-	18.45	-	-	-	18.45	18.45
Disallowances under section 35DD of the Income Tax	-	8.97	-	-	-	8.97	8.97
Others	1.64	(1.64)	-	-	-	(1.64)	-
Total	(72.60)	87.28	-	-	-	87.28	14.68

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.32 In accordance with Indian Accounting Standard 33 on Earnings per share as prescribed under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014, the computation of earnings per share is set out below:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
(A) Profit after tax as per Statement of Profit and Loss	980.92	62.98
Less: dividend on preference share	-	-
Net profit for the year attributable to equity shareholders	980.92	62.98
(B) Calculation of weighted average number of equity shares of Rs. 10 each		
Number of shares outstanding at the beginning of the year	35,056,255	17,170,937
Equity shares to be issued pursuant to the Scheme of arrangement (Refer note 2.55)	10,528,746	-
Cancellation of equity shares pursuant to Scheme of arrangement (Refer note 2.55)	(10,512,660)	-
Issue of shares during the year on conversion of Compulsorily Convertible Debentures	-	17,871,263
Shares issued on exercise of ESOP	236,262	14,055
Total number of equity shares outstanding at the end of the year	35,308,603	35,056,255
Weighted average number of equity shares outstanding during the year (based on the date of issue of shares)	35,136,393	33,135,718
(C) Weighted average number of dilutive potential equity shares	772,957	-
(D) Basic earnings per share (in rupees) [A/B]	27.92	1.90
(E) Diluted earnings per share (in rupees) [A/(B+C)]	27.32	1.90

ESOPs outstanding as at March 31, 2023 being anti dilutive in nature have not been considered for computing diluted earnings per share for the year ended March 31, 2023.

2.33 Segment reporting

The Company's business is organised and management reviews the performance based on the business segments as mentioned below:

Operating Segment	The business segment comprises
Capital markets	Institutional broking business, Merchant Banking business and Advisory.
Wealth Management	Distribution of financial products and Investment advisory.
Holding Company Activities	Income from investment and dividend.

Income for each segment has been specifically identified. Expenditure, assets and liabilities are either specifically identified with individual segments or have been allocated to segments on a systematic basis. Based on such allocations, segment disclosures relating to revenue, results, assets and liabilities have been prepared.

Since the business operations of the Company are primarily concentrated in India, the Company is considered to operate only in the domestic segment and therefore there is no reportable geographic segment.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

The following table gives information as required under the Indian Accounting Standard –108 on Segment Reporting:

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
I Segment revenue		
Capital markets	6,331.03	3,080.68
Wealth Management	184.37	710.57
Holding Company Activities	-	-
Unallocated	26.44	150.93
Total Income	6,541.84	3,942.18
II Segment results (Profit before tax)		
Capital markets	1,589.29	267.03
Wealth Management	(207.75)	(166.00)
Holding Company Activities	-	-
Unallocated	(306.24)	(30.01)
Total	1,075.30	71.02
III Segment assets		
Capital markets	30,317.03	7,290.86
Wealth Management	255.63	492.21
Holding Company Activities	14,278.88	14,391.26
Unallocated	655.04	367.96
Total	45,506.58	22,542.29
IV Segment liabilities		
Capital markets	27,103.12	5,158.42
Wealth Management	264.74	375.91
Holding Company Activities	606.63	706.88
Unallocated	215.17	35.70
Total	28,189.66	6,276.91

2.34 Disclosure pursuant to Indian Accounting Standard 19 – Employee Benefits

A) Defined contribution plan (Provident fund and national pension scheme)

Amount of Rs. 50.56 million (Previous year: Rs. 48.20 million) is recognised as expenses in “Employee benefit expenses” – note 2.27 in the statement of profit and loss.

The following tables summarise the components of the net employee benefit expenses recognised in the statement of profit and loss, the funded status and amount recognised in the balance sheet for the gratuity benefit plan.

B) Defined benefit plan (Gratuity)

Expenses recognised in the statement of profit and loss

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Service cost		
a. Current service cost	10.87	9.88
b. Past service cost	-	-
c. Loss/ (Gain) from Settlement	-	-
Net interest on net defined benefit liability/ (asset)	(0.66)	(0.65)
Changes in foreign exchange rates	-	-
Employer Expense/ (Income)	10.21	9.23

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Net liability/(assets) recognized in the balance sheet

Particulars	As at March 31, 2024	As at March 31, 2023
Present value of defined benefit obligation	101.00	88.86
Fair value of plan assets	123.55	107.61
Net assets/(liability) recognised in the balance sheet	22.55	18.75
Of which, Short term provision	-	-

Reconciliation of Defined benefit obligation

Particulars	As at March 31, 2024	As at March 31, 2023
Present value of DBO at start of the year	88.86	98.23
Transfer In/(Out)	9.42	(6.18)
Interest cost	6.98	4.96
Current service cost	10.87	9.88
Benefits paid	(16.63)	(17.96)
Past service cost	-	-
Actuarial (gain)/loss on obligations changes in demographic assumptions	-	0.65
Actuarial (Loss)/Gain from changes in financial assumptions	0.78	(6.26)
Actuarial (gain)/loss on experience of past years	0.72	5.54
Present value of DBO at the end of the year	101.00	88.86

Reconciliation of fair value of the plan assets

Particulars	As at March 31, 2024	As at March 31, 2023
Fair value of plan assets at the start of the year	107.61	104.34
Expected return on plan assets	8.30	(2.35)
Contributions by employer	16.63	17.96
Benefits paid	(16.63)	(17.96)
Interest Income on Plan Assets	7.64	5.62
Actuarial (loss)/gain on plan assets	-	-
Fair value of plan assets at the end of the year	123.55	107.61
Actual return on plan assets	15.94	3.27
Expected employer contribution for the coming period	-	-

Movement in Other Comprehensive Income

Particulars	March 31, 2024	March 31, 2023
Balance at start of year (Loss)/ Gain	(2.35)	(0.07)
Re-measurement on DBO	-	-
a. Actuarial (Loss)/Gain from changes in demographic assumptions	-	(0.65)
b. Actuarial (Loss)/Gain from changes in financial assumptions	(0.78)	6.26
c. Actuarial (Loss)/Gain from experience over the past years	(0.72)	(5.54)
Re-measurement on Plan Assets	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	March 31, 2024	March 31, 2023
Return on plan assets excluding amount included in net interest on the net defined benefit liability/ (asset)	8.30	(2.35)
Re-measurement on Asset Ceiling	-	-
Changes in the effect of limiting a net defined benefit asset to the asset ceiling	-	-
Balance at the end of year (Loss) / Gain	4.45	(2.35)

Sensitivity Analysis

Particulars	March 31, 2024	March 31, 2023
DOB increases / (decreases) by		
1 % Increase in Salary Growth Rate	3.21	2.83
1 % Decrease in Salary Growth Rate	(3.10)	(2.69)
1 % Increase in Discount Rate	(3.07)	(2.67)
1 % Decrease in Discount Rate	3.24	2.85
1 % Increase in Withdrawal Rate	(0.30)	(0.19)
1 % Decrease in Withdrawal Rate	0.31	0.19
Mortality (Increase in expected lifetime by 1 year)*	0.00	0.00
Mortality (Increase in expected lifetime by 3 year)	1.00	(1.00)

* (0.00 indicates amount less than Rs. 0.01 million)

Movement in Surplus/ (Deficit)

Particulars	March 31, 2024	March 31, 2023
Surplus/ (Deficit) at start of year	18.75	6.11
Net (Acquisition)/ Divestiture	-	-
Net Transfer (In)/ Out	(9.42)	6.18
Movement during the year	-	-
Current Service Cost	(10.87)	(9.88)
Past Service Cost	-	-
Net interest on net DBO	0.66	0.66
Changes in Foreign Exchange Rates	-	-
Re-measurement	6.80	(2.28)
Contributions/ Benefits	16.63	17.96
Surplus / (Deficit) at end of year	22.55	18.75

Experience adjustment

Particulars	As at March 31, 2024	As at March 31, 2023	As at March 31, 2022	As at March 31, 2021	As at March 31, 2020
Defined benefit obligation	101.00	88.86	98.23	84.73	83.86
Fair value of plan assets	123.55	107.61	104.34	96.95	79.56
Surplus/(deficit)	22.55	18.75	6.11	(12.22)	(4.30)
Experience adjustment on plan liabilities: (Gain)/ Loss	0.72	5.54	7.95	0.58	(4.58)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Principal actuarial assumptions at the balance sheet date

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Discount rate (p.a.)	6.90%	7.10%
Salary escalation (p.a.)	7.00%	7.00%
Expected return of plan assets (p.a.)	7.10%	5.40%
Withdrawal rate (p.a.)	22.00%	22.00%
Mortality rate	IALM 2012-14 (Ultimate)	IALM 2012-14 (Ultimate)
Expected average remaining working lives of employees	3 years	3 years

2.35 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	March 31, 2024			March 31, 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Financial assets						
Cash and cash equivalents	64.32	-	64.32	84.24	-	84.24
Other bank balances	8,219.32	-	8,219.32	3,612.67	45.54	3,658.21
Securities held for trading*	0.00	-	0.00	0.00	-	0.00
Trade receivables	1,601.06	-	1,601.06	588.44	-	588.44
Investments	-	13,328.77	13,328.77	-	13,193.95	13,193.95
Other financial assets	19,797.79	148.00	19,945.79	2,172.42	209.91	2,382.33
	29,682.49	13,476.77	43,159.26	6,457.77	13,449.40	19,907.17
Non-financial assets						
Current tax assets (net)	-	277.66	277.66	-	193.21	193.21
Deferred tax assets (net)	-	201.64	201.64	-	14.68	14.68
Property, plant and equipment	-	1,229.67	1,229.67	-	1,604.77	1,604.77
Intangible assets under development	-	-	-	-	6.93	6.93
Intangible assets	-	102.09	102.09	-	136.39	136.39
Other non-financial assets	-	536.26	536.26	1.31	677.83	679.14
	-	2,347.32	2,347.32	1.31	2,633.81	2,635.12
Total assets	29,682.49	15,824.09	45,506.58	6,459.08	16,083.21	22,542.29
Financial liabilities						
Trade payables	18,958.03	-	18,958.03	1,692.13	-	1,692.13
Debt securities	1,545.44	-	1,545.44	3,151.99	-	3,151.99
Borrowings (other than debt securities)	4,405.26	-	4,405.26	3.26	-	3.26
Other financial liabilities	1,818.43	606.69	2,425.12	479.27	706.94	1,186.21
	26,727.16	606.69	27,333.85	5,326.65	706.94	6,033.59
Non-financial liabilities						
Current tax liabilities (net)	165.63	-	165.63	-	-	-
Provisions	-	16.14	16.14	-	13.57	13.57
Deferred tax liabilities (net)	-	-	-	-	-	-
Other non-financial liabilities	536.71	137.33	674.04	103.15	126.60	229.75
	702.34	153.47	855.81	103.15	140.17	243.32
Total liabilities	27,429.50	760.16	28,189.66	5,429.80	847.11	6,276.91
Net	2,252.99	15,063.93	17,316.92	1,029.28	15,236.10	16,265.38

* (0.00 indicates amount less than Rs. 0.01 million)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.36 Change in liabilities arising from financing activities.

Particulars	April 01, 2023	On account of composite scheme of arrangement	Cash flows	Accrued interest on loan	Conversion into equity	March 31, 2024
Debt securities	3,151.99	-	(1,605.00)	(1.55)	-	1,545.44
Borrowings other than debt securities	3.26	-	4,389.10	12.90	-	4,405.26
Total liabilities from financing activities	3,155.25	-	2,784.10	11.35	-	5,950.70

Particulars	April 01, 2022	On account of composite scheme of arrangement	Cash flows	Accrued interest on loan	Conversion into equity	March 31, 2023
Debt securities	-	-	3,124.80	27.19	-	3,151.99
Borrowings other than debt securities	-	-	-	3.26	-	3.26
Total liabilities from financing activities	-	-	3,124.80	30.45	-	3,155.25

2.37 Contingent liabilities, commitments and lease arrangements

A. Contingent liabilities (to the extent not provided for)

- Taxation matters in respect of which appeal is pending Rs. Nil (Previous year: Rs. Nil).
- Litigation pending against the Company amounting to Rs. 6.84 million (Previous year: Rs. 6.84 million).

The Company's pending litigations mainly comprise of claims against the Company pertaining to proceedings pending with income tax and other authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in the financial statements. The amount of provisions / contingent liabilities is based on management's estimate, and no significant liability is expected to arise out of the same.

- The Company has received demand notices from tax authorities on account of disallowance of expenditure for earning exempt income under Section 14A of Income Tax Act 1961 read with Rule 8D of the Income Tax Rules, 1962. The Company has filed appeal/s and is defending its position. Based on the favourable outcome in Appellate proceedings in the past and as advised by the tax advisors, Company is reasonably certain about sustaining its position in the pending cases, hence the possibility of outflow of resources embodying economic benefits on this ground is remote.
- The Company has provided corporate guarantees to banks for securing credit facilities & bank guarantees and to debenture trustees for issue of debentures on behalf of its subsidiary companies and associate Rs. 42,568.00 million (Previous year: Rs. 24,618.00 million) and utilized amount as on March 31, 2024 is Rs. 27,446.50 million (Previous year: Rs. 21,133.50 million).

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

B. Capital commitments (to the extent not provided for)

Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. 19.70 million (net of advances) (Previous year: Rs. 45.93 million).

The Company has sponsor capital commitments (net of investments) Rs. 91.55 million (Previous year Rs. 85.40 million)

C. Lease commitments

The Company has entered into commercial lease for premises.

i) Movement of ROU Asset

Particulars	March 31, 2024	March 31, 2023
Opening Balance	689.76	-
Transition impact of Ind AS 116	-	-
Addition / (disposal) during the year	-	767.05
Less: Amortisation on Right of Use (refer note 1 below)	(153.75)	(77.29)
Closing Balance	536.01	689.76

ii) Movement of Lease liability

Particulars	March 31, 2024	March 31, 2023
Opening Balance	706.88	-
Transition impact of Ind AS 116	-	-
Addition / (disposal) during the year	-	710.84
Add: Accretion of interest (refer note 2 below)	57.88	32.36
Less: Payment during the year	(158.13)	(36.32)
Closing Balance	606.63	706.88

iii) Other disclosures

Particulars	March 31, 2024	March 31, 2023
Incremental borrowing rate of company (in %)	9.35	9.35
The leases have an life of between (in years)	5.00	5.00
The total lease payment for the year (in amount)	158.13	36.32

iv) minimum lease payments under non-cancellable operating leases as at March 31 are, as follows:

Particulars	March 31, 2024	March 31, 2023
Within one year	210.85	158.14
After one year but not more than five years	488.17	699.02
Total	699.02	857.16

Note:

- Amortisation on Right of Use is gross of reimbursement received of Rs. 90.96 million for the year ended March 31, 2024. (Previous Year: Nil)
- Accretion of interest on lease liabilities is gross of reimbursement received of Rs. 34.98 million for the year ended March 31, 2024. (Previous Year: Nil)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.38 Disclosure as required by Indian Accounting Standard 24 – “Related Party Disclosure”, as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 :

(A) Names of related parties by whom control is exercised

PAGAC Ecstasy Pte. Limited Holding company

(B) Names of related parties who exercise significant influence

Edelweiss Financial Services Limited (w.e.f. March 27, 2021 and upto March 30, 2023)

(C) Subsidiaries/entities which are controlled by the Company

Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)

Nuvama Financial Services Inc. (Formerly Edelweiss Financial Services Inc.)

Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)

Nuvama Investment Advisors (Hongkong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)

Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)

Nuvama Asset Management Limited (formerly ESL Securities Limited)

Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)

Nuvama Capital Services (IFSC) Limited (formerly Edelweiss Securities (IFSC) Limited)

Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)

Pickright Technologies Private Limited (w.e.f. March 9, 2023)

Nuvama Investment Advisors LLC (w.e.f. September 6, 2023)

(D) Subsidiaries of entity exercising significant influence with whom the Company has transactions (upto March 30, 2023)

ECap Equities Limited (formerly known as Edel Land Limited)

ECL Finance Limited

Edel Investments Limited

Edelcap Securities Limited

EdelGive Foundation

Edelweiss Alternative Asset Advisors Limited

Edelweiss Asset Management Limited

Zuno General Insurance Limited (formerly known as Edelweiss General Insurance Company Limited)

Edelweiss Investment Adviser Limited

Edelweiss Retail Finance Limited

Edelweiss Rural & Corporate Services Limited

Edelweiss Securities And Investments Private Limited

Edelweiss Tokio Life Insurance Company Limited

(E) Fellow entity of the holding Company

Asia Pragati Strategic Investment Fund

(F) Associate company with whom the Company has transactions

Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)

(G) Joint Venture

Nuvama and Cushman & Wakefield Management Private Limited (w.e.f. September 4, 2023)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

(H) Additional related party as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(i.e. entity which was holding more than 10% equity shares at any time during the immediate preceding financial year)

Edelweiss Financial Services Limited ('EFSL') (w.e.f. March 31, 2023)

(I) Key Management Personnel (KMP)

Mr. Ashish Kehair	Managing Director & CEO
Mr. Shiv Sehgal	Executive Director
Mr. Anthony Miller	Non- Executive Director
Mr. Aswin Vikram	Non- Executive Director
Mr. Lincoln Pan	Non-executive Director (w.e.f. July 30, 2021 upto November 7, 2022)
Mr. Nikhil Srivastava	Non-executive Director
Mr. Ramesh Abhishek	Non-executive Director
Mr. Rashesh Shah	Non-executive Director (upto March 17, 2023)
Mr. Venkatchalam Ramaswamy	Non-executive Director (upto March 17, 2023)
Ms. Vidya Shah	Non-executive Director (upto February 8, 2023)
Mr. Sujey Subramanian	Non-executive Director (w.e.f November 7, 2022 upto May 1, 2023)
Ms. Anisha Motwani	Independent Director
Mr. Birendra Kumar	Independent Director
Mr. Kunnasagaran Chinniah	Independent Director (upto May 1, 2023)
Mr. Navtej S. Nandra	Independent Director
Mr. Sameer Kaji	Independent Director (w.e.f May 1, 2023)
Mr. Kamlesh Shivji Vikamsey	Independent Director (w.e.f May 30, 2023)
Mr. Shivaraman Iyer	Chief Financial Officer (upto October 31, 2022)
Mr. Mihir Nanavati	Chief Financial Officer (w.e.f November 1, 2022)
Ms. Sonal Tiwari	Company Secretary (w.e.f December 30, 2021 upto November 29, 2022)
Ms. Pooja Doshi	Company Secretary (w.e.f May 25, 2023 upto July 14, 2023)
Ms. Sneha Patwardhan	Company Secretary (w.e.f. July 15, 2023)

Note:

During the year ended March 31, 2023, Edelweiss Financial Services Limited (EFSL) held 29.99% directly and 43.74% indirectly along with its subsidiaries in the equity shares of the Company. Thus, EFSL was disclosed as a party exercising significant influence over the Company. Further, transactions with its subsidiaries were also disclosed under category D above 'Subsidiaries of entity exercising significant influence with whom the Company has transactions (upto March 30, 2023)'. During the financial year ended March 31, 2023, pursuant to the amendment in the shareholders agreement, MOA and AOA of the Company, effective March 30, 2023, EFSL ceases to exercise significant influence over the Company. Accordingly, Transactions with EFSL and its subsidiaries have been disclosed only till March 30, 2023.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.38 Disclosure as required by Indian Accounting Standard 24 – “Related Party Disclosure”, as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 :

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23				
			Ultimate holding company which are controlled by the Group	Subsidiaries/ entities which are controlled by the Group	Subsidiaries/ Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group
Capital account transactions											
1	Equity share capital (Issue of Compulsorily Convertible Debentures)	PAGAC Ecstasy Pte. Limited	-	-	-	-	-	22,044.00	-	-	-
2	Equity share capital (Conversion of Compulsorily Convertible Debentures)	PAGAC Ecstasy Pte. Limited	-	-	-	-	-	22,044.00	-	-	-
		Asia Pragati Strategic Investment Fund	-	-	-	-	-	-	-	-	395.88
3	Investment in equity shares of	Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	100.00	-	-	-	-	-	90.00	-
		Nuvama Capital Services (FSC) Limited (formerly Edelweiss Securities (FSC) Limited)	-	6.34	-	-	-	-	-	12.35	-
		Pickright Technologies Private Limited	-	-	-	-	-	-	-	175.00	-
4	Purchase of securities	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	5.00	-	-	-	-	-	-	-
Secondary market transaction											
5	Advisory/Referral/ Research fee and Brokerage/commission income received from	Edelweiss Financial Services Limited	-	-	-	-	-	7.00	-	-	144.48

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23				KMPs			
			Ultimate holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company		Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	72.98	-	-	-	-	-	119.03	-	-	-	-
		Edelweiss Asset Management Limited	-	-	-	-	-	-	-	-	0.40	-	-	-
		Edelweiss Tokio Life Insurance Company Limited	-	-	-	-	-	-	-	-	0.15	-	-	-
		Edelcap Securities Limited	-	-	-	-	-	-	-	-	17.95	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	0.30	-	-	-	-	-	142.98	-	-	-	-
		Edelweiss Investment Adviser Limited	-	-	-	-	-	-	-	-	16.48	-	-	-
		Edel Investments Limited	-	-	-	-	-	-	-	-	15.05	-	-	-
		Zuno General Insurance Limited (formerly known as Edelweiss General Insurance Company Limited)	-	-	-	-	-	-	-	-	0.07	-	-	-
		ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	-	-	-	-	63.98	-	-	-
6	Dividend Income	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	-	-	-	-	-	-	65.81	-	-	-	-
		Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	-	-	-	-	-	-	50.03	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23								
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
7	Brokerage income earned from	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	0.06	-	-	-	-	-	0.02	-	-	-	-	-
		Edelweiss Investment Adviser Limited	-	-	-	-	-	-	-	-	6.00	-	-	-	-
		Edelweiss Tokio Life Insurance Company Limited	-	-	-	-	-	-	-	-	1.30	-	-	-	-
		ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	-	-	-	-	0.03	-	-	-	-
		Zuno General Insurance Limited (formerly known as Edelweiss General Insurance Company Limited)	-	-	-	-	-	-	-	-	0.31	-	-	-	-
8	Branding fees recovered from	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	-	-	-	-	-	-	8.85	-	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	-	-	-	-	-	-	23.61	-	-	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	-	-	-	-	-	-	4.47	-	-	-	-	-
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	-	-	-	-	-	-	0.98	-	-	-	-	-
9	Branding fees paid to	Edelweiss Financial Services Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
			-	-	-	-	-	-	-	-	40.11	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24					Financial Year 2022-23							
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
10	Cost reimbursement recovered from	Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	16.62	-	-	-	-	-	-	91.85	-	-	-	-
		Edelweiss Alternative Asset Advisors Limited	-	-	-	-	-	-	-	-	-	0.01	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	10.21	-	-	-	-	-	-	9.70	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	2.30	-	-	-	-	-	-	-	-	1.44
		Edelweiss Rural & Corporate Services Limited	-	-	-	-	-	-	-	-	-	0.00	-	-	-
		Edelweiss Financial Services Limited	-	-	-	-	-	4.63	14.00	-	-	-	-	-	-
		Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	1.75	-	-	-	-	-	12.84	-	-	-	-	-
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	0.14	-	-	-	-	-	6.50	-	-	-	-	-
		Edelweiss Investment Adviser Limited	-	-	-	-	-	-	-	-	-	0.87	-	-	-
		Edelweiss Asset Management Limited	-	-	-	-	-	-	-	-	-	0.09	-	-	-
		ECL Finance Limited	-	-	-	-	-	-	-	-	-	0.00	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23							
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries/ Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	0.96	-	-	-	-	-	0.96	-	-	-	-
		Nuvama Investment Advisors (Hong Kong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	1.52	-	-	-	-	-	1.52	-	-	-	-
		Edelweiss Securities And Investments Private Limited	-	-	-	-	-	-	-	-	0.52	-	-	-
		Ecap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	-	-	-	-	0.96	-	-	-
11	Cost reimbursement paid to	Zuno General Insurance Limited (formerly known as Edelweiss General Insurance Company Limited)	-	-	-	-	-	-	-	-	13.23	-	-	-
		Edelweiss Rural & Corporate Services Limited	-	-	-	-	-	-	-	-	4.80	-	-	-
		Edelweiss Tokio Life Insurance Company Limited	-	-	-	-	-	-	-	-	7.80	-	-	-
		Edelweiss Financial Services Limited	-	-	-	-	8.12	-	-	-	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	3.46	-	-	-	-	-	-	2.04	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24					Financial Year 2022-23							
			Ultimate holding company	Subsidiaries/ entities which are controlled by the Group	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions	KMPs
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	0.04	-	-	-	-	-	-	-	-	-	-	-
		Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	0.41	-	-	-	-	-	0.01	-	-	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	0.08	-	-	-	-	-	0.01	-	-	-	-	-
		Ecap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	-	-	-	-	0.00	-	-	-	-
12	Corporate Allocation received from	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	18.76	-	-	-	-	-	48.59	-	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	66.36	-	-	-	-	-	239.02	-	-	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	26.77	-	-	-	-	-	54.27	-	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	21.01	-	-	-	-	-	-	-	-	-
13	Technology Shared Service Income received from	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	36.60	-	-	-	-	-	33.48	-	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23								
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	13.74	-	-	-	-	-	-	19.88	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	241.79	-	-	-	-	-	-	231.37	-	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	53.35	-	-	-	-	-	-	43.43	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	2.70	-	-	-	-	-	-	-	-	-
		Edelweiss Financial Services Limited	-	-	-	-	-	-	10.65	-	-	-	-	-	-
14	Technology Shared Service Cost paid to	Edelweiss Rural & Corporate Services Limited	-	-	-	-	-	-	-	-	-	244.00	-	-	-
15	Net income from merchant banking business	Edelweiss Financial Services Limited	-	-	-	-	-	442.80	-	-	-	-	-	-	-
16	Research fee expenses	Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	2.77	-	-	-	-	-	-	-	-	-	-	-
17	Chaperoning Fees paid to	Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	87.87	-	-	-	-	-	-	49.98	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24					Financial Year 2022-23							
			Ultimate holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Financial Services Inc (Formerly Edelweiss Financial Services Inc.)	-	25.41	-	-	-	-	-	-	22.39	-	-	-	-
		Nuvama Investment Advisors (Hong Kong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	21.89	-	-	-	-	-	-	29.80	-	-	-	-
		Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	-	27.25	-	-	-	-	-	-	20.99	-	-	-	-
18	Rent recovered from	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	15.19	-	-	-	-	-	-	10.89	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	114.45	-	-	-	-	-	-	33.46	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	7.08	-	-	-	-	-	-	-	-	2.79
		Edelweiss Financial Services Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
		Edelweiss Investment Adviser Limited	-	-	-	-	-	-	-	-	-	-	0.12	-	-
		Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	34.77	-	-	-	-	-	-	10.01	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24					Financial Year 2022-23							
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	24.93	-	-	-	-	-	7.76	-	-	-	-	-
		Nuvama and Cushman & Wakefield Management Private Limited	-	-	-	0.68	-	-	-	-	-	-	-	-	-
19	Rent paid to	Edelweiss Rural & Corporate Services Limited	-	-	-	-	-	-	-	-	12.51	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	1.55	-	-	-	-	-	2.40	-	-	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	14.48	-	-	-	-	-	39.94	-	-	-	-	-
20	Software usage fees received from *	Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	-	-	-	-	-	-	144.31	-	-	-	-	-
21	Clearing charges paid to	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	504.37	-	-	-	-	-	85.44	-	-	-	-	-
22	Infrastructure Service Charges	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	10.00	-	-	-	-	-	10.00	-	-	-	-	-
23	Corporate social responsibility -Donation	EdeGive Foundation	-	-	-	-	-	-	-	-	2.50	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23							
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
24	Interest expenses on loan	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	1.32	-	-	-	-	-	76.82	-	-	-	-
25	Interest income on ICD	Edelweiss Rural & Corporate Services Limited	-	-	-	-	-	-	-	-	2.71	-	-	-
26	Interest received on margin from	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	183.71	-	-	-	-	-	23.78	-	-	-	-
27	Other Reimbursements (ESOP) recovered from	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	6.18	-	-	-	-	-	9.39	-	-	-	-
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	15.83	-	-	-	-	-	19.65	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	102.04	-	-	-	-	-	82.25	-	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	1.86	-	-	-	-	-	1.26	-	-	-	-
		Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	1.82	-	-	-	-	-	2.68	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24					Financial Year 2022-23							
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Investment Advisors (Hong Kong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	-	-	-	-	-	-	1.31	-	-	-	-	-
		Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	-	1.50	-	-	-	-	-	-	0.45	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	0.16	-	-	-	-	-	-	-	-	-
28	Other Reimbursements (ESOP) paid to	Nuvama Investment Advisors (Hong Kong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	1.09	-	-	-	-	-	-	-	-	-	-	-
29	Expense on share based payments Paid to	Edelweiss Financial Services Limited	-	-	-	-	5.93	-	28.12	-	-	-	-	-	-
30	Reversal of share based payments (Through Reserves & Surplus) Recovered from	Edelweiss Financial Services Limited	-	-	-	-	42.25	-	34.07	-	-	-	-	-	-
31	Interest expenses on Compulsorily Convertible Debentures	PAGAC Ecstasy Pre. Limited	-	-	-	-	-	0.02	-	-	-	-	-	-	-
32	Interest expenses on Compulsorily Convertible Debentures	Asia Pragati Strategic Investment Fund	-	-	-	-	-	-	-	-	-	0.00	-	-	-
33	Remuneration paid to	Key Management Personnel	-	-	-	-	-	-	-	-	-	-	-	-	137.81

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24					Financial Year 2022-23							
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions	KMPs
34	Directors' sitting fees	Key Management Personnel	-	-	-	-	-	-	-	-	-	-	-	-	1.40
35	Commission to Non-Executive Directors	Key Management Personnel	-	-	-	-	-	15.00	-	-	-	-	-	-	12.50
36	Property, plant and equipment sold to	Edelcap Securities Limited	-	-	-	-	-	-	-	-	0.43	-	-	-	-
		Edelweiss Rural & Corporate Services Limited	-	-	-	-	-	-	-	-	0.00	-	-	-	-
		ECL Finance Limited	-	-	-	-	-	-	-	-	0.00	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	0.08	-	-	-	-	-	-	-	-	-	-	-
		Edelweiss Financial Services Limited	-	-	-	-	-	-	-	-	-	0.08	-	-	-
		Edel Investments Limited	-	-	-	-	-	-	-	-	-	-	0.61	-	-
		E Cap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	-	-	-	-	-	-	0.00	-	-
37	Property, plant and equipment purchased from	Edelcap Securities Limited	-	-	-	-	-	-	-	-	-	-	0.00	-	-
38	Margin placed with	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	1,527,042.69	-	-	-	-	-	-	-	-	1,301,063.29	-	-
39	Margin withdrawn from	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	1,508,540.89	-	-	-	-	-	-	-	-	1,300,246.51	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23				KMPs		
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries/ Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company		Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions
40	Credited for equity segment	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	821.38	-	-	-	-	-	182.64	-	-	-
41	Debited for equity segment	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	811.62	-	-	-	-	-	6.35	-	-	-
		ECap Equities Limited (formerly known as Edel Land Limited)	-	-	-	-	-	-	-	-	138.26	-	-
42	Purchase of debt instruments from	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	-	-	-	-	-	-	639.75	-	-	-
43	Inter corporate deposit placed with	Edelweiss Rural & Corporate Services Limited	-	-	-	-	-	-	-	-	60,000	-	-
44	Inter corporate deposit withdrawn from	Edelweiss Rural & Corporate Services Limited	-	-	-	-	-	-	-	-	60,000	-	-
45	Short term loans taken from	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	31,375.00	-	-	-	-	-	93,063.50	-	-	-
46	Short term loans repaid to	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	31,375.00	-	-	-	-	-	93,063.50	-	-	-
	Balances with related parties												
47	Accrued interest income on margin placed with	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	82.57	-	-	-	-	-	7.08	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24					Financial Year 2022-23							
			Ultimate holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
48	Accrued interest expenses on loan taken	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	0.37	-	-	-	-	-	-	3.26	-	-	-	-
49	Investments in equity shares	Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	6,351.10	-	-	-	-	-	-	6,351.10	-	-	-	-
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	459.60	-	-	-	-	-	-	359.60	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	-	-	-	-	-	-	-	-	-	269.50
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	4,657.95	-	-	-	-	-	-	4,657.95	-	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	714.78	-	-	-	-	-	-	714.78	-	-	-	-
		Nuvama Capital Services (FSC) Limited (formerly Edelweiss Securities (FSC) Limited)	-	205.78	-	-	-	-	-	-	187.09	-	-	-	-
		Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	115.64	-	-	-	-	-	-	115.64	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23								
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Financial Services Inc (Formerly Edelweiss Financial Services Inc.)	-	79.67	-	-	-	-	-	-	79.67	-	-	-	-
		Nuvama Investment Advisors (Hong Kong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	119.66	-	-	-	-	-	-	119.66	-	-	-	-
		Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	-	26.26	-	-	-	-	-	-	26.26	-	-	-	-
		Nuvama Investment Advisors LLC	-	41.72	-	-	-	-	-	-	-	-	-	-	-
		Pickright Technologies Private Limited	-	230.00	-	-	-	-	-	-	230.00	-	-	-	-
50	Margin payable to	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	19,433.53	-	-	-	-	-	-	931.73	-	-	-	-
51	Trade payables to	Edelweiss Financial Services Limited	-	-	-	-	-	8.12	-	-	-	-	-	-	-
		Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	20.00	-	-	-	-	-	-	10.32	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	4.13	-	-	-	-	-	-	2.77	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23								
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	145	-	-	-	-	-	-	116	-	-	-	-
		Nuvama Financial Services Inc (Formerly Edelweiss Financial Services Inc.)	-	962	-	-	-	-	-	-	305	-	-	-	-
		Nuvama Investment Advisors (Hong Kong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	-	-	-	-	-	-	-	667	-	-	-	-
		Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	-	1119	-	-	-	-	-	-	387	-	-	-	-
		Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	2131	-	-	-	-	-	-	1652	-	-	-	-
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	-	-	-	-	-	-	-	003	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	-	-	-	-	-	-	-	-	002	-
52	Other Payable	Edelweiss Financial Services Limited	-	-	-	-	-	-	-	-	-	-	-	-	2.89

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23								
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	15.96	-	-	-	-	-	-	5.01	-	-	-	-
		Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	0.00	-	-	-	-	-	-	0.07	-	-	-	-
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	4.92	-	-	-	-	-	-	-	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	-	-	-	-	-	-	-	-	1.22	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	-	-	-	-	-	-	-	0.01	-	-	-	-
53	Trade receivables from	Edelweiss Financial Services Limited	-	-	-	-	-	-	-	-	-	-	-	-	-
		Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	13.12	-	-	-	-	-	-	21.98	-	-	-	-
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	6.04	-	-	-	-	-	-	9.51	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	-	-	-	-	-	4.43	-	-	-	0.55

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23								
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	69.24	-	-	-	-	-	203.47	-	-	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	36.36	-	-	-	-	-	33.21	-	-	-	-	-
		Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	0.24	-	-	-	-	-	0.24	-	-	-	-	-
		Nuvama Investment Advisors (Hong Kong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	0.38	-	-	-	-	-	0.38	-	-	-	-	-
		Nuvama and Cushman & Wakefield Management Private Limited	-	-	-	-	0.60	-	-	-	-	-	-	-	-
54	Other financial assets	Nuvama Capital Services (FSC) Limited (formerly Edelweiss Securities (FSC) Limited)	-	-	-	-	-	-	-	12.35	-	-	-	-	-
55	Advance against Chaperoning Fees	Nuvama Investment Advisors (Hong Kong) Private Limited	-	6.27	-	-	-	-	-	-	-	-	-	-	-
56	Other Receivable	Nuvama Capital Services (FSC) Limited (formerly Edelweiss Securities (FSC) Limited)	-	0.05	-	-	-	-	-	0.26	-	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23								
			Ultimate holding company	Subsidiaries/ entities controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries/ of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions
		Nuvama Wealth Finance Limited (formerly Edelweiss Finance & Investments Limited)	-	1.80	-	-	-	-	-	-	2.00	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	22.45	-	-	-	-	-	-	22.43	-	-	-	-
		Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	0.53	-	-	-	-	-	-	0.07	-	-	-	-
		Nuvama Asset Management Limited (formerly ESL Securities Limited)	-	3.54	-	-	-	-	-	-	4.55	-	-	-	-
		Nuvama Investment Advisors Private Limited (formerly Edelweiss Investment Advisors Private Limited)	-	0.41	-	-	-	-	-	-	0.54	-	-	-	-
		Nuvama Custodial Services Limited (formerly Edelweiss Capital Services Limited)	-	-	-	0.16	-	-	-	-	-	-	-	-	-
		Nuvama Investment Advisors (Hong Kong) Private Limited (formerly Edelweiss Securities (Hongkong) Private Limited)	-	-	-	-	-	-	-	-	0.42	-	-	-	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Sr. No	Nature of Transaction	Related Party Name	Financial Year 2023-24				Financial Year 2022-23								
			Ultimate holding company	Subsidiaries/ entities which are controlled by the Group	Associate companies with whom the Group has transactions	Joint Venture	KMPs	Related Party as per SEBI LODR Regulations	Ultimate holding company	Entities who exercises significant influence over holding company	Subsidiaries/ entities which are controlled by the Group	Subsidiaries of Entity exercising significant influence with whom the Group has transactions	Fellow entity of the ultimate holding company	Associate companies with whom the Group has transactions	KMPs
		Nuvama Financial Services (UK) Limited (formerly Edelweiss Financial Services (UK) Limited)	-	0.68	-	-	-	-	-	0.41	-	-	-	-	-
57	Receivable on account of demerger of merchant banking business	Edelweiss Financial Services Limited	-	-	-	-	168.40	-	-	-	-	-	-	-	-
58	Commission to Non-Executive Directors Payable to	Key Management Personnel	-	-	-	-	15.00	-	-	-	-	-	-	-	12.50
59	Liquidity support fees payable to	Asia Pragati Strategic Investment Fund	-	-	-	-	-	-	-	-	-	-	-	60.00	-
Off Balance sheet items															
60	Corporate guarantee given to	Nuvama Clearing Services Limited (formerly Edelweiss Custodial Services Limited)	-	12,500.00	-	-	-	-	-	10,500.00	-	-	-	-	-
		Nuvama Wealth and Investment Limited (formerly Edelweiss Broking Limited)	-	14,946.50	-	-	-	-	-	10,633.50	-	-	-	-	-
61	Liquidity support availed from	Asia Pragati Strategic Investment Fund	-	-	-	-	-	-	-	-	-	-	-	6,000.00	-

* (0.00 indicates amount less than Rs. 0.01 million)

Notes:

Note 1 : * Pertains to Wealth Management Business undertaking demerged from Edelweiss Global Wealth Management Limited, accounted in accordance with appendix C of IND AS 103 (Business Combinations of entities under common control).

Note 2 : Information relating to remuneration paid to key managerial person mentioned above excludes provision made for gratuity and leave encashment which are provided for group of employees on an overall basis. These are included on cash basis. The variable compensation included herein is on cash basis.

Note 3 : Loans received from subsidiary company are for the general corporate business.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.39 Capital management

The primary objective of the Company's capital management policy is to ensure that the Company complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value.

The Company manages its capital structure and makes adjustments to it according to changes in economic conditions and the risk characteristics of its activities. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities. No changes have been made to the objectives, policies and processes from the previous years. However, they are under constant review by the Board.

In addition to above, the Company is required to maintain minimum net worth as prescribed by various regulatory authorities. The management ensures that this is complied.

2.40 Foreign currency transactions

The Company has undertaken the following transactions in foreign currency during the year.

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Expenditure incurred in foreign currency (on accrual basis)		
Communication	41.60	49.59
Membership & subscription charges	14.36	8.26
Computer & Computer Software expenses	69.57	21.34
Travel	4.71	2.22
Professional fees	163.48	130.00
Commission & brokerage expenses	49.36	72.97
Advertisement and business promotion	3.39	14.08
Seminar & conference expenses	1.62	-
Staff Welfare Expenses	2.08	-
Finance Cost	-	0.24
Other expenses	-	5.60
Total	350.17	304.30
Income earned in foreign currency		
Advisory and other fees	1,402.85	318.54
Total	1,402.85	318.54

2.41 Cost sharing

The Company incurred expenditures like branding fee, senior management cost, technology, rent and administrative cost etc., which is for the common benefit of itself, its subsidiaries, associate & joint venture. These costs expended are reimbursed by these subsidiaries, associate & joint venture on the basis of number of employees, actual identifications etc. On the same lines, branch running costs expended (if any) by the Company for the benefit of its subsidiaries, associate & joint venture are recovered by the Company. Accordingly, and as identified by the management, the expenditure heads in note 2.8, 2.9, 2.27, 2.28 & 2.30, include reimbursements paid and are net of reimbursements received based on the management's best estimate.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.42 Share based payments

Nuvama Wealth Management Limited has granted Employee Stock Option Plans (“ESOP”) under the plan ESOP 2021 to its employees on an equity-settled basis as tabulated below. The ESOPs provide a right to its holders (i.e., Nuvama group employees) to purchase one Nuvama share for each option at a pre-determined strike price on the expiry of the vesting period. The ESOP hence represents an European call option that provides a right but not an obligation to the employees of the Nuvama group to exercise the option by paying the strike price at any time on completion of the vesting period, subject to an outer boundary on the exercise period.

Nuvama Wealth Management Limited, has recognised share based payment expenses for the year ended March 31, 2024 based on fair value as on the grant date calculated as per option pricing model.

NWML has granted stock options on an equity-settled basis as tabulated below.

Particulars	ESOP 2021 Plan-A Black-Scholes model	ESOP 2021 Plan-B Black-Scholes model	ESOP 2021 Plan-B Monte carlo simulation
Date of grant	October 28,2021/ July 31,2022/ December 19,2022/ April 3,2023/ July 14,2023/ March 27,2023	October 28,2021/ December 19,2022/April 3,2023	February 1, 2023/April 3,2023
No. of option granted	(761,872/ 25,795/ 1,55,764/ 32,732/ 81,638/ 36,583)	(13,84,160/ 1,98,315/ 44,284)	(1,64,086/ 11,125)
Option Type	Equity settled	Equity settled	Equity settled
No. of outstanding options at March 31, 2024	779090	1392595	175211
No. of outstanding options at March 31, 2023	832168	1448315	164086
No. of Equity shares represented by an option	1 share for 1 option	1 share for 1 option	1 share for 1 option
Weighted average fair value per option	(438.05 / 526.63 / 511.82/ 723.24 / 783.06/ 3237.97)	(297.43 / 373.13/ 518.38)	10.40
Exercise Price	1298.40	1298.40	1298.40
Vesting Period	2-6 years	2-6 years	4 years
Vesting Conditions	Service period and such other criteria as may be specified in the scheme	Service period and such other criteria as may be specified in the scheme	Performance Based Stock Options
Term of Options	1-5 years	1-5 years	4 years

The ESOPs shall vest as follows subject to vesting conditions:

Duration from grant date	% options vesting ESOP 2021 Plan-A Black-Scholes model	% options vesting ESOP 2021 Plan-B Black-Scholes model	% options vesting ESOP 2021 Plan-B Monte carlo simulation
365 days from the grant date	15%	15%	
641 days from the grant date	15%	15%	
1007 days from the grant date	20%	15%	
1372 days from the grant date	25%	25%	
1737 days from the grant date	25%	30%	Performance Based Stock Options 100% vesting after 4 years

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Movement of number of Options for FY 2023-24

Particulars	ESOP 2021- Plan A Black-Scholes model		ESOP 2021- Plan B Black-Scholes model		ESOP 2021- Plan B Monte Carlo simulation	
	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price
Outstanding at the start of the year	832,168	1,298.40	1,448,315	1,298.40	164,086	1,298.40
Granted during the year	150,953	1,298.40	44,284	1,298.40	11,125	1,298.40
Exercised during the year	139,053	1,298.40	100,004	1,298.40	-	-
Lapsed/ cancelled during the year	64,978	1,298.40	-	-	-	-
Outstanding at the end of the year	779,090	1,298.40	1,392,595	1,298.40	175,211	1,298.40
Exercisable at the end of the year	71,555	1,298.40	304,045	1,298.40	-	-

Movement of number of Options for FY 2022-23

Particulars	ESOP 2021 Plan-A Black-Scholes model		ESOP 2021 Plan-B Black-Scholes model		ESOP 2021 Plan-B Monte carlo simulation	
	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price	No. of options	Weighted average exercise price
Outstanding at the start of the year	744,736	1,298.40	1,251,000	1,298.40	-	-
Granted during the year	181,559	1,298.40	198,315	1,298.40	164,086	1,298.40
Exercised during the year	13,841	1,298.40	1,000	1,298.40	-	-
Lapsed/ cancelled during the year	80,286	1,298.40	-	-	-	-
Outstanding at the end of the year	832,168	1,298.40	1,448,315	1,298.40	164,086	1,298.40
Exercisable at the end of the year	87,311	1,298.40	186,651	1,298.40	-	-

Assumptions for Fair Value

Particulars	ESOP 2021 Plan-A Black-Scholes model	ESOP 2021 Plan-B Black-Scholes model	ESOP 2021 Plan-B Monte carlo simulation
Weighted average share price (in Rs.)	1298.40	1298.40	1298.40
Weighted average remaining lifetime of options (in years)	3.50 - 7.55 years	1 - 5 years	3.8 years
Expected volatility (% p.a.)	18.96% - 28.83%	19.29% - 29.89%	22.87%
Risk-free discount rate (% p.a.)	5.21% - 7.26%	3.84% - 7.16%	7.04%
Expected dividend yield (% p.a.)	0%	0%	0%

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.43 Risk Management framework:-

a) Regulatory controls

Introduction and risk profile

The Company's overall objective is to manage its broking & merchant banking business, and the associated risks, (such as credit risk, liquidity risk, market risk, operational risk etc.) in a manner that balances serving the interests of its customers and investors and protects the safety and soundness of the Company.

The Company is regulated by SEBI & respective exchanges with special focus on trade execution & clearing, client fund/security management, exchange & client reporting, merchant banking business, etc. The Company strives for continual improvement through efforts to enhance systemic & manual controls, ongoing employee training and development and other measures.

Risk Management Structure

The Company has a well-defined risk management process framework for risk identification, assessment and control in order to effectively manage risks associated with the various business activities. The risk function is monitored primarily by the business risk group. At the Company level, there is a 'Global Risk Group' which is responsible for managing the risks arising out of various business activities at a central level.

The Company's multi-level risk management process ensures that the margin monitoring processes withstand market volatility. As a result, the Company follows strict margin call process and limits are set and monitored on an ongoing basis.

The Company's board of directors have overall responsibility for the establishment and oversight of the Company's risk management framework. They are assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

Risk mitigation and risk culture

The Company's business processes ensure complete independence of functions and a segregation of responsibilities. Client introduction, client on-boarding, credit control processes, centralised operations unit, independent internal auditors for checking compliance with the prescribed policies/processes at each transaction level are all segregated. The Company's risk management processes and policies allow layers of multiple checks and verifications.

b) Approach to capital management

The Company is governed by rules and regulation described by Securities Exchange Board of India (SEBI) and various stock exchanges registered with. As prescribed schedule VI of Securities And Exchange Board of India (Stock - Brokers and Sub - Brokers) Regulations, 1992 and (Merchant Banker) Regulations, 1992.

2.44 The Company does not have any long-term contracts including derivative contracts for which there are any material foreseeable losses.

2.45 Credit risk

Credit risk arises when a customer or counterparty does not meet its obligations under a customer contract or financial instrument, leading to a financial loss. The Company is exposed to credit risk from its operating activities primarily trade receivables.

The Company's management policy is to closely monitor creditworthiness of counterparties by reviewing their credit ratings, financial statements and press release on regular basis.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

The Company's financial assets are subject to the expected credit loss model are only short-term trade and other receivables. All trade receivables are expected to be collected in less than twelve months. Company applies the expected credit loss model for all financial assets and simplified approach for trade receivables for recognition of impairment loss. Expected credit loss allowance based on simplified approach in respect of receivables is computed based on a provision matrix which takes into account historical credit loss experience.

Market risks

Risk which can affect the Company's income or the value of its holdings of financial instruments due to adverse movements in market prices of instrument due to price risk.

Price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in the level of individual investment in prices of financial instruments.

Liquidity Risk:

Liquidity risk is defined as the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk arises because of the possibility that the Company might be unable to meet its payment obligations when they fall due as a result of mismatches in the timing of the cash flows under both normal and stress circumstances.

Liquidity risk emanates from the mismatches existing on the balance sheet due to differences in maturity and repayment profile of assets and liabilities. These mismatches could either be forced in nature due to market conditions or created with an interest rate view. Such risk can lead to a possibility of unavailability of funds to meet upcoming obligations arising from liability maturities. To avoid such a scenario, the Company ensures maintenance of adequate Liquidity Cushion in the form of Fixed Deposits, Cash & bank balance, etc. These assets carry minimal credit risk and can be liquidated in a very short period of time. Further, the Company has undrawn bank facilities.

Total market risk exposure

Particulars	March 31, 2024			March 31, 2023		
	Carrying amount	Traded risk	Non-traded risk	Carrying amount	Traded risk	Non-traded risk
Assets						
Cash and cash equivalent and other bank balances	8,283.64	-	8,283.64	3,742.45	-	3,742.45
Securities held for trading*	0.00	-	0.00	0.00	-	0.00
Trade receivable	1,601.06	-	1,601.06	588.44	-	588.44
Investments	13,328.77	125.32	13,203.45	13,193.95	82.70	13,111.25
Other financial assets	19,945.79	-	19,945.79	2,382.33	-	2,382.33
Total	43,159.26	125.32	43,033.94	19,907.17	82.70	19,824.47
Liability						
Trade payables	18,958.03	-	18,958.03	1,692.13	-	1,692.13
Debt securities	1,545.44	-	1,545.44	3,151.99	-	3,151.99
Borrowings (other than Debt Securities)	4,405.26	-	4,405.26	3.26	-	3.26
Other liabilities	2,425.12	-	2,425.12	1,186.21	-	1,186.21
Total	27,333.85	-	27,333.85	6,033.59	-	6,033.59

* (0.00 indicates amount less than Rs. 0.01 million)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.46 Industry wise analysis of risk concentration:

The Company provides broking, research services to various institutional clients and merchant banking services to various clients. The Company has significant concentration in the financial services industry.

2.47 Collateral held and other credit enhancements

The tables on the following pages show the maximum exposure to credit risk by class of financial asset. They also shows the total fair value of collateral, any surplus collateral (the extent to which the fair value of collateral held is greater than the exposure to which it relates), and the net exposure to credit risk.

March 31, 2024	Maximum exposure to credit risk	Principal type of collateral held
Financial assets		
Cash and cash equivalent and other bank balances	8,283.64	-
Securities held for trading*	0.00	-
Trade receivables	1,601.06	-
Investments	13,203.45	-
Other financial assets	19,945.79	-
Total financial assets at amortised cost	43,033.94	-
Investments in AIFs & Trust	125.32	-
Total financial instruments at fair value through profit or loss	125.32	-
	43,159.26	
Corporate guarantee (utilised amount)	27,446.50	-
Total	70,605.76	-

March 31, 2023	Maximum exposure to credit risk	Principal type of collateral held
Financial assets		
Cash and cash equivalent and other bank balances	3,742.45	-
Securities held for trading*	0.00	-
Trade receivables	588.44	-
Investments	13,111.25	-
Other financial assets	2,382.33	-
Total financial assets at amortised cost	19,824.47	-
Investments in AIFs & Trust	82.70	-
Total financial instruments at fair value through profit or loss	19,907.17	-
Corporate guarantee (utilised amount)	21,133.50	-
Total	41,040.67	-

* (0.00 indicates amount less than Rs. 0.01 million)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.48 Analysis of non-derivative financial liabilities by remaining contractual maturities

The table below summarises the maturity profile of the undiscounted cash flows of the Company's non-derivative financial liabilities as at March 31, 2024 & March 31, 2023.

As at March 31, 2024	Up to 3 months	Between 3 to 6 months	Between 6 months to 1 year	Between 1 to 3 year	More than 3 years	Total
Trade payables	18,958.03	-	-	-	-	18,958.03
Debt securities	646.70	434.66	464.08	-	-	1,545.44
Borrowings (other than Debt Securities)	4,255.26	150.00	-	-	-	4,405.26
Other financial liabilities	1,798.53	1.16	18.74	0.06	606.63	2,425.12
Total undiscounted non-derivative financial liabilities	25,658.52	585.82	482.82	0.06	606.63	27,333.85

As at March 31, 2023	Up to 3 months	Between 3 to 6 months	Between 6 months to 1 year	Between 1 to 3 year	More than 3 years	Total
Trade payables	1,692.13	-	-	-	-	1,692.13
Borrowings (other than Debt Securities)	3.26	-	-	-	-	3.26
Debt securities	2,423.30	537.59	191.10	-	-	3,151.99
Other financial liabilities	478.07	1.00	0.20	0.06	706.88	1,186.21
Total undiscounted non-derivative financial liabilities	4,596.76	538.59	191.30	0.06	706.88	6,033.59

Analysis of non-derivative financial assets by remaining contractual maturities

The table below summarises the maturity profile of the undiscounted cash flows of the Company's non-derivative financial assets as at March 31, 2024 & March 31, 2023.

As at March 31, 2024	Up to 3 months	Between 3 to 6 months	Between 6 months to 1 year	Between 1 to 3 year	More than 3 years	Total
Cash and cash equivalent and other bank balances	6,180.54	35.39	2,067.71	-	-	8,283.64
Securities held for trading*	-	-	0.00	-	-	0.00
Trade receivables	1,493.20	107.86	-	-	-	1,601.06
Other financial assets	19,793.63	4.16	-	-	148.00	19,945.79
Total	27,467.37	147.41	2,067.71	-	148.00	29,830.49

As at March 31, 2023	Up to 3 months	Between 3 to 6 months	Between 6 months to 1 year	Between 1 to 3 year	More than 3 years	Total
Cash and cash equivalent and other bank balances	2,145.26	545.12	1,006.54	45.53	-	3,742.45
Securities held for trading*	-	-	0.00	-	-	0.00
Trade receivables	531.66	56.78	-	-	-	588.44
Other financial assets	2,167.42	-	5.00	50.01	159.90	2,382.33
Total	4,844.34	601.90	1,011.54	95.54	159.90	6,713.22

* (0.00 indicates amount less than Rs. 0.01 million)

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.49 Financial Assets available as collateral

March 31, 2024	Pledged or collateral	Contractually/ legally restricted assets ¹	Available as collateral	others ²	Total carrying amount
Cash and cash equivalent including bank balance	8,156.28	-	127.36	-	8,283.64
Securities held for trading*	0.00	-	-	-	0.00
Trade receivables	-	-	1,601.06	-	1,601.06
Other financial assets	-	-	19,945.79	-	19,945.79
Investments	5,037.00	-	8,291.77	-	13,328.77
Total assets	13,193.28	-	29,965.98	-	43,159.26

*(0.00 indicates amount less than Rs. 0.01 million)

Notes:

- (i) ¹Represents assets which are not pledged and Company believes it is restricted from using to secure funding for legal or contractual or other reason.
- (ii) ²Represents assets which are not restricted for use as collateral, but that the Company would not consider readily available to secure funding in the normal course of business.

March 31, 2023	Pledged or collateral	Contractually/ legally restricted assets ¹	Available as collateral	others ²	Total carrying amount
Cash and cash equivalent including bank balance	3,620.08	-	122.37	-	3,742.45
Securities held for trading*	0.00	-	-	-	0.00
Trade receivables	588.44	-	-	-	588.44
Other financial assets	2,249.98	-	132.35	-	2,382.33
Investments	5,037.00	-	8,156.95	-	13,193.95
Total assets	11,495.50	-	8,411.67	-	19,907.17

*(0.00 indicates amount less than Rs. 0.01 million)

Notes:

- (i) ¹Represents assets which are not pledged and Company believes it is restricted from using to secure funding for legal or contractual or other reason.
- (ii) ²Represents assets which are not restricted for use as collateral, but that the Company would not consider readily available to secure funding in the normal course of business.

2.50 Fair value measurement

Financial assets by fair value hierarchy

Particulars	Total carrying value	Total fair value	Level 1	Level 2	Level 3
March 31, 2024					
Investments - units of AIFs & Trust	125.32	125.32	-	125.32	-
March 31, 2023					
Investments - units of AIFs & Trust	82.70	82.70	-	82.70	-

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

- 2.51(a)** The Company has complied with the Rule 3 of Companies (Accounts) Rules, 2014 amended on August 5, 2022 relating to maintenance of electronic books of account and other relevant books and papers. The Company's books of accounts and relevant books and papers are accessible in India at all times and backup of accounts and other relevant books and papers are maintained in electronic mode within India and kept in servers physically located in India on daily basis.
- (b) The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there are no instance of audit trail feature being tampered with.

2.52 Corporate Social Responsibility (CSR)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Gross amount required to be spent by the Company as per the provisions of section 135 of Companies Act, 2013 **	-	2.43
Amount spent (paid in cash)		
i) Construction / acquisition of any assets	-	-
ii) On purpose other than (i) above *	-	2.50
Amount unspent (yet to be paid in cash)		
i) Construction / acquisition of any assets	-	-
ii) On purpose other than (i) above	-	-
Amount paid to EdelGive Foundation	-	2.50

* For March 31, 2023 The amount spent towards corporate social responsibility as mentioned above has been incurred towards various projects in the area of Community Resilience and Climate Action. (Schedule VII (ii) & (iv) of the Companies Act, 2013).

** For March 31, 2024, the average net profit of last three years as per sec. 198 of the Companies Act, 2013 is negative, hence no contribution has been made for CSR activities.

2.53 Transactions with struck off companies

The Company does not have any transactions with struck off companies during the year ended March 31, 2024 and March 31, 2023.

2.54 Composite scheme of arrangement

The Board of Directors of the Company at its meeting held on April 07, 2021, had approved the Composite scheme of arrangement amongst Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) ("NWML"), Edelweiss Securities And Investments Private Limited ("ESIPL"), Edelweiss Global Wealth Management Limited ("EGWML") and their respective shareholders and creditors, under section 230 to 232 and other applicable provisions of the Companies Act, 2013, which inter-alia envisaged the following:

- (i) Demerger of Asset Management Business Undertaking ("Demerged Undertaking 1" as defined in the Scheme) of the Company into ESIPL.
- (ii) Demerger of Wealth Management Business Undertaking ("Demerged Undertaking 2" as defined in the Scheme) of EGWML into the Company.

The National Company Law Tribunal Bench at Mumbai (Tribunal) has approved the aforementioned scheme vide its order dated March 31, 2022 under the applicable provisions of the Companies Act, 2013. Certified copy of the said order of the Tribunal was received by the Company on April 05, 2022 and filed with the Registrar of Companies on April 22, 2022.

Notes to the standalone financial statements (Contd.) for the year ended March 31, 2024

(Currency: Indian rupees in million)

Accordingly, the Board of Directors of the respective companies at its meeting held on April 22, 2022 have decided to give effect to the Scheme in the following manner based on the order of Tribunal:

- (i) Demerger of Asset Management Business with effect from Appointed date April 01, 2021.
- (ii) Demerger of Wealth Management Business Undertaking with effect from Appointed date April 26, 2022.

As per the Scheme, the Company will transfer assets and liabilities of Asset Management Business Undertaking to ES IPL at their respective book values from the appointed date. Also, EGWML will transfer assets and liabilities of Wealth Management Business Undertaking to the Company at their respective book values from the appointed date.

Since the Scheme was sanctioned by the NCLT on March 31, 2022, for the financial year ended March 31, 2022, it was an adjusting event in accordance with IND AS 10. Accordingly, the financial statements for the year ended March 31, 2022 were presented after taking effect of aforementioned demerger considering book value of assets and liabilities of Asset Management Business and Wealth Management Business Undertaking.

Demerger of Asset Management Business of the Company into ES IPL

Assets and Liabilities of Asset Management Business Undertaking as at Appointed date i.e April 01, 2021

Particulars	Asset Management Business Undertaking
Financial assets	
Cash and cash equivalents *	1,022.44
Investments	936.08
Total financial assets	1,958.52
Non-financial assets	
Property, plant and equipment	0.01
Total non-financial assets	0.01
TOTAL ASSETS	1,958.53
Non-financial liabilities	
Provisions	0.03
Other non-financial liabilities	485.37
TOTAL LIABILITIES	485.40
NET ASSETS TRANSFERRED	1,473.13

* Bank balances amounting to Rs. 1,022.44 million in FY 2021-22 pertains to Asset Management Business undertaking to be demerged from the Company into Edelweiss Securities And Investments Private Limited (ES IPL). Since the said amount does not pertain to the Company, a liability of equivalent amount is created in schedule 2.15 as 'Payable on account of composite scheme of arrangement'. Subsequently, on April 25, 2022, the Company has transferred the aforementioned amount to ES IPL pursuant to the Composite scheme of arrangement.

The excess of the book value of asset over liabilities of Rs. 1473.13 million have been debited to retained earnings.

Pursuant to the Composite Scheme of Arrangement, ES IPL had issued 456,710 equity shares of Rs. 10 each to EGWML and Edelweiss Financial Services Limited, the specified equity shareholders of the Company, as a consideration for transfer of Asset Management Business Undertaking.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Demerger of Wealth Management Business Undertaking of EGWML into the Company

Demerger of Wealth Management Business Undertaking of EGWML into the Company has been accounted under 'Pooling of Interests Method' in accordance with Appendix C of IND AS 103 (Business Combinations of entities under common control). Accordingly comparative financial statements has been restated from March 26, 2021 (the date from which the said business undertaking was in common control with respect to NWML and EGWML).

Assets and Liabilities of Wealth Management Business Undertaking

Particulars	As on April 26, 2022	As on March 31, 2022	As on March 31, 2021#
ASSETS			
Financial assets			
Cash and cash equivalents	136.54	81.77	-
Trade receivables	18.96	33.61	40.05
Investments	21,576.52	21,576.52	21,576.52
Other financial assets	11.76	43.58	79.61
Total financial assets	21,743.78	21,735.48	21,696.18
Non-financial assets			
Property, plant and equipment	2.21	2.27	5.83
Intangible assets	178.68	187.45	315.52
Other non- financial assets	536.22	536.18	600.47
Total non-financial assets	717.11	725.90	921.82
A. TOTAL ASSETS	22,460.89	22,461.38	22,618.00
LIABILITIES			
Financial liabilities			
Trade payables	8.06	7.41	19.96
Borrowings (other than debt securities)	-	-	484.83
Other financial liabilities	73.32	62.98	48.70
Total financial liabilities	81.38	70.39	553.49
Non-financial liabilities			
Provisions	11.64	11.51	12.19
Other non-financial liabilities	0.40	0.40	8.32
Total non-financial liabilities	12.04	11.91	20.51
B. TOTAL LIABILITIES	93.42	82.30	574.00
C. Instruments entirely equity in nature	22,044.00	22,044.00	22,044.00
D. Loss for the period/year transferred under the Scheme	176.53	164.92	-
E. New equity share capital to be issued *	0.00	0.00	-
CAPITAL RESERVE created on above (A-B-C+D-E)	500.00	500.00	-

* (0.00 indicates amount less than Rs. 0.01 million)

As certified by the management

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Pursuant to the Composite Scheme of Arrangement and upon the Scheme coming into effect –

- i. The Company has issued 100 equity shares of Rs. 10 each on April 27, 2022 to Edelweiss Financial Services Limited, being equity shareholder of EGWML, as a consideration for transfer of Wealth Management Business Undertaking to the Company.
- ii. 17,555,986 equity shares of Rs. 10 each held by EGWML in the Company have been extinguished and cancelled on April 26, 2022.
- iii. The Company has on April 27, 2022 issued 22,044,000 CCDs of Rs. 1,000 each to PAGAC Ecstasy Pte Limited in lieu of 22,044,000 CCDs of Rs. 1,000 held by PAGAC Ecstasy Pte Limited in EGWML.

Following table shows movement on account of cancellation of equity share capital and investments

Particulars	Amount
Cancellation of investments in the Company held by EGWML	21,576.52
Equity share capital to be cancelled	175.56
Securities premium to be cancelled on account of cancellation of above equity shares	5,800.57
Retained earnings to be debited (A-B-C)	15,600.39

2.55 Scheme of arrangement

The Board of Directors of the Company at its meeting held on May 13, 2022, had approved the Scheme of arrangement between Edelweiss Financial Services Limited ('EFSL') and Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) ('NWML') and their respective shareholders and creditors, under section 230 to 232 read with applicable provisions of the Companies Act, 2013, which inter-alia envisaged demerger of Wealth Management Business Undertaking (including Merchant banking business) of EFSL into the Company ('Demerged Undertaking' as defined in the Scheme).

The National Company Law Tribunal Bench at Mumbai (Tribunal) has approved the aforementioned Scheme vide its order dated April 27, 2023 under the applicable provisions of the Companies Act, 2013. Certified copy of the said order of the Tribunal was received by the Company on May 12, 2023 and filed with the Registrar of Companies on May 18, 2023. Accordingly, Effective date of the scheme is May 18, 2023.

As per the Scheme, EFSL transferred assets and liabilities of Demerged Undertaking to the Company and Company recognised all assets and liabilities of Demerged Undertaking using acquisition method.

Assets and Liabilities of Demerged Undertaking as on Effective date:

Particulars	As at May 18, 2023
Assets	
Financial assets	
(a) Cash and cash equivalents	20.00
(b) Trade Receivables	73.38
(c) Investments	105.13
(d) Other financial assets	264.92
Non-financial assets	
(a) Property, plant and equipment	0.80
(b) Other non- financial assets	225.37
Total Assets – (A)	689.60

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

Particulars	As at May 18, 2023
Liabilities	
Financial liabilities	
(a) Trade payables	35.64
(b) Other financial liabilities	353.10
Non-financial liabilities	
(a) Provisions	14.19
(b) Other non-financial liabilities	161.54
Total Liabilities - (B)	564.47
New equity shares issued as a consideration (including Securities Premium) - (C)	125.13
Advance consideration given - (D)	467.48
Balance debited to Capital reserve (A-B-C-D)	(467.48)

Pursuant to the Scheme of Arrangement -

- (i) 10,512,660 equity shares of Rs. 10 each held by EFSL in the Company had been extinguished and cancelled on June 09, 2023
- (ii) The Company had issued 10,528,746 equity shares of Rs. 10 each to the equity shareholders of EFSL as on the record date, as a consideration for transfer of Demerged undertaking to the Company. The record date for determining the eligibility of the shareholders of EFSL for allotting shares of the Company was June 2, 2023.
- (iii) As on the Effective date, the Company has adjusted debit balance in the retained earnings against the capital reserve and securities premium account as per below table:

Particulars	Amount
Debit balance in the retained earnings of the Company as on the Effective date	12,353.58
Adjusted against -	
i. Credit balance in the capital reserve of the Company as on the Effective date	32.52
ii. Credit balance in the Securities premium of the Company as on the Effective date	12,321.06

- (iv) As a result of above scheme of arrangement, following is the net adjustment in the respective reserves -

Particulars	Amount
Debited to capital reserves	500.00
Debited to Securities premium	12,321.06
Credited to retained earnings	12,353.58

2.56 Subsequently after the effective date of the Scheme of arrangement, the Company received requisite registration from SEBI and complied with conditions of SEBI by June 30, 2023. Consequently, the Company has accounted for the said Demerged Undertaking in its books of accounts in accordance with the Scheme; arrangement between EFSL, the Company and its shareholders to implement the scheme, and the provisions of IND AS as follows:

- (i) Profit after tax of Demerged Undertaking from March 26, 2021 till May 18, 2023 amounting to Rs. 364.33 million has been accounted as Net income pertaining to Demerged Undertaking and the same is not taxable in the hands of the Company.
- (ii) the business of the Demerged Undertaking was carried on by EFSL in trust for the Company from May 19, 2023 to June 30, 2023 and accordingly, the Profit before tax of the Demerged Undertaking amounting to Rs. 78.47 million from May 19, 2023 to June 30, 2023 has been accounted as Net income pertaining to Demerged Undertaking.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

2.57 Ratio Analysis and its elements

Information as required pursuant to Regulation 52 (4) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Particulars	Represent in terms of	Year ended March 31, 2024	Year ended March 31, 2023
1. Debt-equity Ratio (Refer note 1)	times	0.34	0.19
2. Net worth (Refer note 2)	Rs. in million	17,316.92	16,265.38
3. Debt service coverage Ratio (Refer note 3)	times	0.26	0.11
4. Interest service coverage Ratio (Refer note 4)	times	2.61	1.26
5. Outstanding redeemable preference shares (no.of shares)	Nos.	-	-
6. Outstanding redeemable preference shares (including dividend accrued but not due)	Rs. in million	-	-
7. Capital redemption reserve	Rs. in million	0.27	0.27
8. Debenture redemption reserve	Rs. in million	-	-
9. Net profit after tax	Rs. in million	980.92	62.98
10. Earnings per share (Rs.) (Face Value of Rs. 10/- each)			
- Basic	per share (Rs.)	27.92	1.90
- Diluted	per share (Rs.)	27.32	1.90
11. Total debt to Total assets (Refer Note 5)	times	0.13	0.14
12. Net profit margin (%) (Refer Note 6)	%	14.99%	1.60%

Note:

- Debt-equity Ratio = Total debt [Debt securities + Borrowings (other than debt securities)] / Net worth
- Net worth = Equity share capital + Other equity
- Debt Service Coverage Ratio = (Profit before Tax and Finance cost excluding IND AS 116 impact) / (Finance cost excluding IND AS 116 impact + Total debt)
- Interest Service Coverage Ratio = (Profit before Tax and Finance cost excluding IND AS 116 impact) / (Finance cost excluding IND AS 116 impact)
- Total debt to Total assets = Total debt / Total assets
- Net profit margin = Net profit for the year / Total income
- Current ratio, Long term debt to working capital, Bad Debts to account receivables ratio, Current liability ratio, Debtors turnover, Inventory turnover and Operating margin (%) are not applicable owing to the business model of the Company.

2.58 Additional regulatory information required under (WB) (xiv) of Division III of Schedule III amendment, disclosure of ratios, is not applicable to the Company as it is in the broking business and not an NBFC registered under section 45-IA of Reserve Bank of India Act, 1934.

2.59 Other statutory information

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory year.

Notes to the standalone financial statements (Contd.)

for the year ended March 31, 2024

(Currency: Indian rupees in million)

- (iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.
- (iv) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) 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
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (v) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - a. 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
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- (vi) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

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

As per our report of even date attached.

For S. R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Shrawan Jalan

Partner

Membership No: 102102

For and on behalf of the Board of Directors

Ashish Kehair

Managing Director & CEO

DIN : 07789972

Shiv Sehgal

Executive Director

DIN : 07112524

Aswin Vikram

Non-Executive Director

DIN : 08895013

Mihir Nanavati

Chief Financial officer

Sneha Patwardhan

Company Secretary

Mumbai, May 10, 2024

Mumbai, May 10, 2024

Nuvama Wealth Management Limited

(formerly known as Edelweiss Securities Limited)

CIN: L67110MH1993PLC344634

Registered Office: 801- 804, Wing A, Building No. 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051

Tel: (+91-22) 6620 3030; **E-mail:** secretarial@nuvama.com

Website: www.nuvama.com

Notice

Notice is hereby given that the **Thirty First Annual General Meeting (“Meeting”)** of the **Members of Nuvama Wealth Management Limited (“the Company”)** will be held on **Monday, August 5, 2024, at 11:00 a.m. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)** to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt:**
 - (a) The Audited Standalone Financial Statement(s) of the Company for the Financial Year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon; and
 - (b) The Audited Consolidated Financial Statement(s) of the Company for the Financial Year ended March 31, 2024, together with the reports of the Auditors thereon.
2. **To appoint a Director, in place of Mr. Ashish Kehair (DIN: 07789972), who retires by rotation and being eligible, offers himself for re-appointment.**
3. **To appoint a Director, in place of Mr. Aswin Vikram (DIN: 08895013), who retires by rotation and being eligible, offers himself for re-appointment.**

SPECIAL BUSINESS:

4. **To re-appoint Mr. Ashish Kehair (DIN: 07789972) as the Managing Director and Chief Executive Officer of the Company**

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED that pursuant to Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules framed thereunder (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), Securities

and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, pursuant to the recommendations of the Nomination and Remuneration Committee (“NRC”) and the Board of Directors, the relevant provisions of the Articles of Association of the Company and all applicable circulars issued by the Central Government from time to time, such other permissions, sanctions as may be required, consent of the members be and is hereby accorded for re-appointment and terms of remuneration of Mr. Ashish Kehair (DIN: 07789972) as the Managing Director and Chief Executive Officer, for a period of 3 (three) years with effect from September 21, 2024, on the following terms and conditions as under:

- i. **Salary:** Rs. 3,68,55,000/- per annum
- ii. **Performance Bonus:** In addition to salary, performance based bonus (by whatever term called), up to 250% of the Salary per annum may be paid and at such intervals as may be recommended by the NRC from time to time.
- iii. **Perquisites:** In addition to the salary and the performance bonus, Mr. Ashish Kehair is also entitled to the perquisites as per the Rules of the Company.

FURTHER RESOLVED that the Board of Directors / NRC be and is hereby authorised to decide on the increment in the remuneration on an annual basis which shall not exceed 12% per annum of the basic salary for that year, during the tenure of his appointment, notwithstanding that the overall remuneration may be in excess of the individual or overall limits specified under Section 197 and other applicable Sections and Schedule V of the Act;

FURTHER RESOLVED that ESOPs granted/to be granted to Mr. Ashish Kehair from time to time, shall not be considered as a part of perquisites and that the perquisite value of ESOP exercised shall form

part of the overall remuneration which shall be in addition to the above limits;

FURTHER RESOLVED that where in any financial year during the tenure of Mr. Ashish Kehair as the Managing Director and Chief Executive Officer, the Company has no profits or the profits are inadequate, approval of the Members of the Company be and is hereby accorded to pay to him the remuneration as per the details forming part of this resolution as the maximum remuneration notwithstanding that such remuneration may be in excess of the individual or overall limits specified under Section 197 and other applicable Sections and Schedule V of the Act;

FURTHER RESOLVED that the Board of Directors/ NRC be and is hereby authorised on behalf of the Company to alter the terms and conditions of the said re-appointment as may be deemed fit and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and to settle matters, questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company."

5. **To re-appoint Mr. Shiv Sehgal (DIN: 07112524) as an Executive Director of the Company.**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED that pursuant to Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("the Act") and Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and pursuant to the recommendations of the Nomination and Remuneration Committee ("NRC") and the Board of Directors, the relevant provisions of the Articles of Association of the Company and all applicable circulars issued by the Central Government from time to time, such other permissions, sanctions as may be required, consent of the members be and is hereby accorded for re-appointment and terms of remuneration of Mr. Shiv Sehgal (DIN: 07112524) as

the Executive Director, for a period of 3 (three) years with effect from January 11, 2025, on the following terms and conditions as under:

- i. **Salary:** Rs. 2,59,50,000/- per annum
- ii. **Performance Bonus:** In addition to salary, performance based bonus (by whatever term called), upto 250% of the Salary per annum may be paid and at such intervals as may be recommended by the NRC from time to time.
- iii. **Perquisites:** In addition to the salary and the performance bonus, Mr. Shiv Sehgal is also entitled to the perquisites as per the Rules of the Company.

FURTHER RESOLVED that the Board of Directors / NRC be and is hereby authorised to decide on the increment in the remuneration on an annual basis which shall not exceed 12% per annum of the basic salary for that year, during the tenure of his appointment, notwithstanding that the overall remuneration may be in excess of the individual or overall limits specified under Section 197 and other applicable Sections and Schedule V of the Act;

FURTHER RESOLVED that ESOPs granted/to be granted to Mr. Shiv Sehgal from time to time, shall not be considered as a part of perquisites and that the perquisite value of ESOP exercised shall form part of the overall remuneration which shall be in addition to the above limits;

FURTHER RESOLVED that where in any financial year during the tenure of Mr. Shiv Sehgal as the Executive Director, the Company has no profits or the profits are inadequate, approval of the Members of the Company be and is hereby accorded to pay to him the remuneration as per the details forming part of this resolution as the maximum remuneration notwithstanding that such remuneration may be in excess of the individual or overall limits specified under Section 197 and other applicable sections and Schedule V of the Act;

FURTHER RESOLVED that the Board of Directors/ NRC be and is hereby authorised on behalf of the Company to alter the terms and conditions of the said re-appointment as may be deemed fit and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and to settle matters, questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

By Order of the Board of Directors
For **Nuvama Wealth Management Limited**
(formerly known as Edelweiss Securities Limited)

Sneha Patwardhan
Company Secretary
Membership No: A-23266

Date: July 9, 2024
Place: Mumbai

Registered Office:

801- 804, Wing A, Building No. 3, Inspire BKC, G Block,
Bandra Kurla Complex, Bandra East, Mumbai – 400 051
CIN: L67110MH1993PLC344634
E-mail: secretarial@nuvama.com
Telephone No.: +91-22 6620 3030
Website: www.nuvama.com

Notes

1. Pursuant to General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 2/2021 dated January 13, 2021, No. 19/2021 dated December 8, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 05, 2022, No. 10/2022 dated December 28, 2022 and No. 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("the Meeting") through Video Conferencing/ Other Audio Visual Means ("VC/OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), MCA Circulars, the Meeting of the Company is being held through VC/OAVM. The venue of the Meeting shall be deemed to be the Registered Office of the Company.

2. Explanatory Statement pursuant to Section 102(1) of the Act, setting out material facts concerning the Special Businesses to be transacted at the Meeting is annexed hereto.

Information of Directors seeking re-appointment at the Meeting, as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, is annexed as Annexure A to the Notice.

3. Pursuant to Section 105 of the Act and Rule 19 of the Companies (Management and Administration) Rule 2014 a Member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and vote on his/her behalf and the proxy need not be a Member of the Company. However, pursuant to MCA Circulars, the Meeting will be held through VC/ OAVM and the physical attendance of Members in any case has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Meeting and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. 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 voting in the Meeting to be conducted through VC/OAVM.

Corporate Members intending to attend the Meeting through their authorized 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 Meeting.

The said Resolution/Authorization shall be sent to the Company by email through its registered email address to secretarial@nuvama.com

Institutional investors, who are Members of the Company, are encouraged to attend and vote at the Meeting of the Company.

5. In compliance with the aforesaid MCA Circulars and SEBI circular dated May 12, 2020 and subsequent circulars issued in this regard latest circular being dated October 7, 2023 ("SEBI Circulars"), Notice of the Meeting along with the Annual Report for the F.Y. 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories on the cut-off date i.e. Friday, July 5, 2024. Members may note that the Notice and Annual Report for the F.Y. 2023-24 will also be available on the website of the Company i.e. www.nuvama.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. The Annual Report and the Notice is also available on the website of the Registrar and Transfer Agent ('RTA') of the Company i.e. Link Intime India Private Limited ('Link Intime') at <https://instavote.linkintime.co.in>. The Member who wish to obtain hard copy of the Notice of the Meeting along with Annual Report for the F.Y. 2023-24, can request the same by sending an email to the Company at secretarial@nuvama.com.
6. Pursuant to Section 103 of the Act, Members attending the Meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum.
7. Relevant documents referred to in the Notice and the Explanatory Statement, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and will be available for inspection in electronic mode upto the date of the Meeting. Members can inspect the same by sending an email to the Company at secretarial@nuvama.com
8. The Company has designated an exclusive email id i.e. secretarial@nuvama.com to redress Members complaints/ grievances.
9. Members who would like to express their views or ask questions during the Meeting may register themselves as a speaker by sending their request from their registered email id mentioning their Name, DP ID and Client ID/ Folio Number, PAN, Mobile Number at secretarial@nuvama.com latest by Monday, July 29, 2024. Only those Members who have registered themselves as a speaker will be allowed to express their views/ ask questions during the Meeting. The Company reserves the right to restrict the number of questions and / or number

of speakers, depending upon availability of time, for smooth conduct of the Meeting.

10. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company/ Depository Participants of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

- **For shares held in electronic form:** to their Depository Participants (DPs)
- **For shares held in physical form:** to the Company/ RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023.

12. SEBI vide its Circular, dated November 3, 2021 (subsequently amended by circular dated December 14, 2021, March 16, 2023 and November 17, 2023), mandated that the security holders (holding securities in physical form), whose folio(s) do not have PAN or Choice of Nomination or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any payment including dividend in respect of such folios, only through electronic mode with effect from April 1, 2024, upon them furnishing all the aforesaid details in entirety. Further, any service requests or complaints received from the member, shall not be processed by RTA till the aforesaid details/ documents are provided to RTA.

SEBI has introduced Form ISR - 1 alongwith other relevant forms to lodge any request for registering PAN, KYC details or any change/ updation thereof.

13. In accordance with Regulation 40 of the Listing Regulations, as amended, the Company had stopped accepting any fresh transfer requests for securities held in physical form. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.

Further, Members may please note that SEBI has mandated listed companies to issue securities in demat form only while processing any service

requests viz. issue of duplicate securities certificate; claim from Unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the website of the Company i.e. <https://www.nuvama.com/investor-relations/investor-information/>. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.

14. Pursuant to Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Company i.e. <https://www.nuvama.com/investor-relations/investor-information/>. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form.

15. The prescribed formats are also available on the website of Link Intime at <https://liiplweb.linkintime.co.in/KYC-downloads.html>

16. Pursuant to the Order passed by National Company Law Tribunal dated December 18, 2023, TSR Consultants Private Limited, formerly the RTA of the Company, merged with Link Intime with effect from December 22, 2023. Consequent to the merger, the RTA activities of the Company are being carried out by Link Intime.

17. All correspondence relating thereto, should be addressed to RTA of the Company i.e. Link Intime at C-101, 247 Park, 1st Floor, L. B. S. Marg, Vikhroli West, Mumbai - 400 083 or at their designated email id i.e. rnt.helpdesk@linkintime.co.in.

18. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA / Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal i.e. <https://smartodr.in/login>.

The same can also be accessed through the website of the Company at <https://www.nuvama.com/investor-relations/investor-information/>

19. Information and other instructions relating to e-voting are as under:
- i. Pursuant to Section 108 and other applicable provisions of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations read with MCA Circulars and SEBI Circulars, the Company is pleased to provide its Members facility to exercise their right to vote on resolutions proposed to be passed at the Meeting by electronic means.
 - ii. The remote e-voting facility will be available during the following period:

Commencement of e-voting: From 9:00 a.m. (IST) on Wednesday, July 31, 2024.

End of e-voting: Up to 5:00 p.m. (IST) on Sunday, August 4, 2024.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of the aforesaid period.
 - iii. The Company has engaged the services of Link Intime to provide e-voting facility to the Members.
 - iv. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Monday, July 29, 2024, only shall be entitled to avail the facility of e-voting.
 - v. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member/Beneficial Owner (in case of electronic shareholding) as on the cut-off date i.e. Monday, July 29, 2024. In case of joint holders attending the Meeting, the joint holder who is highest in the order of names will be entitled to vote at the Meeting.
 - vi. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
 - vii. Members who are holding shares in physical form or non-individual Members who acquire shares of the Company and become a Member of the Company after the Notice has been sent electronically by the Company, and hold shares as on the cut-off date i.e. Monday, July 29, 2024, may obtain the User ID and Password by sending a request at rnt.helpdesk@linkintime.co.in. However, if they are already registered for remote e-voting, then they can use their existing User ID and Password for casting the vote.
 - viii. Members will be provided with the facility for voting through an electronic voting system during the VC/OAVM proceedings at the Meeting and Members participating at the Meeting, who have not cast their vote by remote e-voting, will be eligible to exercise their right to vote during such proceedings of the Meeting. Members who have cast their vote by remote e-voting prior to the Meeting will be eligible to participate at the Meeting but shall not be entitled to cast their vote again on such resolutions.
 - ix. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
 - x. Members facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.
 - xi. The Board of Directors of the Company has appointed CS Nilesh Shah or failing him CS Mahesh Darji or failing him CS Hetal Shah of M/s. Nilesh Shah and Associates, a Practicing Company Secretary firm, Mumbai as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
 - xii. The Scrutinizer shall immediately after the conclusion of voting at the Meeting, unblock the votes cast through remote e-voting and e-voting on the date of the Meeting, in the presence of at least two witnesses not in the employment of the Company and make, not later than 2 working days from the conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairperson of the Company or any person authorized by him in writing and the Results shall be declared by the Chairperson or any person authorized by him thereafter. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.nuvama.com and on the website of Link Intime immediately after the declaration of Result by the Chairman or any person authorized by him in writing. The results shall also be forwarded to the stock exchanges where the shares of the Company are listed.

- xiii. Subject to receipt of requisite number of votes, the resolutions shall be deemed to have been passed on the date of the Meeting i.e. Monday, August 5, 2024.
- xiv. The e-voting module on the day of the Meeting shall be disabled by Link Intime for voting 15 minutes after the conclusion of the Meeting.
- xv. **Information and other instructions relating to remote e-voting are as under:**

Remote e-voting Instructions for shareholders:

Pursuant to SEBI circular dated December 9, 2020, individual members holding securities in demat mode can register directly with the Depository or will have the option of accessing various ESP portals directly from their demat accounts.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a. Visit URL: <https://eservices.nsd.com> and click on "Beneficial Owner" icon under "Login".
- b. Enter user id and password. Post successful authentication, click on "Access to e-voting".
- c. Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

User not registered for IDeAS facility:

- a. To register, visit URL: <https://eservices.nsd.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- b. Proceed with updating the required fields.
- c. Post registration, user will be provided with Login ID and password.

- d. After successful login, click on "Access to e-voting".
- e. Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

- a. Visit URL: <https://www.evoting.nsd.com/>
- b. Click on the "Login" tab available under 'Shareholder/Member' section.
- c. Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d. Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".
- e. Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 - From Easi/Easiest

Users who have registered/ opted for Easi/Easiest

- a. Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b. Click on New System Myeasi
- c. Login with user id and password
- d. After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e. Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users not registered for Easi/Easiest

- a. To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b. Proceed with updating the required fields.
- c. Post registration, user will be provided Login ID and password.
- d. After successful login, user able to see e-voting menu.
- e. Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 – By directly visiting the e-voting website of CDSL.

- a. Visit URL: <https://www.cdslindia.com/>
- b. Go to e-voting tab.
- c. Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d. System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e. After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a. Login to DP website
- b. After Successful login, members shall navigate through "e-voting" tab under Stocks option.
- c. Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.

- d. After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form/ Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

- a. Visit URL: <https://instavote.linkintime.co.in>
- b. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

- C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

- D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

* Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

* Shareholders holding shares in NSDL form, shall provide 'D' above

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- Click “confirm” (Your password is now generated).
- Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
- Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
4. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

Guidelines for Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”):

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
 - a. ‘Investor ID’ –
 - i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - b. ‘Investor’s Name – Enter full name of the entity.
 - c. ‘Investor PAN’ – Enter your 10-digit PAN issued by Income Tax Department.
 - d. ‘Power of Attorney’ – Attach Board resolution or Power of Attorney. File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 – VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.

- b) Click on 'Votes Entry' tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
- d) Enter '16-digit Demat Account No.' for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select 'View' icon for 'Company's Name / Event number '. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 – 4886 7000 and 022 – 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholders holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”) has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- o Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can

be used only for voting on the resolutions contained in this Notice.

- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

PROCESS AND MANNER FOR ATTENDING THE GENERAL MEETING THROUGH INSTAMEET:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “Login”.
2. Select the “Company” and ‘Event Date’ and register with your following details: –
 - a. **Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
 - Members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
 - Members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**
 - Members holding shares in **physical form shall provide Folio Number** registered with the Company
 - b. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - c. **Mobile No.:** Enter your mobile number.
 - d. **Email ID:** Enter your email id, as recorded with your DP/Company.
3. Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

The Facility of joining the Meeting through VC/ OAVM shall open 30 (thirty) minutes before the time scheduled for commencement of the Meeting and will be available for Members on first come first served basis.

Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the Meeting.

Please note that Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

INSTRUCTIONS FOR MEMBERS TO SPEAK DURING THE GENERAL MEETING THROUGH INSTAMEET:

1. Members who would like to speak during the meeting must register their request with the company on or before Monday, July 29, 2024.
2. Members will get confirmation on first cum first basis depending upon the provision made by the Company.
3. Members will receive "speaking serial number" once they mark attendance for the meeting.
4. Other Members who intend to speak may request the panelist, via active chat-board during the Meeting.
5. Start your conversation with panelist by switching on video mode and audio of your device.
6. Members are requested to speak only when moderator of the Meeting/ management will announce their name and serial number for speaking.

INSTRUCTIONS FOR MEMBERS TO VOTE DURING THE GENERAL MEETING THROUGH INSTAMEET:

Once the electronic voting is activated by the scrutinizer during the Meeting, Members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Members, who will be present in the Meeting through InstaMeet 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 facility during the Meeting. Members who have voted through Remote e-voting prior to the Meeting will be eligible to attend/ participate in the Meeting through InstaMeet. However, they will not be eligible to vote again during the Meeting.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 SETTING OUT MATERIAL FACTS IN RESPECT OF SPECIAL BUSINESSES TO BE TRANSACTED AT THE ANNUAL GENERAL MEETING

Item No. 4

As recommended and approved by the Nomination and Remuneration Committee ("NRC") and the Board of Directors, the Members had at its Extraordinary General Meeting held on October 23, 2021, approved the appointment of Mr. Ashish Kehair as the Managing Director and Chief Executive Officer ("CEO") of the Company for a period of 3 years, w.e.f. September 21, 2021. Accordingly, the tenure of Mr. Ashish Kehair as the Managing Director & CEO will expire on September 20, 2024.

Based on the recommendation of the NRC, the Board of Directors of the Company, approved the re-appointment and the terms of remuneration of Mr. Ashish Kehair as the Managing Director and CEO for a period of 3 years w.e.f. September 21, 2024, at their meetings held on May 9, 2024 and May 10, 2024 respectively, subject to the approval of the Members.

The Company has received declaration from Mr. Ashish Kehair that he is not disqualified from being appointed as Director of the Company in terms of Section 164 of the Act and is not debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.

Disclosure as required under Schedule V to the Act and the corresponding Rules is as under:

I. General Information:

(a) Nature of Industry

The Company carries business of broking and trading in equity securities (including derivatives and currencies) listed on stock exchanges in India and in futures contracts, for institutional and non-institutional (including retail) clients. The Company is also registered as an Investment Adviser and Merchant Banker with SEBI.

(b) Date or expected date of commencement of commercial production

Not applicable, since the Company has already commenced the business activity.

(c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

Not applicable

(d) Financial performance based on the given indicators

Performance of the Company for the period April 1, 2023 to March 31, 2024 is set out as under:

Particulars	Amount (Rs. in million)
Total Revenue	6,541.84
Total Expenses	5,466.54
Profit Before Tax	1,075.30
Profit After Tax	980.92

(e) Foreign Investments or collaborators, if any:

As on March 31, 2024, PAGAC Ecstasy Pte. Limited holds 54.92% of the paid-up share capital of the Company.

II. Information about the appointee:

(a) Background details:

Mr. Ashish Kehair has 26 years of extensive experience in the financial services sector, with a diverse background spanning Private Banking, Wealth Management, Asset Management and Treasury both in Indian and offshore markets.

In the past, he was associated with IDFC Bank as Head, Wealth Management & Private Banking and was part of the Senior Management team that was significant in building differentiated franchises across all segments of the Bank. His past associations also include ICICI Securities Ltd, ICICI Bank & TAIB Bank E.C. (Asset Management).

Mr. Ashish Kehair is a professionally qualified Chartered Accountant & Cost Accountant.

(b) Past remuneration:

Rs.12,63,50,633/-

(c) Recognition or awards:

None

(d) Job profile and his suitability:

Mr. Ashish Kehair, the Managing Director and CEO of Nuvama Wealth Management Limited,

has been instrumental in shaping Nuvama Group's strategic direction and expansion of business across geographies. Under his leadership the group has built a scaled and diversified wealth management platform serving affluent, HNI and UHNI families and individuals. He has also spearheaded a focused alternative asset management franchise and helped sustaining leadership in capital markets.

(e) Remuneration proposed:

Details of remuneration proposed for approval of the Members at this 31st Annual General Meeting of the Company are as provided in the respective resolutions.

(f) Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w. r. t. the country of Origin.)

The Remuneration of Mr. Ashish Kehair is justifiable keeping in view his profile, extensive knowledge and vast experience in the industry. The remuneration payable has been benchmarked with the remuneration being drawn by peers in similar capacity in similar companies of comparable size.

The remuneration of Mr. Ashish Kehair had been recommended by the Nomination and Remuneration Committee of the Board and approved by the Board of Directors at its meeting held on May 9, 2024 and May 10, 2024 respectively, after considering the skills, expertise, knowledge and the proficiency required for the position.

(g) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.

Mr. Ashish Kehair is a professional and except the remuneration, he has no other pecuniary relationship directly or indirectly with the Company, its subsidiary, holding company and managerial personnel.

Mr. Ashish Kehair has also been granted stock option under "Nuvama Wealth Management Limited – Employee Stock Option Plan 2021"

Mr. Ashish Kehair is a Non-executive Director of Nuvama Wealth Finance Limited, Nuvama Wealth and Investment Limited, Pickright Technologies Private Limited the subsidiaries of the Company. He is a Member of the Audit Committee and Nomination and Remuneration

Committee and Chairperson of the Corporate Social Responsibility Committee, Risk Management Committee and Stakeholders' Relationship Committee of Nuvama Wealth and Investment Limited and Member of the Stakeholders' Relationship Committee of Nuvama Wealth Finance Limited.

III. Other Information:

(a) Reasons of loss or inadequate profits:

Presently, the Company is making profits, however, in the event of inadequacy of profit or absence of profit under Section 197 of the Act, the remuneration comprising salary, perquisites and benefits approved/ratified by the Board of Directors be paid as maximum remuneration to the Managing Director during the tenure of his appointment.

(b) Steps taken or proposed to be taken for improvement:

Not applicable.

(c) Expected increase in productivity and profits in measurable terms:

Not applicable.

IV. DISCLOSURES:

The disclosures on remuneration package of each Director and details of all elements of remuneration package, details of fixed components and stock options details etc. are given in the Corporate Governance Report.

The details in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standard 2 are annexed as Annexure A to this Notice.

The necessary documents relating to his appointment shall be open for inspection by the Members in electronic mode. Members can inspect the same by sending an email to the Company at secretarial@nuvama.com.

The Board accordingly recommends the Special Resolution set out in Item No. 4 of the Notice for approval of the Members.

Mr. Ashish Kehair is not related to any Director or KMP of the Company.

Except Mr. Ashish Kehair, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives are in any way concerned or interested, financially or otherwise, in the resolution set out in Item No. 4 of the Notice.

Item No. 5

As recommended and approved by the Nomination and Remuneration Committee ("NRC") and the Board of Directors, the Members had at its ExtraOrdinary General Meeting held on January 31, 2022, approved the appointment of Mr. Shiv Sehgal as Executive Director of the Company for a period of 3 years, w.e.f. January 11, 2022. Accordingly, the tenure of Mr. Shiv Sehgal as Executive Director will expire on January 10, 2025.

Based on the recommendation of the NRC, the Board of Directors of the Company, approved the re-appointment of Mr. Shiv Sehgal as Executive Director for a period of 3 years, w.e.f. January 11, 2025, at their meetings held on May 9, 2024 and May 10, 2024, respectively, subject to approval of Members.

The Company has received declaration from Mr. Shiv Sehgal that he is not disqualified from being appointed as Director of the Company in terms of Section 164 of the Act and is not debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.

Disclosure as required under Schedule V to the Act and the corresponding Rules is as under:

I. General Information:

(a) Nature of Industry

The Company carries business of broking and trading in equity securities (including derivatives and currencies) listed on stock exchanges in India and in futures contracts, for institutional and non-institutional (including retail) clients. The Company is also registered as an Investment Adviser and Merchant Banker with SEBI.

(b) Date or expected date of commencement of commercial production

Not applicable, since the Company has already commenced the business activity.

(c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

Not applicable

(d) Financial performance based on the given indicators

Performance of the Company for the period April 1, 2023 to March 31, 2024 is set out as under:

Particulars	Amount (Rs. in million)
Total Revenue	6,541.84
Total Expenses	5,466.54
Profit Before Tax	1,075.30
Profit After Tax	980.92

(e) Foreign Investments or collaborators, if any:

As on March 31, 2024, PAGAC Ecstasy Pte. Limited holds 54.92% of the paid-up share capital of the Company.

II. Information about the appointee:

(a) Background details:

Mr. Shiv Sehgal has worked in the investment management and financial services industry for over two decades, the majority of which has been in emerging market funds in the pan-Asia markets. Prior to his current role, Mr. Shiv Sehgal led the Goldman Sachs Institutional Sales Trading, Equity Capital Markets business in India, responsible for the firm's franchise relationships. Mr. Sehgal was also appointed to the Goldman Sachs India board to oversee day to day operations and provide executive leadership on various firm committees.

Mr. Shiv Sehgal is a Chartered Financial Analyst from the CFA Institute, USA and holds a Masters in Banking and Finance from Griffith University, Brisbane.

(b) Past remuneration:

Rs. 10,28,22,034/-

(c) Recognition or awards:

None

(d) Job profile and his suitability:

Mr. Shiv Sehgal is President and Head, Nuvama Capital Markets. He provides leadership to one of India's largest equity franchises and is responsible for the Capital Market businesses

which includes Institutional Equities (covering sales, research and trading) and Asset Services.

(e) Remuneration proposed:

Details of remuneration proposed for approval of the Members at this 31st Annual General Meeting of the Company are as provided in the respective resolutions.

(f) Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w. r. t. the country of Origin.)

The remuneration of Mr. Shiv Sehgal is justifiable keeping in view his profile, extensive knowledge and vast experience in the industry. The remuneration payable has been benchmarked with the remuneration being drawn by peers in similar capacity in similar companies of comparable size.

The remuneration of Mr. Shiv Sehgal had been recommended by the Nomination and Remuneration Committee of the Board and approved by the Board of Directors at its meeting held on May 9, 2024 and May 10, 2024 respectively, after considering the skills, expertise, knowledge and the proficiency required for the position.

(g) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.

Mr. Shiv Sehgal is a professional and except the remuneration, he has no other pecuniary relationship directly or indirectly with the Company, its subsidiary, holding company and managerial personnel. Mr. Shiv Sehgal has also been granted stock option under "Nuvama Wealth Management Limited - Employee Stock Option Plan 2021"

Mr. Shiv Sehgal is a Non-executive Director on the Board of Nuvama Clearing Services Limited,

Nuvama Capital Services (IFSC) Limited and Nuvama Custodial Services Limited and Nuvama Investment Advisors (Hong Kong) Private Limited, the subsidiaries/associate of the Company. He is a Member of the Corporate Social Responsibility Committee of Nuvama Clearing Services Limited.

III. Other Information:

(a) Reasons of loss or inadequate profits:

Presently, the Company is making profits, however, in the event of inadequacy of profit or absence of profit under Section 197 of the Act, the remuneration comprising salary, perquisites and benefits approved/ratified by the Board of Directors be paid as maximum remuneration to the Executive Director during the tenure of his appointment.

(b) Steps taken or proposed to be taken for improvement:

Not applicable.

(c) Expected increase in productivity and profits in measurable terms:

Not applicable.

IV. DISCLOSURES:

The disclosures on remuneration package of each Director and details of all elements of remuneration package, details of fixed components and stock options details etc. are given in the Corporate Governance Report.

The details in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standard 2 are annexed as Annexure A to this Notice.

The necessary documents relating to his appointment shall be open for inspection by the Members in electronic mode. Members can inspect the same by sending an email to the Company at secretarial@nuvama.com.

The Board accordingly recommends the Special Resolution set out in Item No. 5 of the Notice for approval of the Members.

Mr. Shiv Sehgal is not related to any Director or KMP of the Company.

Except Mr. Shiv Sehgal and his relatives, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives are in any way concerned or interested, financially or otherwise, in the resolution set out in Item No. 5 of the Notice.

By Order of the Board of Directors
For **Nuvama Wealth Management Limited**
(formerly known as Edelweiss Securities Limited)

Date: July 9, 2024
Place: Mumbai

Sneha Patwardhan
Company Secretary
Membership No: A-23266

Registered Office:

801- 804, Wing A, Building No. 3, Inspire BKC, G Block,
Bandra Kurla Complex, Bandra East, Mumbai – 400 051
CIN: L67110MH1993PLC344634
E-mail: secretarial@nuvama.com
Telephone No.: +91-22 6620 3030
Website: www.nuvama.com

Annexure A

Information as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 on General Meetings with respect to appointment of Directors

Name	Mr. Ashish Kehair	Mr. Aswin Vikram	Mr. Shiv Sehgal
Date of birth/age	January 14, 1975	June 19, 1986	January 3, 1979
Nationality	Indian	Indian	Australian
Date of first appointment on the board	September 21, 2021	January 11, 2022	December 10, 2019
Shareholding in the Company (as on March 31, 2024) (including shareholding as beneficial owner)	Nil	Nil	Nil
Board meetings attended during the F.Y. 2023-24	7	6	7
Experience in specific functional area	Financial services sector	Financial services sector	Financial services sector
Qualification(s)	Chartered Accountant & Cost Accountant	Bachelor of Technology from the Indian Institute of Technology, Madras and Post Graduate Diploma in Management from the Indian Institute of Management, Bangalore	Chartered Financial Analyst from the CFA Institute, USA and Masters in Banking and Finance from Griffith University, Brisbane
Last drawn remuneration	Rs. 12,63,50,633/-	Nil	Rs. 10,28,22,034/-
Sitting Fees and commission	Not applicable	Nil	Not applicable
Relationship with other directors and key managerial personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Directorship in other Companies (As on March 31, 2024)	<ol style="list-style-type: none"> Nuvama Wealth Finance Limited Nuvama Wealth and Investment Limited Pickright Technologies Private Limited 	<ol style="list-style-type: none"> Acme Formulation Private Limited Novaair Technologies Private Limited Novaair Private Limited PAGAC Advisors India Private Limited Sekhmet Pharmaventures Private Limited 	<ol style="list-style-type: none"> Nuvama Clearing Services Limited Nuvama Capital Services (IFSC) Limited Nuvama Custodial Services Limited Nuvama Investment Advisors (Hong Kong) Private Limited

Name	Mr. Ashish Kehair	Mr. Aswin Vikram	Mr. Shiv Sehgal
Chairman/Member in the committees of other public Companies (As on March 31, 2024)	Nuvama Wealth and Investment Limited	Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee -(Chairperson) Audit Committee, Nomination Remuneration Committee- (Member)	Nil
	Nuvama Wealth Finance Limited	Stakeholders Relationship Committee- (Member)	
Name of Listed entities from which the person has resigned in past three years	Nil	Nil	Nil
Remuneration sought to be paid	Refer to resolution No. 4 of the Notice	Nil	Refer to resolution No. 5 of the Notice
Brief resume of the Director	Mr. Ashish Kehair, the Managing Director and CEO of Nuvama Wealth Management Limited, has been instrumental in shaping Nuvama Group's strategic direction and expansion of business across geographies. Under his leadership the group has built a scaled and diversified wealth management platform serving affluent, HNI and UHNI families and individuals. He has also spearheaded a focused alternative asset management franchise and helped sustaining leadership in capital markets.	Mr. Aswin Vikram has completed his Bachelor of Technology degree from the Indian Institute of Technology, Madras in 2007 and his Post Graduate Diploma in Management from the Indian Institute of Management, Bangalore in 2009. Mr. Vikram has been with PAG since November 2019 and has been working in the private equity industry since 2011.	Mr. Shiv Sehgal is President and Head, Nuvama Capital Markets. He provides leadership to one of India's largest equity franchises and is responsible for the Capital Market businesses which includes Institutional Equities (covering sales, research and trading) and Asset Services. Mr. Sehgal has worked in investment management and financial services industry for over two decades, the majority of which has been in emerging market funds in the pan-Asia markets.

Name	Mr. Ashish Kehair	Mr. Aswin Vikram	Mr. Shiv Sehgal
	<p>Mr. Kehair has 26 years of extensive experience in the financial services sector, with a diverse background spanning Private Banking, Wealth Management, Asset Management, and Treasury both in Indian and offshore markets.</p> <p>In the past, he was associated with IDFC Bank as Head, Wealth Management & Private Banking and was part of the Senior Management team that was significant in building differentiated franchises across all segments of the Bank. His past associations also include ICICI Securities Ltd, ICICI Bank & TAIB Bank E.C. (Asset Management).</p> <p>Mr. Kehair is a professionally qualified Chartered Accountant & Cost Accountant.</p>		<p>Prior to his current role, Mr. Sehgal led the Goldman Sachs Institutional Sales Trading, Equity Capital Markets business in India, responsible for the firm's franchise relationships. Mr. Sehgal was also appointed to the Goldman Sachs India board to oversee day to day operations and provide executive leadership on various firm committees.</p> <p>Mr. Sehgal is a Chartered Financial Analyst from the CFA Institute, USA and holds a Masters in Banking and Finance from Griffith University, Brisbane.</p>

Safe harbour

This annual report may contain certain words or phrases that are forward-looking statements, which are tentative, based on current expectations of the management of Nuvama Wealth Management Limited or any of its subsidiaries, associate companies and joint ventures ("Nuvama"). Actual results may vary from the forward-looking statements contained in this annual report due to various risks and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India and outside India, volatility in interest rates and in the securities market, new regulations and Government policies that may impact the businesses of Nuvama as well as the ability to implement its strategy. The information contained herein is as of the date referenced and Nuvama does not undertake any obligation to update these statements. Nuvama has obtained all market data and other information from sources believed to be reliable or are its internal estimates unless otherwise stated, although its accuracy or completeness cannot be guaranteed. Some part of the annual report relating to business wise financial performance, balance sheet, asset books of Nuvama and industry data herein is reclassified/regrouped based on Management estimates and may not directly correspond to published data. The numbers have also been rounded off in the interest of easier understanding. Numbers have been re-casted, wherever required. Prior period figures have been regrouped/reclassified wherever necessary. Past performance may not be indicative of the performance in the future and no representation or warranty expressed or implied is made regarding future performance.

Nuvama Wealth Management Limited. (Formerly known as Edelweiss Securities Limited)
Corporate Identity Number: L67110MH1993PLC344634

For more information, please visit www.nuvama.com

Nuvama Wealth Management Ltd.

801- 804, Wing A, Building No. 3, Inspire BKC,
G Block, Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

nuvama.com