

Date: July 12, 2024

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| To, National Stock Exchange of India Ltd Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Mumbai-400051 Scrip Symbol- SRGHFL | To, BSE Limited 1 st Floor, P.J. Towers, Dalal Street, Mumbai-400001 Scrip Code- 534680 |
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Subject: Notice of 25th Annual General Meeting (AGM) and Annual Report 2023-24

Respected Sir/Madam,

We wish to inform you that the 25th AGM of the Company will be held on Monday **August 05, 2024 at 12:15 P.M.** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). In this regard, please find attached Notice of the 25th AGM and Annual Report of the Company for the Financial Year 2023-24

We would like to inform you that the said documents are also uploaded on the website of the Company at www.srghousing.com.

Brief details of the 25th AGM of the Company are as below:

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| Date and Time of AGM | Monday, August 05, 2024 at 12:15 PM |
| Mode | Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") |
| Participants through Video Conference /Live Webcast of AGM | www.evoting.nsdl.com |
| Cut-off Date for e-Voting | 29-07-2024 |
| E-voting start date and time | 02-08-2024, 09:00 A.M. |
| E-voting end date and time | 04-08-2024, 05:00 P.M. |
| E-voting website | www.evoting.nsdl.com |

Further this is to inform you pursuant to the provisions of section 91 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Register of Members and Share Transfer books of the Company shall remain closed from Monday July 29, 2024 to Monday August 5, 2024 (both days inclusive) for the purpose of 25th Annual General Meeting of the company.

Kindly take the above information on record and do the needful.

Thanking You,
For SRG Housing Finance Limited

Divya Kothari
Company Secretary
M.No: A57307



SRG HOUSING FINANCE LIMITED

Regd. Office: 321, S.M. Lodha Complex, Near Shastri Circle, Udaipur (Rajasthan) 313001
 CIN NO: L65922RJ1999PLC015440 Tel: +91-294-2561882, 2412609
 Website: www.srghousing.com, Email-id: info@srghousing.com, srghousing@gmail.com

NOTICE 25TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the **TWENTY FIFTH ANNUAL GENERAL MEETING** of the Members of **SRG HOUSING FINANCE LIMITED** will be held on **Monday 05th Day of August, 2024 at 12:15 P.M.** through Video Conference (VC) or Other Audio-Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the audited financial statements of the Company for the financial year ended on 31st March, 2024 together with the reports of the Board of Directors and Auditors thereon.**
- To appoint a Director in place of Mrs. GARIMA SONI (DIN :08336081), Director who retires by rotation in terms of Section 152(6) of The Companies Act, 2013 and being eligible, offers herself for re-appointment.**

SPECIAL BUSINESS:

- Appointment of Mr. Dilip Kumar Singhvi (DIN 09240489) as an Independent Director of the Company**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”)

[including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr. Dilip Kumar Singhvi (DIN: 09240489), who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations, **Mr. Dilip Kumar Singhvi (DIN 09240489)** be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) consecutive years till August 05, 2029, and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

- Appointment of Mr. Mohit Singhvi (DIN 10681694) as an Independent Director of the Company**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Rules framed thereunder,

and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the LODR Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, **Mr. Mohit Singhvi (DIN 10681694)** who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations, Mr. Mohit Singhvi (DIN 10681694) be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) consecutive years till August 05, 2029, subject to Mr. Singhvi satisfying the criteria of independence during the tenure of his appointment in terms of the Companies Act, 2013, the Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution”

5. To approve alteration of the object clause of the Memorandum of Association of the company

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014 and other applicable rules and regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), (collectively referred to as, the “Companies Act”), and pursuant to the approval and recommendation of the Board of Directors (“Board”) of the Company, the consent of the Shareholders of the Company, be and is hereby accorded to amend the Objects

Clause of the Memorandum of Association of the Company (“MOA”) by inserting the following clause as sub-clause 6 of Clause III(A) in the main object clause of the MOA:

“6. To act as corporate agents, representatives, surveyors, sub -insurance agents, franchisees, consultants, advisors, collaborators, group insurance holders for life, general and health insurance and engage in the activity of promotion, distribution, sales, advertising and marketing of insurance products.”

RESOLVED FURTHER THAT the Board of Directors of the Company, the Chief Financial Officer of the Company, the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable including filing of requisite forms, files, reports, returns and documents with such appropriate authorities and to settle any question, difficulty, doubt that may arise in respect of the alteration of the Memorandum of Association and further to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

6. Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions of the Companies Act, read with applicable Rules therein, along with the Article of Association of the Company; the consent of the Members of the Company be and is hereby accorded to increase the Authorised Equity Share Capital of the Company from ₹ 16,00,00,000 (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One crore Sixty lacs equity Shares) of Rs. 10 each to ₹ 20,00,00,000 (Rupees Twenty Crores only) divided into 2,00,00,000 (Two Crore Equity Shares) of ₹ 10 each ranking pari-passu



in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules framed thereunder, consent of the Members of the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place, the following:-

“The Authorized Share Capital of the Company is ₹ 20,00,00,000/- (Rupees Twenty Crores only) divided into 2,00,00,000 (Two Crores) Equity Shares of ₹ 10 (Rupees Ten only) each.”

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board / Committee of the Board or any officer(s) authorized by the Board of Directors, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

7. To raise funds through equity shares by way of Qualified Institutional Placement (QIP)

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

“RESOLVED THAT pursuant to the provisions of Sections 23, 41, 42, 62(1)(c), and other applicable provisions, if any, of the Companies Act, 2013, and the applicable rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, including any amendment(s), statutory modification(s) or re-enactment thereof for the time being in force, and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the **“SEBI ICDR Regulations”**), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as

amended (the **“SEBI Listing Regulations”**), and the Foreign Exchange Management Act, 1999 and the regulations made thereunder including the Foreign Exchange Management (Non-debt Instruments) Rule, 2019, the Consolidated FDI Policy issued by Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India from time to time, each as amended, the listing agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited (the **“Stock Exchanges”**) where the equity shares of face value of Rs. 10 each of the Company (the **“Equity Shares”**) are listed, and other applicable statutes, laws, regulations, rules, notifications or circulars or guidelines promulgated or issued from time to time by the Ministry of Finance, Ministry of Corporate Affairs (**“MCA”**), Reserve Bank of India (**“RBI”**), Securities and Exchange Board of India (**“SEBI”**), Stock Exchanges, Registrar of Companies, Rajasthan at Jaipur (**“RoC”**), the Government of India (**“GOI”**) and such other governmental/ statutory/ regulatory authorities in India or abroad, and subject to all approvals, permissions, consents, and/or sanctions as may be necessary or required from SEBI, the Stock Exchanges, RBI, MCA, GOI, RoC, or any other concerned governmental/ statutory/regulatory authority in India or abroad, and subject to such terms, conditions, or modifications as may be prescribed or imposed while granting such approvals, permissions, consents, and/or sanctions by any of the aforesaid authorities, which may be agreed to by the Board of Directors of the Company, the approval of the members of the Company be and is hereby accorded to create, offer, issue, and allot such number of Equity Shares, and/ or securities convertible into Equity Shares at the option of the Company and/ or the holders of such securities, and/ or securities linked to Equity Shares, and/ or any other instrument or securities representing Equity Shares and/ or convertible securities linked to Equity Shares (all of which are hereinafter collectively referred to as **“Securities”**) (including with provisions for reservations on firm and/ or competitive basis, or such part of issue and for

such categories of persons as may be permitted) through qualified institutions placement (“QIP”), to Qualified Institutional Buyers (“QIBs”) as defined under the SEBI ICDR Regulations, in accordance with Chapter VI of the SEBI ICDR Regulations, for cash, in one or more tranches, for an aggregate amount of up to Rs. 100 Crores (Rupees One Hundred Crores Only) (inclusive of such discount or premium to market price or prices permitted under applicable law), on such other terms and conditions as may be mentioned in the offer document in respect of the proposed issue, as permitted under applicable laws and regulations, in such manner, and on such terms and conditions as may be deemed appropriate by the Board in its absolute discretion may deem fit and appropriate and without requiring any further approval or consent from the Members, considering the prevailing market conditions and/or other relevant factors, and wherever necessary, in consultation with the book running lead managers and/or other advisors appointed by the Company and the terms of the issuance as may be permitted by SEBI, the Stock Exchanges, RBI, MCA, GOI, ROC, or any other concerned governmental/statutory/ regulatory authority in India or abroad, together with any amendments and modifications thereto (“Issue”).

RESOLVED FURTHER THAT in the event the Issue is undertaken by way of a QIP, following provisions of the SEBI ICDR Regulations shall apply:

- i. the allotment of the Securities pursuant to QIP shall be completed within 365 days from the date of passing of this Special Resolution or such other time as may be allowed under the Companies Act, 2013 and/or SEBI ICDR Regulations, from time to time;
- ii. the Securities allotted under QIP shall not be sold by the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or except as may be permitted from time to time;
- iii. no single allottee shall be allotted more than 50% of the issue size and the minimum number of allottees shall be in accordance

with the SEBI ICDR Regulations. It is clarified that QIBs belonging to the same group or who are under same control shall be deemed to be a single allottee;

- iv. the allotment of Securities except as may be permitted under SEBI ICDR Regulations and other applicable laws shall only be qualified institutional buyers (“QIBs”) as defined under Regulation 2(1)(ss) of SEBI ICDR Regulations and no allotment shall be made, either directly or indirectly, to any QIB who is a promoter, or any person related to the promoters of the Company;
- v. the Company shall not undertake any subsequent QIP until the expiry of two weeks or such other time as may be prescribed by the SEBI, from the date of prior QIP made pursuant to this Special Resolution;
- vi. the Securities to be offered and allotted shall be in dematerialized form and shall be allotted on fully paid-up basis and;
- vii. QIP to be undertaken pursuant to the special resolution passed at this meeting.

RESOLVED FURTHER THAT in accordance with Regulation 171(b) of the SEBI ICDR Regulations, the ‘Relevant Date’ for determination of the floor price of the Equity Shares to be issued pursuant to QIP shall be the date of meeting in which the Board decides to open the QIP and in the event Other Eligible Securities are issued to QIBs by way of QIP, the ‘Relevant Date’ for pricing of such Other Eligible Securities shall be either the date of the meeting in which the Board decides to open the issue of such convertible securities or the date on which the holders of such convertible securities become entitled to apply for the Equity Shares, as determined by the Board.

RESOLVED FURTHER THAT in case the issue is made pursuant to QIP, it shall be made at such price that is not less than the price determined in accordance with the pricing formula provided under Regulation 176(1) of the SEBI ICDR Regulations (the “**Floor Price**”), and the price determined for the QIP shall be subject to



appropriate adjustments as per the provisions of the SEBI ICDR Regulations, as may be applicable. However, pursuant to the proviso under Regulation 176(1) of SEBI ICDR Regulations, the Board, at its absolute discretion, may offer a discount, of not more than 5% or such other percentage as may be permitted under applicable law on the Floor Price.

RESOLVED FURTHER THAT in accordance with Regulation 179 of the SEBI ICDR Regulations, a minimum of 10% of the Securities shall be allotted to mutual funds and if mutual funds do not subscribe to the aforesaid minimum percentage or part thereof, such minimum portion may be allotted to other QIBs and that no allotment shall be made directly or indirectly to any QIB who is a promoter or any person related to promoters of the Company.

RESOLVED FURTHER THAT without prejudice to the generality of the above, subject to applicable laws and subject to approval, consents, permissions, if any, of any governmental body, authority or regulatory institution including any conditions as may be prescribed in granting such approval or permissions by such governmental authority or regulatory institution, the aforesaid Securities may have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevailing practices in the capital markets including but not limited to the terms and conditions for issue of additional Securities and the Board or a committee thereof subject to applicable laws, regulations and guidelines be and is hereby authorized in its absolute discretion in such manner as it may deem fit, to dispose of such Securities that are not subscribed.

RESOLVED FURTHER THAT for the purpose of giving effect to creation, offer, issue, allotment or listing of the Securities pursuant to the offering, the Board be and is hereby authorized, to take all actions and do all such acts, deeds, actions and sign such documents as may be required in furtherance of, or in relation to, or ancillary to, the offering,

including but not limited to the negotiation, finalization and approval of the draft as well as final offer document(s), placement document, and any addenda or corrigenda thereto with the Regulatory Authorities, as may be required, placement agreement, escrow agreement, monitoring agency agreement, agreement with the depositories and other necessary agreements, memorandum of understanding, deeds, general undertaking/indemnity, certificates, consents, communications, affidavits, applications (including those to be filed with regulatory authorities, if any) (the "Transaction Documents") (whether before or after execution of the Transaction documents) together with all other documents, agreements, instruments, letters and writings required in connection with, or ancillary to, the Transaction Documents (the "**Ancillary Documents**") as may be required or necessary for the aforesaid purpose.

RESOLVED FURTHER THAT in pursuance of the aforesaid resolution, the Securities to be created, offered, issued, and allotted shall be subject to the provisions of the memorandum of association and articles of association of the Company and any Equity Shares that may be created, offered, issued and allotted under the Issue or allotted upon conversion of the equity linked instruments issued by the Company shall rank pari-passu in all respects including dividend with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the approval of the Members of the Company be and is hereby accorded to the Board and the Board be and is hereby authorized to issue and allot such number of Equity Shares as may be required to be issued and allotted under the Issue or to be allotted upon conversion of any Securities or as may be necessary in accordance with the terms of the Issue.

RESOLVED FURTHER THAT the approval of the Members of the Company be and is hereby accorded to the Board to open one or more bank accounts in the name of the Company, as may be required, subject to requisite approvals,

if any, and to give such instructions including closure thereof as may be required and deemed appropriate by the Board.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate (to the extent permitted by law) all or any of the powers herein conferred by this resolution to any Committee of

Registered Office:

321, SM Lodha Complex,
Near Shastri Circle,
Udaipur (Rajasthan)-313001
CIN: L65922RJ1999PLC015440

the Board, or any such persons as it may deem fit in its absolute discretion, with the power to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purposes of the offering and settle any questions or difficulties that may arise in this regard to the offering.”

By order of the Board of Directors

Sd/-

Divya Kothari

M.No:A57307

Company Secretary

Date: 03-07-2024

Place: Udaipur

NOTES:

- 1) In view of the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 December 14, 2021, General Circular No. 2/2022 dated 05 May, 2022, General Circular No. 10/2022 December 28, 2022 and General Circular No. 09/2023 September 25, 2023 (hereinafter collectively referred to as 'MCA circulars') read together with various circulars issued by Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD /CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD PoD-2/P/CIR/2023/167 dated October 07, 2023 allowed the companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2024. Accordingly, the Company would be conducting this meeting through two-way VC and in this connection, it has availed the services of National Securities Depository Limited (NSDL) for providing the VC and e-voting facility.
- 2) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts relating to the special business (es) to be transacted at the AGM is annexed hereto. The Board of Directors, at its meeting held on June 3, 2024 and July 3, 2024 considered that the Special business under item no. 3, 4, 5, 6 and 7 being unavoidable, be transacted at the AGM.
- 3) A statement pursuant to Section 102(1) of the Act, relating to the Business to be transacted at Item Nos. 3, 4, 5, 6 and 7 is annexed hereto.
- 4) This is to inform that as physical presence of Members has been dispensed with for attending the Meeting through VC/OAVM Facility, therefore there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 25th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the 25th AGM through



VC/ OAVM Facility and participate there at and cast their votes through e-voting.

- 5) The attendance of the members participating in the AGM through VC will be recorded digitally. The attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 6) Books of the Company would remain closed from Monday 29th July, 2024 to Monday, 05th August 2024 (both days inclusive) for the purpose of 25th Annual General Meeting of the Company.
- 7) In compliance with the Circulars, Notice of the AGM along with the Annual Report 2023-24 are being sent only through electronic mode to those Members whose email addresses are registered with the Company/RTA/Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website www.srghousing.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com, National Stock Exchange Limited at www.nseindia.com and on the website of NSDL <https://www.evoting.nsdl.com>.
- 8) We hereby request the Members of the Company to update their e-mail address to enable the Company to send communications electronically.
- 9) All documents referred to in this Notice and other statutory registers like Register of Directors and Key Managerial Personnel and their shareholding (Section 170 of the Act), the Register of Contracts or Arrangements in which the Directors are interested (Section 189 of the Act) etc. maintained, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. August 05, 2024 Members seeking to inspect such documents can send an email to info@srghousing.com. The said documents would also be available online for inspection during the AGM.
- 10) In terms of the provisions of Section 107 of The Companies Act, 2013, since the resolutions set out in this Notice are being conducted through e-voting, the said resolutions will not be decided on Show of Hands at the 25th AGM.
- 11) Since the AGM will be held through VC, the Route Map is not annexed in this Notice. The deemed venue is the Registered Office of the Company.
- 12) Additional information, pursuant to SEBI (LODR) Regulations, 2015, in respect of the directors seeking appointment/re-appointment at the AGM is furnished in the explanatory statement forming part of this Notice. The directors have furnished consent/declaration for their appointment/re-appointment as required under the provisions of The Companies Act, 2013 and Rules thereto, and as per the RBI Directions.
- 13) The members desirous of obtaining any information with regard to the audited Annual Financial Statements of the Company for the financial year 2023-24 or on any other related subject are requested to write to the Company at info@srghousing.com at least 15 days before the date fixed for the 25th AGM, so that the information required could be kept ready.

* The Securities and Exchange Board of India has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts.

* Members are requested to notify the change in address if any, with Pin Code numbers immediately to the RTA i.e. M/s Link Intime Pvt. Ltd. C 101, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai - 400 083 (Maharashtra) Tel: 022-28515606 Fax No: 022-28512885 Email: rnt.helpdesk@linkintime.co.in Web: www.linkintime.co.in
- 14) Voting Through Electronic Means
 - a) In compliance with the provisions of Regulation 44 of the Listing Regulations, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, MCA circulars and the Secretarial

Standard on General Meetings issued by The Institute of Company Secretaries of India, the Company is providing a facility to all its Members to enable them to cast their vote on the resolutions listed in this Notice by electronic means i.e. remote e-voting prior to the AGM and also during the AGM (for those Members who have not exercised their votes through remote e-voting).

- b) The remote e-voting period commences on 02nd August 2024 (09:00 a.m.) and ends on 04th August, 2024 (5:00 p.m.) (IST). During this period members of the Company, holding shares in dematerialized form, as on the cut-off date Monday 29th July 2024 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- c) Any person, who acquires shares of the Company and becomes Member of the Company after the Company sends the Notice of the 25th AGM by e-mail and holds shares as on the cut-off date i.e. on Monday 29th July 2024, may obtain the User ID and password by sending a request to e-mail address evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing user ID and password for casting his/her vote. In the case of forgot password, the same can be reset by using "Forgot User Details/Password?" option available on www.evoting.nsdl.com
- d) Institutional (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the

Scrutinizer by e-mail through its registered e-mail address to shivharijalancs@gmail.com with a copy marked to evoting@nsdl.co.in.

- e) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" option available on www.evoting.nsdl.com to reset the password.
- f) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990. Members may also write to the Company Secretary at the email address: info@srghousing.com or contact at telephone no. 0294-2561882.
- g) SEBI vide circular SEBI/HO/CFD/ CMD/ CIR/P/2020/242 dated December 9, 2020, has enabled e-voting for all the individual demat account holders by way of a single login credential through their demat accounts and/ or website of the depositories/depository participants (DP), in an attempt to increase the participation of the shareholders as also improve the efficacy of the voting process.
- h) The Members who have cast their votes by remote e- voting prior to the AGM may attend the AGM on VC but shall not be allowed to vote again.

The details of the process and manner for remote e-voting are explained herein:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.



Details on Step 1 are mentioned below:

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders | Login Method |
|---|--|
| Individual Shareholders holding securities in Demat mode with NSDL. | <ol style="list-style-type: none"> <li data-bbox="635 586 1474 1036">1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL:https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <div data-bbox="678 1052 1002 1253" style="text-align: center;"> <p>NSDL Mobile App is available on</p>  </div> <ol style="list-style-type: none"> <li data-bbox="635 1274 1474 1398">2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="635 1419 1474 1858">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

| Type of shareholders | Login Method |
|--|--|
| Individual Shareholders holding securities in demat mode with CDSL | <p>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/loginor www.cdslindia.com and click on New System Myeasi.</p> <ol style="list-style-type: none"> 1. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 2. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 3. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting in progress. |

| | |
|--|--|
| Individual Shareholders (holding securities in demat mode) login through their depository participants | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |
|--|--|

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website

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

| Login type | Helpdesk details |
|--|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43 |

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode-

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.



Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

| Manner of holding shares i.e. Demat (NSDL or CDSL) | Your User ID is: |
|--|--|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****. |

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the

.pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account. The .pdf file contains your 'User ID' and your 'initial password'.

- ii. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered
- d) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - i. Click on "Forgot User Details/Password?" (If you are holding shares in your Demat account with NSDL or CDSL) option available on www.evoting.nSDL.com.
 - ii. If you are still unable to get the password by aforesaid option, you can send a request at evoting@nSDL.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - iii. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- e) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- f) Now, you will have to click on "Login" button.
- g) After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are mentioned below:

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General

Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.

3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

1. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@srghousing.com. If you are an individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
2. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
3. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and

email ID correctly in their demat account in order to access e-Voting facility

The Instructions For Members For E-Voting On The Day Of The AGM Are As Under:

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

Instructions For Members for Attending the AGM Through VC/OAVM are as under:

1. The Members can join the AGM in the VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available for 1500 members on first come first serve basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee Auditors, Company Secretary etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.
2. Member will be provided with a facility to attend the AGM through VC through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under ‘shareholders/members login’ by using the remote e-voting credentials like User Id and Password. The link for VC will be available in ‘shareholder/members login’ where the EVEN of Company will be



displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further, members can also use the OTP based login for logging into the e-Voting system of NSDL.

3. Members are encouraged to join the Meeting through Laptops for better experience.
4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at info@srghousing.com
7. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@srghousing.com at least 15 days before the date of AGM. The same will be replied by the company suitably.

Registered Office:

321, SM Lodha Complex,
Near Shastri Circle,
Udaipur (Rajasthan)-313001
CIN: L65922RJ1999PLC015440

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

For the Attention of The Members:

1. Members are requested to send intimations of any changes in their addresses, applications for demat of shares, applications for transfer of shares and any related correspondence to the Company's share transfer agents

Link Intime India Pvt Ltd Address: C 101, 247 Park, LBS Marg, Vikhroli West Mumbai-400083
Email Id:- rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in, Tel No:- 022-49186270
Fax: 022-49186060

2. Sending notices and documents to shareholders through email:

As a part of "Green Initiative" in Corporate Governance, the Ministry of Corporate Affairs has allowed sending communication to the shareholders through electronic mode. Accordingly, we propose to send documents like notices convening general meetings, Annual Reports, etc. to the email addresses of the shareholders. For this purpose, shareholders holding shares in demat form are requested to register their email IDs with their Depository Participants

3. PAN: Securities Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic/dematerialised form are, therefore requested to submit their PAN to their Depository Participant(s).

By order of the Board of Directors

Sd/-

Divya Kothari

M.No:A57307

Company Secretary

Date: 03-07-2024

Place: Udaipur

Information required under Regulation 36(3) of the Listing Regulations (relating to Corporate Governance) and Secretarial Standard on General Meetings, with respect to the Directors seeking appointment/re-appointment are as follows:

| Name of the Director | Mrs. Garima Soni, Non-Executive Director | Mr. Dilip Kumar Singhvi - Independent Director | Mr. Mohit Singhvi - Independent Director |
|--|---|--|---|
| Director Identification Number | 08336081 | 09240489 | 10681694 |
| PAN | DZKPS3284J | ADSPS9114N | AFRPS1204G |
| Date of Birth, Age | 03/04/1992 32 years | 11/10/1954 69 years | 22/04/1964 60 years |
| Date of First appointment on board | 23-02-2019 | 05-08-2024 | 05-08-2024 |
| Brief resume of the Director including Qualification, nature of expertise in specific functional areas | A practicing Company Secretary and holds a Master's degree in Legislative Law. She has over 7 years' experience in finance sector regulatory compliances, policy making and corporate governance. | Around more than 36 Years of Banking experience and wide experience in the areas of credit, risk management, collection monitoring resolving customer grievances etc. His qualifications includes B.SC, M.COM, MBA, CAIIB. | Around more than 34 Years of multiple areas of Banking with expertise in management of retail and wholesale banking operations, credit risk management and compliance, customer service delivery and exposure to deal with bouquet of all products in Retail/ Wholesale Banking Assets & Liabilities at branch, regional and head office level. His Qualification includes Bachelor of Engineering (B.E.) with specialization in Agriculture and postgraduation in Banking (M.Com) Chartered Associate of Indian Institute of Bankers (CAIIB). |
| No. of Equity shares held in the Company (Including shareholding as a beneficial owner) (As on March 31, 2024). | 4652 | 0 | 0 |



| Name of the Director | Mrs. Garima Soni, Non-Executive Director | Mr. Dilip Kumar Singhvi – Independent Director | Mr. Mohit Singhvi – Independent Director |
|---|---|---|---|
| Directorships and Committee memberships held in other companies | 0 | Directorship- S R G Securities Finance Limited Committee Membership S R G Securities Finance Limited 1. Audit Committee 2. Nomination and Remuneration Committee 3. Stakeholder Relationship Committee 4. Risk Management Committee | NIL |
| Inter-se relationships between Directors, Manager and KMPs | Not Related with any Directors, Manager and KMPs | Not related with any Directors, Manager and KMPs | Not related with any Directors, Manager and KMPs |
| Nationality | Indian | Indian | Indian |
| No. of Board Meetings held during the year | 10 | 10 | 10 |
| No. of Board meetings attended during the year. | 4 | NA | NA |
| Terms & Conditions of appointment | Re- appointment of Mrs. Garima Soni as Non- Executive Director and shall be liable to retire by rotation. | Appointed as Independent Director with effect from 5TH August 2024 for a period of 5 consecutive years i.e upto 5, August 2029 | Appointed as Independent Director with effect from 5TH August 2024 for a period of 5 consecutive years i.e upto 5, August 2029 |
| Remuneration sought to be paid | NIL | Nil | Nil |
| Remuneration Last drawn | NIL | Nil | Nil |
| Listed entities from which the person has resigned in the past three years | Nil | Nil | Nil |

| Name of the Director | Mrs. Garima Soni, Non-Executive Director | Mr. Dilip Kumar Singhvi - Independent Director | Mr. Mohit Singhvi - Independent Director |
|--|---|--|--|
| In case of re-appointment of Independent Directors, performance evaluation report of such Director or summary thereof shall be included in the explanatory statement | Not Applicable | Not Applicable | Not Applicable |
| Skills and capabilities required for the role of Independent Director and the manner in which the proposed person meets such requirements. | Not Applicable | As per the resolution at Item no. 3 of this Notice, read with the explanatory statement thereto. | As per the resolution at Item no. 4 of this Notice, read with the explanatory statement thereto. |



EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO: 3 & 4

Board of Directors has recommended the appointment of Mr. Dilip Kumar Singhvi (DIN: 09240489) and Mr. Mohit Singhvi (DIN: 10681694) as an Independent Directors for a term of five consecutive years i.e. upto August 05, 2029, for approval of the Members of the Company. While considering the appointment of Mr. Dilip Kumar Singhvi and Mr. Mohit Singhvi, the board considered and noted the retirement of existing independent directors i.e. Mr. Ashok Kabra and Mr. Vikas Gupta due to completion of their second consecutive term in this 25th AGM.

The appointment of Mr. Dilip Kumar Singhvi and Mr. Mohit Singhvi have been made by the Board to address the long-term requirement of the Company and to ensure smooth transition in key board positions.

In the opinion of the Board. Mr. Dilip Kumar Singhvi and Mr. Mohit Singhvi fulfil the conditions specified in the Companies Act, 2013 (the "Act"), rules made thereunder and SEBI (Listing obligations and disclosure requirements) Regulations 2015 ("Listing Regulations") for appointment as Independent Directors of the Company and are independent of management of the Company.

The Company has received a notice in writing under the provisions of Section 160 of the Act from a member proposing the candidature of Mr. Dilip Kumar Singhvi and Mr. Mohit Singhvi for the office of Independent Director, to be appointed under the provisions of Section 149 of the Act. The appointment is of Independent Directors and the same has been recommended by the Nomination and Remuneration Committee and according to the Companies (Amendment) Act, 2017, there is no need to deposit ₹ 100,000 under Section 160 of the Act.

Mr. Dilip Kumar Singhvi and Mr. Mohit Singhvi both are not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given their consent to act as a Director. Further, the Company has received a declaration from both that they are not debarred from being appointed as a Director by the SEBI, MCA or any such authority and they both meet

the criteria of independence as prescribed both under Section 149(6) of the Act and the Listing Regulations

Mr. Dilip Kumar Singhvi and Mr. Mohit Singhvi both holds valid registration under the Independent Director's Database pursuant to the Notification dated October 22, 2019, issued by the MCA. A draft copy of the letter of appointment as an Independent Director of the Company setting out the terms and conditions of their appointment, including remuneration, is available for inspection by the Members without any fee at the Company's Head Office. The same is also uploaded on the Company's website at www.srghousing.com

Brief profiles are as follows:

Mr. Dilip Kumar Singhvi:-

Mr. Dilip Kumar Singhvi is having more than 36 years of Banking Experience. His qualifications includes B.SC, M.COM, MBA, CAIIB and he has also qualified various courses on Mutual Funds organized by NISM. He has wide experience in the areas of credit, risk management, collection monitoring resolving customer grievances etc. Mr. Singhvi has retired from Bank of Baroda after service of 35 years. He is currently Independent Director of S R G Securities Finance Limited (NBFC-BL). Further Mr. Dilip Kumar Singhvi is not disqualified from being appointed as a Director under provisions of Section 164 of the Act, nor debarred from holding the office of Director by virtue of any SEBI order, RBI or any other such authority and has given his consent to act as a Director of the Company.

Mr. Mohit Singhvi :-

Mr. Mohit Singhvi is having 34 years of experience in multiple areas of Banking with expertise in management of retail and wholesale banking operations, credit risk management and compliance, customer service delivery and exposure to deal with bouquet of all products in Retail/ Wholesale Banking Assets & Liabilities at branch, regional and head office level.

His Qualification includes Bachelor of Engineering (B.E.) with specialization in Agriculture and

post-graduation in Banking (M.Com) Chartered Associate of Indian Institute of Bankers (CAIIB). He is retired from ICICI bank after service of 34 years. Further Mr. Mohit Singhvi is not disqualified from being appointed as a Director under provisions of Section 164 of the Act, nor debarred from holding the office of Director by virtue of any SEBI order, RBI or any other such authority and has given his consent to act as a Director of the Company

In the opinion of the Board, Mr. Dilip Kumar Singhvi and Mr. Mohit Singhvi fulfils the conditions for their appointment as an Independent Directors as specified in the Act and SEBI LODR Regulations and is independent of the Management.

Your Board believes that induction of Mr. Dilip Kumar Singhvi and Mr. Mohit Singhvi on the Board will support in broadening the overall expertise of the Board and will bring wide experience. None of the Directors or Key Managerial Personnel and their relatives, except Mr. Dilip Kumar Singhvi and Mr. Mohit Singhvi and their relatives, are concerned or interested, financially or otherwise in this Resolution. The Board recommends the Resolution set out at Item No. 3 and 4 for approval of the Members as a Special Resolution.

ITEM NO: 5

The Company is proposing to register itself as a Corporate Agent with Insurance Regulatory Development Authority of India (“IRDAI”) for soliciting life, general and health insurance business under the IRDAI (Registration of Corporate Agents) Regulations, 2015. The Corporate Agency, will enable the Company to cross-sell a broader range of insurance products to its customers.

In view of the above, Members are informed that, to align with the requirement of the IRDAI, the Company is now proposing to insert new clause as sub-clause 6 of Clause III(A) in the main object clause of the MOA as mentioned below:

Clause to be inserted

“III(A) in the Main objects of the MOA

6. To act as corporate agents, representatives, surveyors, sub -insurance agents, franchisees, consultants, advisors, collaborators, group insurance

holders for life, general and health insurance and engage in the activity of promotion, distribution, sales, advertising and marketing of insurance products.”

The Board by way of resolution passed at its meeting held on July 3, 2024 has approved alteration of object clause of MOA subject to approval of shareholders. Pursuant to the provisions of Section 4 and Section 13 of the Companies Act, 2013, any alteration to the MOA requires approval of the shareholders of the Company by way of a special resolution.

In view of the above, consent of members of the Company is being sought for alteration of the MOA of the Company. Copy of amended MOA of the Company after incorporating the proposed alteration is available for inspection electronically from the date of circulation of this Notice until the last date for receipt of votes through the remote e-voting process i.e. August 04, 2024. Members who wish to inspect such document can send an email to info@srghousing.com.

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

ITEM NO: 6

Pursuant to the provisions of Section 13, 61, 64 and other applicable provisions of the Companies Act, 2013 read with applicable rules made thereunder and the Article of Association of the Company; the increase of Authorised Equity Share Capital of the Company requires approval of members.

Taking into consideration the proposal to raise funds through appropriate means in one or more tranches, it will require an ample quantum of Authorised Equity Share Capital for better accommodation of to be issued Equity Shares. The Board of Directors in their Meeting held on June 03, 2024 has approved and recommended to members to increase the Authorised Share Capital of the Company from ₹ 16,00,00,000 (Rupees sixteen crores) divided into 1, 60,00,000 (one Crore Sixty Lacs) Equity shares of Rs. 10 each to ₹ 20,00,00,000 (Rupees Twenty Crores) divided into 2,00,00,000 (Two Crore Equity Shares) of Rs. 10 each.



The above action will also require to amend the Capital Clause of the Memorandum of Association of the Company whereby, the quantum of proposed Authorised Equity Share Capital will replace the existing capital structure.

The Board of Directors has recommended to the members to approve the increase in Authorised Equity Share Capital of the Company to the aforesaid amount vide passing an Ordinary Resolution.

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

ITEM NO: 7

The Board of directors (“the Board”) at its meeting held on June 03, 2024 considered a capital raising proposal for the Company to meet the projected business growth across product lines, to augment the long-term resources of the Company for meeting funding requirements of its business activities and for other general corporate purposes

Accordingly, the Board considered infusing additional capital not exceeding ₹100 crores through private placement or qualified institutions placement (QIP) or preferential allotment or through a combination thereof or any other alternative mode, as may be considered appropriate subject to the SEBI ICDR Regulations, Companies Act, 2013 and other applicable guidelines, notifications, rules and regulations.

Pursuant to the provisions of sections 23, 42, 62(1)(c), 71 and other applicable provisions of the Companies Act, 2013, approval of the members is required for the proposed allotment of Securities through QIP. Accordingly, the consent of the members is being sought, pursuant to the applicable provisions of the Companies Act, 2013 read with Rules made thereunder, the SEBI ICDR Regulations and in terms of the provisions of the SEBI Listing Regulations to issue and allot Securities through QIP as stated in the resolution. The proposed special resolution seeks the enabling authorization of the members of the Company to the Board, without the need of any further approval from the members, to issue and allot Securities through QIP, in accordance with the provisions of Chapter VI of SEBI ICDR Regulations.

Object of the QIP:

in order to augment the long-term resources of the Company, for business growth, for general corporate

purposes and to working capital requirements of our Company.

The issue of Securities may be consummated in one or more tranches, at such time or times, at such price, at a discount or premium to market price in such manner and on such terms and conditions as the Board may in its absolute discretion decide taking into consideration prevailing market conditions and other relevant factors and wherever necessary in consultation with the book running lead manager(s) and other agencies and subject to the SEBI ICDR Regulations and other applicable laws, regulations, rules and guidelines. The price at which Securities shall be allotted in the Offering shall not be less than the average of the weekly high and low of the closing prices of the Equity Shares of the same class quoted on the stock exchange during the two weeks preceding the Relevant Date. Provided that the Board may offer a discount of not more than five per cent on the price so calculated in accordance with the SEBI ICDR Regulations.

The detailed terms and conditions for the offering will be determined in consultation with the Lead managers and such other authority or authorities as may be required, considering the prevailing market conditions and other regulatory requirements. The allotment of the Securities shall be completed within 365 days from the date of passing of the special resolution in accordance with the ICDR Regulations and applicable laws. The Equity Shares issued, if any, shall rank pari-passu in all respects with the existing Equity Shares of the Company.

The Promoter, member of the Promoter group, Directors and Key Managerial Personnel or Senior Management will not subscribe to the Securities or Equity Shares offered through QIP. There would be no change in control as a result of the proposed offering through QIP.

The “relevant date” for the purposes of pricing of the Securities to be issued and allotted in the proposed QIP shall be the date of the meeting in which the Board or a duly authorised committee decides to open the proposed QIP; or in case of issuance of convertible securities, the date of the meeting in which the Board or a duly authorized committee of the Board decides to open the issue of the convertible securities or the date on which the holders of such convertible securities become entitled to apply for the equity shares as provided under the SEBI ICDR Regulations;

The resolution proposed is an enabling resolution and the exact price, proportion and timing of the issue of the Securities in one or more tranches and the remaining detailed terms and conditions for the QIP will be decided by the Board / its duly constituted committee, in accordance with the SEBI ICDR Regulations, in consultation with lead manager(s) in relation to the QIP and such other authorities and agencies as may be required to be consulted by the Company. Further, the Company is yet to identify the investor(s) and decide the quantum of Securities to be issued to them. Hence, the details of the proposed allottees, percentage of their post - QIP shareholding and the shareholding pattern of the Company are not provided. The proposal, therefore, seeks to confer upon the Board / its duly constituted committee the absolute discretion and adequate flexibility to determine the terms of the QIP, including but not limited to the identification of the proposed investors in the QIP and quantum of Securities to be issued and allotted to each such investor, in accordance with the provisions of the SEBI ICDR Regulations, the Securities and Exchange Board of India (Listing Obligations

and Disclosure Requirements) Regulations, 2015, as amended; the Companies Act, 2013, RBI Master directions for housing finance Company

The consent of the Members is being sought pursuant to the provisions of Sections 23, 42, 62(1)(c), 71 and other applicable provisions, if any, of the Act and the Rules made thereunder; Chapter VI of the SEBI ICDR Regulations and in terms of the provisions of the SEBI Listing Regulations, each as amended. This Special Resolution, if passed, will have the effect of allowing the Board to offer, issue and allot securities or equity shares to investors. The Board believes that the issue of Securities of the Company is in the interest of the Company and therefore recommend passing of the Special Resolution in the matter.

In terms of Section 102(1) of the Companies Act, 2013, none of the Directors and Key Managerial Personnel of the Company or their relatives is directly or indirectly concerned or interested, financially or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.

Registered Office:

321, SM Lodha Complex,
Near Shastri Circle,
Udaipur (Rajasthan)-313001
CIN: L65922RJ1999PLC015440

By order of the Board of Directors

Sd/-

Divya Kothari

M.No:A57307

Company Secretary

Date: 03-07-2024

Place: Udaipur

25 वर्षों का सफर, सफलता की नई उड़ान





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The online version can be viewed at
<https://www.srghousing.com/Annual-Report>

Forward-Looking Statements

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



SRG Housing embarked on its journey 25 years ago, with a mission to make homeownership a reality for all, especially in India's underserved rural and semi-urban areas.

Over the years, we have grown from a single office set-up into a prominent housing finance company in India with a strong presence across Western and Central India. Our unwavering commitment to innovation and excellence has propelled us forward, allowing us to expand our geographic footprint, customer base, and Assets Under Management (AUM).

During the year, our robust growth in disbursements was ably supported by branch and team expansion efforts, leading to our AUM surpassing ₹ 500 crores for the first time in our history.

Leveraging advanced technologies, digital capabilities and team capabilities, we enhance operational efficiency to deliver tailored solutions

for evolving customer needs, boost production, and enhance service delivery standards for a delightful client experience.

We continue to focus on deepening our footprint in existing markets and establishing a formidable presence in new regions. Complemented by a robust go-to-market approach, it has bolstered our brand visibility and competitiveness in the dynamic housing finance sector.

With second-generation leadership actively driving our vision, we intensify efforts in innovation, employee development, risk management practices and diversifying capital sources, to drive sustained long-term growth and deliver enduring value to our stakeholders.

As we celebrate

25 वर्षों का सफर, सफलता की नई उड़ान

we believe our best achievements are yet to come.

Seizing the burgeoning opportunities in the housing finance sector, we aim to scale new heights and set new benchmarks of excellence in fulfilling the homeownership dreams of millions nationwide.

CELEBRATING 25 YEARS OF INNOVATION AND GROWTH

SRG Housing Finance Limited (SRG), established in 1999, is a reputable retail and affordable housing finance company, committed to transforming aspirations into reality. Backed by 25 years of deep industry expertise, we specialize in providing individual housing loans and loans against property, tailored to meet diverse home credit needs. With a robust presence in Western and Central India, we empower India's underserved rural and semi-urban communities to realize their dream of homeownership.

LEADING THE CHARGE

- First Company in Rajasthan to be registered under the National Housing Bank (NHB) Act in 2002
- First Company in Rajasthan to be listed on the BSE SME platform in 2012
- First Company in India to migrate from the BSE SME Platform to the BSE Main Board In 2015
- Listed on NSE on August 21, 2023

Furthermore, we have solidified our presence in the financial markets by achieving a National Stock Exchange (NSE) listing on August 21, 2023, underscoring our consistent efforts to drive excellence, increase market presence and enhance stakeholder value.





SRG DASHBOARD

4 States & 1 Union Territory

Presence

67

No. of branches

18,000+

Households served

600+

Total employees

BBB Stable

CARE Credit rating



FY24 PERFORMANCE SNAPSHOT

₹ 601.59 crores

AUM

₹ 283.62 crores

Disbursements

₹ 26.10 crores

Profit Before Tax

₹ 159.67 crores

Shareholders Fund

₹ 58.69 crores

Net Interest Income (NII)

11.29%

Net Interest
Margin (NIM)

35.67%

Capital to
Risk-Weighted
Assets Ratio (CRAR)

2.29%

Gross Non-Performing
Assets (GNPA)

0.69%

Net Non-Performing
Assets (NNPA)

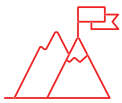
DEEP INDUSTRY EXPERIENCE

Celebrating 25 years of excellence in the housing finance sector, we continue to innovate and expand while supporting the Central Government's 'Housing for All' initiative. We specialize in fast, easy home loans, focusing on small-ticket loans with low Loan-to-Value (LTV). Most of our disbursements are for single-unit properties. Our robust credit and collateral policies are customized to meet varying regional needs, primarily serving borrowers in underserved and unbanked communities across India. Leveraging our profound understanding of the rural financial ecosystem and tech-led solutions, we effectively address the evolving credit demands for housing loans and loans against property (LAP) in our operational regions.



VISION

"Enabling Housing for All"



MISSION

To provide housing loans to individuals in the unserved and under-served, rural and semi-urban areas of India.



VALUES

Our mantra for success is customer delight, by delivering quality services and to go further and achieve outstanding value and performance for all our customers and stakeholders.

WHAT MAKES US STAND OUT

- Preferred partner for affordable housing solutions
- In-depth rural penetration and localized strategy
- Assorted borrowing mix
- Robust underwriting capabilities
- Strong asset quality and sound yield
- Leveraging advanced technology
- Efficient collection mechanism
- Proven domain expertise
- Dynamic team competencies
- Minimal and simple documentation procedure
- Quick sanction and disbursement process (TAT of 15 days)
- Instant response and quick solutions for financial assistance

CATERING TO DIVERSE BORROWERS

Committed to providing housing for all, we have developed affordable tech-enabled home loan solutions. Our offerings are tailored to meet the varying home loan requirements of first-time borrowers in India's rural areas who have limited access to mainstream credit. These borrowers normally include self-employed individuals operating small or medium businesses and having informal income sources. Our diverse customer base comprises daily wage employees, local traders, domestic assistants, cooks, garage mechanics, shop-floor workers, tea stall vendors, and the like.



ASSORTED PRODUCT BASKET

PRODUCT

PURPOSE



Housing Loans

- Construction of a house
- Purchase a new home
- Home renovation
- Home extension
- Builder Loan/ Project Loan

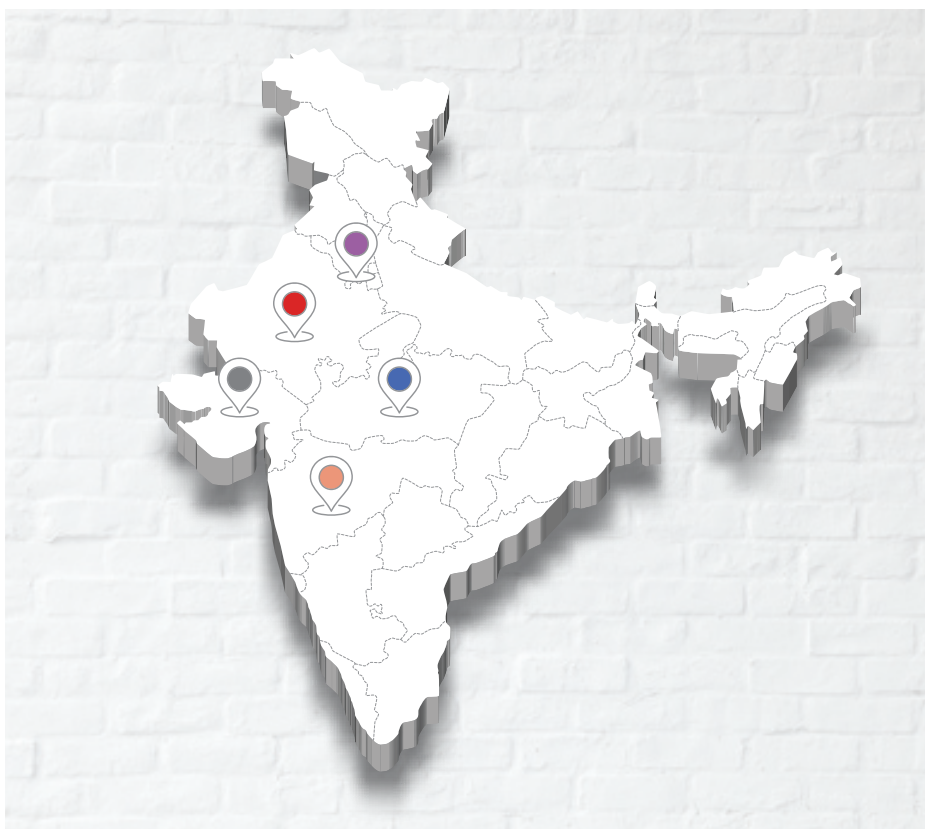


Loan Against Property (Non-Housing)

- Business expansion
- New Business Set-Up
- Education of children
- Marriage
- Other purposes

EXPANDING OUR PRESENCE

Our registered office is in Udaipur. Since starting with only one office in 1999, we have grown to 67 branches across 4 states - Rajasthan, Madhya Pradesh, Gujarat, Maharashtra and 1 Union Territory - Delhi as of FY24. Currently, we are expanding our branch network in 4 new states, namely Andhra Pradesh, Telangana, Karnataka and Tamil Nadu as well as expanding our branches in Maharashtra.



Rajasthan
32 branches

Madhya Pradesh
16 branches

Gujarat
17 branches

Maharashtra
1 branch

Delhi
1 branch

Map not to scale. For illustrative purposes only

REFLECTING ON 25 YEARS OF EMPOWERING HOMEOWNERS

From pioneering initiatives to meeting our customers' evolving home credit needs to adopting state-of-the-art technology and fostering inclusive growth, our strategic milestones reflect our vision for a better, more inclusive financial future.

1999-2000

Established as Vitalise Finlease Pvt. Ltd.; Company name subsequently changed to SRG Housing Finance Pvt Ltd.

2002-2004

First NHB-registered company in Rajasthan; Transitioned from private limited to public limited

2012

First company from Rajasthan to have a BSE SME listing

2015

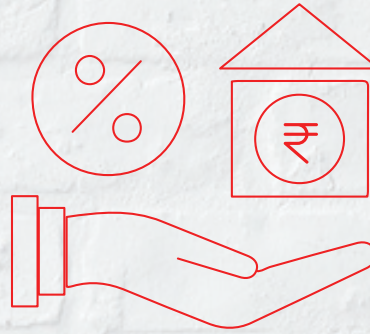
First Indian company to migrate to the BSE Main Board; Officially recognized by the Ministry of Finance as a "Financial Institution" under SARFAESI Act, 2002

2016

Secured sanction and refinance from NHB twice in the same year; Certified with ISO 9001:2008 for Quality Management System of Loan Process

2017

First private placement listing achieved in March 2017; First private placement of NCDs achieved in August 2017



2018

Received 'BBB' rating from Brickwork

2019

Launch and implemented business process re-engineering project 'SRG SRAJAN'

2022

Achieved ₹ 340 crores AUM as on March 31, 2022; Received BBB (Stable) credit rating

2023

Achieved ₹ 438 crores AUM as on March 31, 2023; Increased from 37 to 62 branches

2024

Achieved ₹ 601.59 crores AUM as on March 31, 2024, Expanded to 67 branches; Got listed on NSE

STRATEGIC MARKET PENETRATION

We have developed a robust, multi-faceted go-to-market approach to effectively penetrate the market and boost growth and visibility while securing our dominance and competitive edge.

FEET ON STREET

- Dedicated sales team
- Customer referrals
- Connectors including SRG Mitra application, loan mela, wall paintings, pamphlet distribution and canopy

CHANNEL PARTNERS

- Onboarding individual DSAs
- DSA Agencies
- Chartered Accountants
- Tele Marketing
- Dealer Boards

DATA ANALYSIS

- Decision-making through data analysis
- Cutting-edge analytics tools for the analysis of behavioral patterns
- Artificial intelligence
- Scoring modal for credit assessment

CUTTING-EDGE TECHNOLOGY

- SRG Mitra application for providing customer leads
- Sales Application for smooth disbursement process
- Digital execution of Agreements

DIGITAL MARKETING

- Search engine optimization
- Social media marketing
- Web analytics
- Pay per click
- Engaging ads





CATALYZING GROWTH THROUGH FOCUSED EXPANSION

We are dedicated to meeting evolving home credit needs through high-quality assets. During the fiscal year, we have reported robust growth in disbursements backed by regular branch expansions. Simultaneously, we maintained our focus on growing AUM by leveraging core competencies and driving sustainable growth from both new and existing branches.

KEY FY24 HIGHLIGHTS

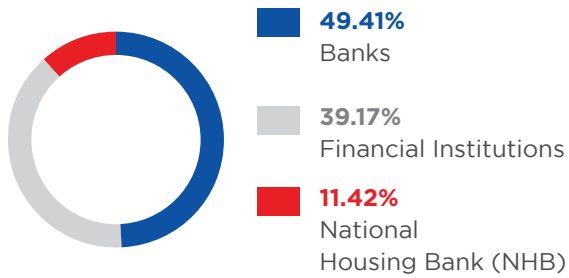
- We achieved NSE listing on August 21, 2023, expanding visibility and market presence alongside solidifying our leadership in the housing finance segment
- Total Income for FY24 stood at ₹ 126.66 crores, a robust 34.99% increase from ₹ 93.83 crores generated in FY23
- We achieved a significant AUM growth of 37.24% at ₹ 601.59 crores in FY24, surpassing ₹ 500 crores for the first time, up from ₹ 438.36 crores in FY23
- Adopting an aggressive disbursement strategy supported by regular branch expansions led to robust growth in disbursements, reaching ₹ 283.62 crores in FY24 compared to ₹ 190.73 crores in FY23, marking an impressive 48.70% increase
- We sanctioned loans worth ₹ 312.07 crores in FY24 over ₹ 201.94 crores sanctioned in FY23, an increase of 54.54%
- Our strategic branch expansion led to an increase in the number of branches from 62 in FY23 to 67 in FY24
- With an average lending rate of 22.12% and borrowing cost of 11.13%, we achieved a robust loan spread of 10.99% in FY24

Received Stars Awards for Excellence in Financial Services

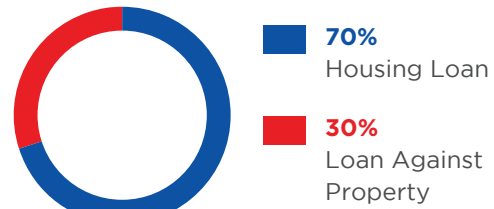


KEY HIGHLIGHTS

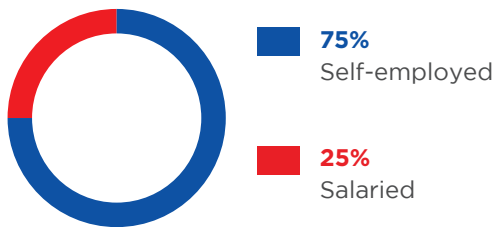
Borrowing Mix



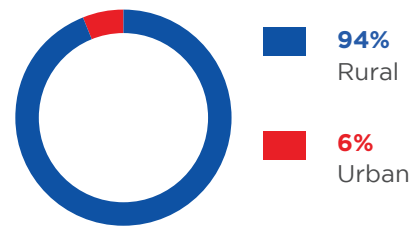
Loan Book Mix



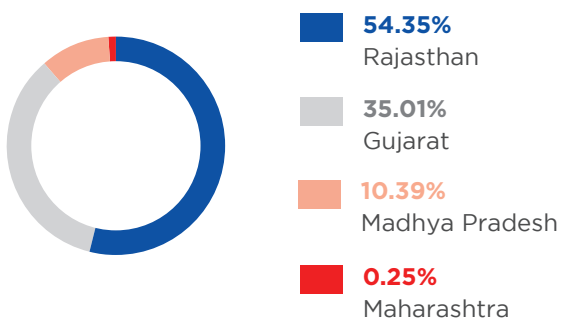
Borrower Mix



Region Mix



State-Wise Loan Mix



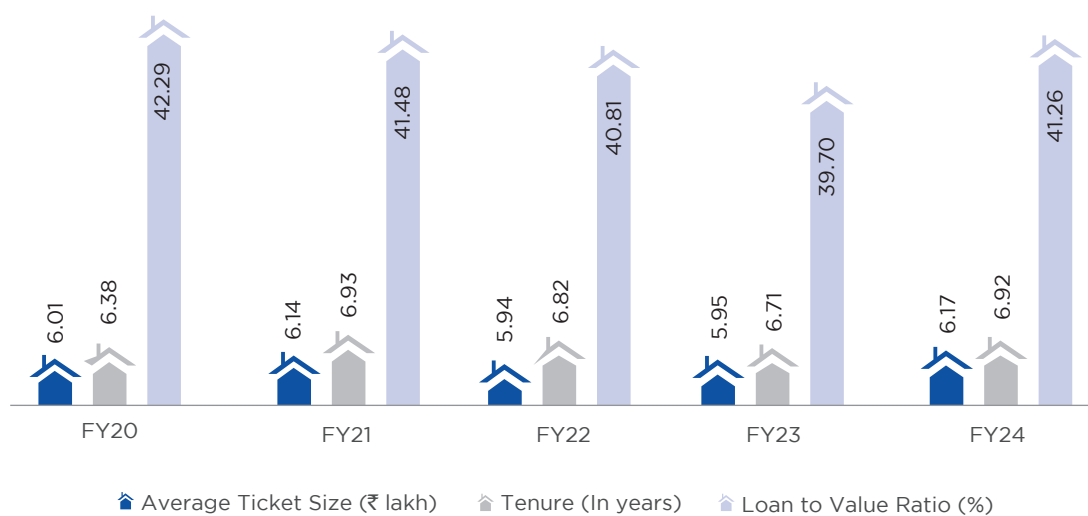


KEY PERFORMANCE INDICATORS

| | FY20 | FY21 | FY22 | FY23 | FY24 |
|------------------------------|-------|-------|-------|-------|--------------|
| Cost to Income Ratio (%) | 44.46 | 44.48 | 48.13 | 59.03 | 63.74 |
| Gross NPA (As % of AUM) | 2.21 | 2.34 | 2.47 | 2.5 | 2.29 |
| Net NPA (As % of AUM) | 0.51 | 0.42 | 0.42 | 0.51 | 0.69 |
| Return on Average Assets (%) | 5.51 | 5.02 | 5.01 | 3.67 | 3.56 |
| Return on Average Equity (%) | 27.32 | 22.35 | 19.6 | 13.81 | 14.38 |
| Capital Adequacy Ratio (%) | 40.04 | 38.06 | 38.3 | 36.44 | 35.67 |

Data as per IND AS

AVERAGE TICKET SIZE, LTV, AND TENURE



MANAGING DIRECTOR'S MESSAGE



“

**CELEBRATING OUR
REMARKABLE 25-YEAR
JOURNEY, WE TAKE PRIDE IN
THE GROWTH ACHIEVED OVER
TIME AND BELIEVE THE BEST IS
YET TO COME.**

Dear Shareholders,

With great pleasure, I present to you the 25th Annual Report of SRG for FY24.

Celebrating our remarkable 25-year journey, we take pride in the growth achieved over time and believe the best is yet to come.

Over the years, our Company has evolved into a reputed retail and affordable housing finance company with a widespread presence across Western and Central India, empowering the homeownership dreams of underserved rural and semi-urban communities in India.

Despite navigating many economic upturns and downturns, we emerged stronger, continually safeguarding stakeholder interests and honoring our commitments.

At this pivotal moment in our journey, we deeply appreciate the unwavering trust of our shareholders, the dedication of our employees, and the support of our leadership and clients in our capabilities to deliver enduring value.

As we move forward, our steadfast focus on innovation, customer service, employee development and support of all our stakeholders and investors will continue to be the pillars of our success. Together, we aim to scale new heights and set benchmarks for excellence.

During FY24, the Indian economy remained resilient with a robust real GDP of 8.2%, surpassing the 7% growth achieved in FY23, primarily driven by strong

domestic consumption, favorable demographics, industrial growth, increased investments and supportive government policies such as Pradhan Mantri Jan Dhan Yojana (PMJDY). With the recent election outcomes, we anticipate the government will continue to support these positive trends, enhancing optimism for India's economic future.

The Indian housing sector also thrived, growing by 30% in FY24 to reach ₹ 27.2 lakhs crore by March 2024, up from ₹ 19.9 lakhs crore in FY23, reflecting a robust ~37% increase. Despite stringent monetary policies and higher interest rates, the housing finance sector benefited from reforms like GST and RERA as well as improved credit quality.

The growing housing shortage in India alongside low mortgage penetration and favorable government initiatives present significant growth opportunities for affordable housing finance companies.

PERFORMANCE OVERVIEW

FY24 marked an exceptional year for our Company, achieving a portfolio of ₹ 601.59 crores, a Net Worth of ₹ 159.67 crores and serving 18,000+ customers across 67 branches.

In FY24, our growth was led by aggressive disbursements and ongoing branch expansions, alongside leveraging our core competencies to drive AUM growth from both new and existing branches.

Our loan book surpassed ₹ 500 crores for the first time, generating Assets Under Management (AUM) of ₹ 601.59 crores compared to ₹ 438.36 crores in FY23, recording a robust growth of 37.24%.



Our disbursements reached ₹ 283.62 crores compared to ₹ 190.73 crores in FY23, marking a remarkable 48.70% increase.

Net Interest Income (NII) stood at ₹ 58.69 crores up from ₹ 44.10 crores in FY23, achieving an 11.29% net interest margin (NIM). Profit before tax was ₹ 26.10 crores against ₹ 21.04 crores in FY23 while our Total Income stood at ₹ 126.66 crores, marking a 34.99% increase over ₹ 93.83 crores in the previous year.

Underscoring our commitment to credit quality, we maintained a BBB Stable Care rating with an average LTV of 41.26%. However, owing to a repo rate increase of 250 bps, our borrowing cost increased to 11.22% in FY24 from 10.82% in FY23. With an average lending rate of 22.12%, we secured a loan spread of 10.99% at the end of the fiscal year. With a robust collection mechanism, we continued to maintain a low NNPA of 0.69% in FY24.

In FY24, our Return on Assets (ROA) and Return on Equity (ROE) stood strong at 3.56% and 14.38%, respectively, showcasing our robust financial health and commitment to shareholder value.

EXPANDING CAPABILITIES

Driven by our vision to empower individuals, especially from the rural and semi-urban belt nationwide, through our customized and affordable home loan products, we focus on deepening our presence in existing markets and venturing into new regions.

Furthermore, we bolstered our team capabilities with a workforce of 636 employees as of March 31, 2024. We prioritized key employee engagement initiatives to inspire and involve our team, including the introduction of ESOPs in FY24, offering our employees a stake in SRG's future growth and success.

Our strategic expansion efforts led to robust business growth during the fiscal year. We recorded significant month-on-month growth in disbursements, with our current monthly disbursements equaling our previous annual figures, highlighting our commitment to strengthening our operations and driving sustainable business growth.

We continue to uphold rigorous customer screening processes and provide collateral loans nearly twice the asset size. By nurturing strong relationships with our lenders, we steadfastly maintain a 50% LTV ratio, grounded in years of successful business practices, ensuring sustained growth while effectively mitigating risks.

Additionally, we leverage cutting-edge technologies to redefine finance and enhance customer experiences. By integrating technology across our operations from sales to disbursement, we have streamlined processes, reduced paperwork and enhanced efficiency in customer sourcing, KYC verification, document execution, and collections.

Our concerted efforts to expand visibility, market presence, and leadership in the housing finance segment were significantly strengthened by our listing on NSE in August 2023. This milestone underscores our commitment to innovation and growth while delivering lasting value to our shareholders.

OUTLOOK

With strong growth catalysts and proactive government initiatives aimed at enhancing housing finance accessibility and promoting homeownership, the housing finance sector is all set for a promising future ahead.

Capitalizing on these tailwinds, we aim for an AUM of ₹ 780 crores in FY25. As we scale operations, we intend to diversify our capital sources with plans to raise around ₹ 50-100 crores through equity funding in FY25. Simultaneously, we strive for a cumulative positive ALM position to enhance our credit ratings. Continuing with our robust expansion efforts, we plan to extend to around 90 branches in FY25 while steadily establishing our foothold in new regions like Andhra Pradesh, Telangana, Karnataka, and Tamil Nadu. Additionally, we are strengthening our risk management, compliance, and monitoring systems to enhance operational efficiency, ensure regulatory adherence, and address potential risks.

As we celebrate 25 years of excellence, we are excited about the future. With the active involvement of our second-generation leadership, we remain committed to innovation and sustainable long-term growth, poised to elevate our legacy of success.

As I wrap up, I extend my heartfelt thanks to all our stakeholders for their unwavering support and belief in our vision to meet the diverse home finance needs of our customers and fulfill their homeownership dreams.

Warm Regards,

Vinod K. Jain

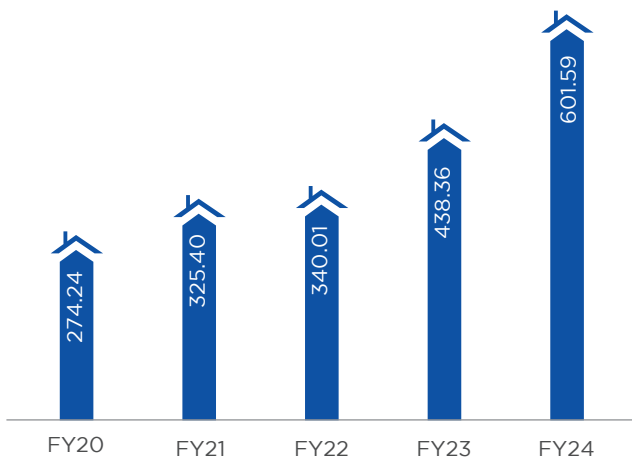
Managing Director

DIN: 00248843

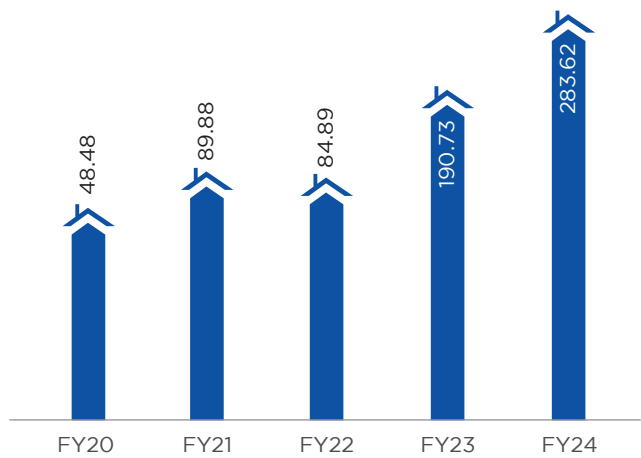
ROBUST FINANCIAL SCORECARD

FY 2023-24 was marked by outstanding financial performance, with Total Income increasing by 34.99% to ₹ 126.66 crores, primarily driven by substantial AUM growth of ₹ 601.59 crores, surpassing ₹ 500 crores for the first time, alongside robust disbursements totaling ₹ 283.62 crores.

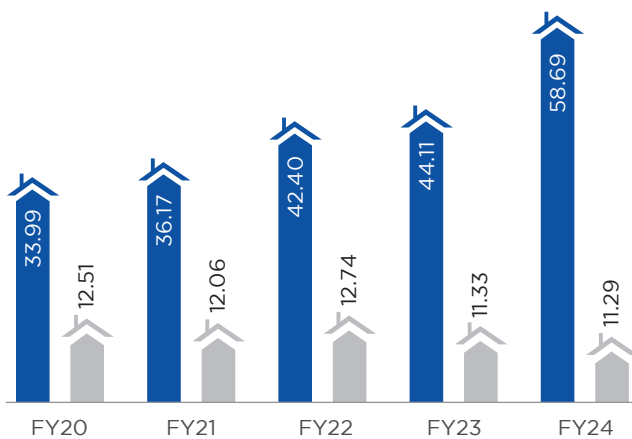
ASSETS UNDER MANAGEMENT (₹ crores)



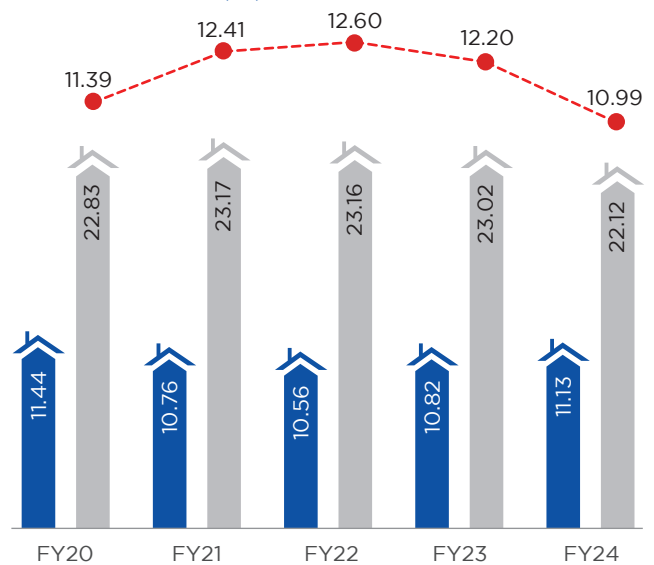
LOAN DISBURSEMENT (₹ crores)



NET INTEREST INCOME AND MARGIN



LOAN SPREAD (%)

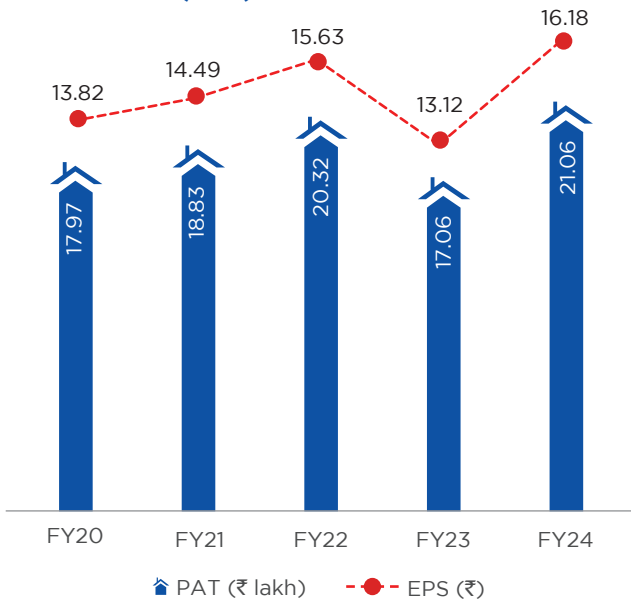


▮ Net Interest Income (₹ lakh)
 ▮ Net Interest Margin (%)

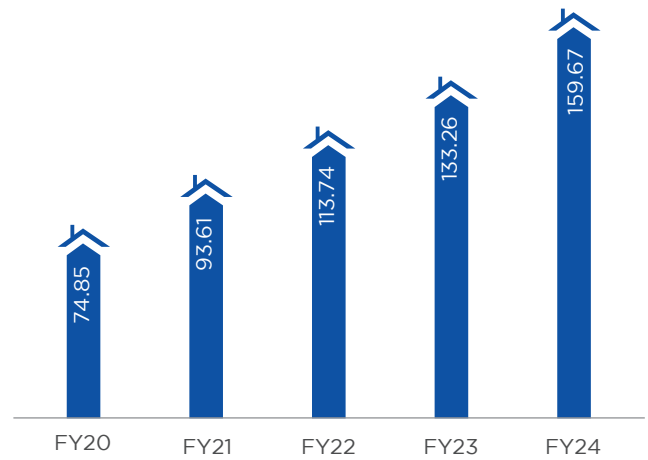
▮ Borrowing Cost
 ▮ Lending Rate
 -●- Spread



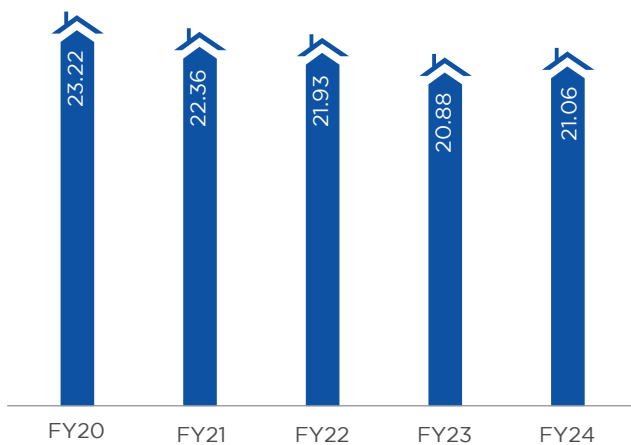
PROFIT AFTER TAX (PAT) AND EARNINGS PER SHARE (EPS)



SHAREHOLDERS' FUND (₹ CRORES)



YIELD ON PORTFOLIO (%)



LEADING WITH CUTTING-EDGE TECHNOLOGIES

We steadfastly integrate advanced technologies and digital capabilities, staying attuned to evolving market dynamics. Our focus on innovation and automation has led to seamless operations, significantly boosting productivity and enhancing service delivery, driving growth and enriching customer experiences.

We are in the process of integrating technology into every aspect of our operations, from customer onboarding to loan disbursement, ensuring a fully paperless process.

LAUNCHED SRG APPLICATION FOR CONNECTORS

In FY24, we launched our SRG Mitra Application for Connectors to increase customer acquisition by incentivizing registered customers/employees or any person on referrals provided. Simultaneously, this leads to an increase in brand awareness through enhanced visibility and connect. The application would thus serve as an alternate channel to achieve business goals by leveraging the power of referrals while incentivizing customers/employees.

KYC AUTHENTICATION TOOL

With technology at the forefront, we are reimagining finance to transform customer experiences. We are utilizing a KYC Authentication tool to reduce the turnaround time for processing loan applications, making the verification process paperless and user-friendly. Additionally, we are in the process of implementing an Aadhaar OTP/Aadhaar biometric-based e-agreement to offer a unique and seamless experience to customers while reducing manual interventions.

DIGITAL CHANNELS

We adopt various digital channels to enhance transactional convenience and customer service. Customers can access a range of swift solutions via the company's website, such as options for 'Request a Callback' and WhatsApp chatbot.

IMPLEMENTATION OF KEY TECHNOLOGIES

| Technology | Benefits |
|--|--|
| SRG Mitra App | <ul style="list-style-type: none"> ● Enhance customer acquisition by incentivizing registered users for referrals provided ● Referral leads generated via the SRG Mitra Application are assigned to the concerned branch ● The referral process integrates seamlessly into the SRG Loan Management Cycle, treating the file like any other loan application |
| SRG Sales App | <ul style="list-style-type: none"> ● Empowers on-field sales team to manage leads, schedule follow-ups and qualify them as potential customers ● Real-time loan application form generation along with simple and gamified form-filling experience via on-field sales team mobile app |
| SRG Collect App | <ul style="list-style-type: none"> ● Facilitates collection staff across all branch levels ● Monitors collection process through geo-location tracking |
| FI/Legal/Technical Verifications Web Portal | <ul style="list-style-type: none"> ● Web portal to assign and manage vendors for FI, Legal, and Technical verification activities |
| Loan Management System-Finwin | <ul style="list-style-type: none"> ● Manage the complete loan cycle |
| AWS DR Infrastructure | <ul style="list-style-type: none"> ● Seamless workflow without any interruption |



ACCELERATING GROWTH WITH A TALENTED WORKFORCE

As an employee-centric entity, we are dedicated to fostering a secure and collaborative work environment for our employees to thrive and feel empowered. We have implemented robust employee engagement measures aimed at upgrading employee skills and knowledge and boosting productivity while facilitating their personal and professional development.

CORE EMPLOYEE FOCUS

Induction

We conduct a two-day induction program at our Udaipur Head office, ensuring each new joiner understands their role within the company, gets trained by different department heads and has the opportunity to meet our CEO and MD. This fosters a great sense of belonging of among every new employee to the organization.

Work Management Tools

We have implemented OKR and DayXO tools for effective employee work management. The OKR tool helps the employees in target-setting, planning and effective execution, facilitating the timely achievement of organizational goals while the DayXO tool aids in day-to-day work management.

Employee Benefits

We provide our employees with benefits such as health and accidental insurance. Apart from compensation that includes salaries and allowances (including performance-linked incentives), we also provide them with employee stock options.

Employee Engagement Programs

We SRGians believe in celebrating every occasion together. Each year, we host the AAYAM Awards ceremony where employees are recognized with various accolades and also participate in games and cultural activities.

Additionally, to enhance employee morale, we organize recreational and creative activities every Saturday, fostering teamwork, enhancing communication and deepening business understanding.



636

No. of employees



INSPIRATIONAL LEADERSHIP

With a commitment to innovation, excellence and adherence to industry best governance practices, our seasoned leaders steer us towards sustainable growth and enduring success in the dynamic housing finance landscape.



Mr. Vinod K. Jain

Managing Director (Promoter)

DIN No. 00248843

Mr. Vinod K. Jain, Managing Director and Promoter of SRG Housing, brings over 25 years of experience across the financial services domain. Guided by his strategic vision and playing several roles, he has propelled the Company to new heights. Over the years, he has donned multiple roles, steering the Company with his strategic direction and guiding it to the pinnacle of success. His deep financial experience and excellent team management capabilities coupled with honesty and integrity have propelled the company to new heights. He continues to drive growth and innovation with an unwavering dedication to transforming the Company into India's leading Housing Finance player.



Mrs. Seema Jain

Non-Executive, Non-Independent Director

DIN No. 00248706

Mrs. Seema Jain, serving as the Non-Executive Director since inception, brings extensive financial expertise. Possessing excellent leadership, management, and organizational skills, she holds over 20 years of experience in human resources, strategic planning, and corporate governance.



Mr. Ashok Kabra

Non-Executive, Independent Director

DIN No. 00240618

Mr. Ashok Kabra, a Non-Executive, Independent Director of the Company, serves on various Committees. He has a Master's degree in Commerce and brings over 19 years of expertise across corporate finance, stock broking, investments, and financial services.



Mr. Vikas Gupta

Non-Executive, Independent Director

DIN No. 05280808

Mr. Vikas Gupta is the Non-Executive, Independent Director of the Company. He holds a Bachelor's degree in Commerce from Mohan Lal Sukhadia University, Udaipur, and is a law (LLB) graduate. He is Income Tax Practitioner registered with the Commissioner of Income Tax, Udaipur. His vast experience of over 20 years encompasses legal matters, tax consultancy and all related financial services.



Mr. Nishant Badala

Non-Executive, Independent Director

DIN No. 06611795

Mr. Nishant Badala is the Non-Executive, Independent Director of the Company. He has a Master's degree in Commerce from the University of Udaipur. A Chartered Accountant and a Company Secretary by profession, he has over 8 years of experience in accounting & financial and risk management and provides valuable inputs on various financial and strategic decision-making.



Ms. Garima Soni

Non-Executive, Non-Independent Director

DIN No. 08336081

Ms. Garima Soni, the Non-Executive, Non-Independent Director of the Company is a practicing Company Secretary with a Master's degree in Legislative Law. Her experience of over 7 years encompasses compliance and finance, policy-making and corporate governance.



Mr. Suresh K. Porwal

Non-Executive, Independent Director

DIN No. 08966740

Mr. Suresh Kumar Kanhaiyalal Porwal, a Chartered Accountant has over 33 years of experience in the banking domain. Previously, he held multiple roles at the State Bank of India (SBI), having retired as Chief Manager in May 2020. Additionally, he serves as a Partner in SCJ Associates, a chartered accountant firm and possesses deep expertise in risk management.

MANAGEMENT TEAM

KEY MANAGERIAL PERSONNEL



Mr. Ashok Modi
Chief Financial Officer

Mr. Ashok Modi has been associated with the Company since 2012. Possessing deep knowledge of the financial system and its various derivatives, he holds over 26 years of experience in audit and strategic planning, focused on the financial empowerment of individuals and organizations.



Mr. Archis Jain
Chief Executive Officer

Mr. Archis Jain has a Master's in Family Business Program from SP Jain School of Global Management. He drives business operations and implementation and monitors business targets, analyzing opportunities, developing action plans, and ensuring constructive business workflow leveraging modern technology. Additionally, he is an image consultant and a soft-skill trainer. In 2022, he was conferred with the Young Achiever of the Year at the ABP News BFSI and Most Admired BFSI Professional.



Ms. Divya Kothari
Company Secretary

Ms. Divya Kothari, an Associate Member of the Institute of Company Secretaries of India holds over 6 years of expertise in the areas of Corporate Secretarial Affairs, Legal Matters & Statutory Compliances.



LEADERSHIP TEAM



Mr. Vipin Saxena

Chief Compliance Officer

Mr. Vipin Saxena retired from the State Bank of India after a distinguished career of over 37 years, bringing extensive banking industry experience in SME high-value advances, Foreign Exchange, and IT project implementation. He is also an expert in SME advances and Assets Quality Maintenance with strong financial sector knowledge.



Mr. Ravi Patel

Head - Human Resources

Mr. Ravi Patel is a seasoned human resources management expert with 15+ years of experience, specializing in the development and implementation of change management and strategy plans. He is an accomplished and energetic professional with a proven track record of success across all areas of human resources. He has designed and developed global/standardized HR strategies and priorities to support short-term and long-term enterprise and functional goals in partnership with local HR leaders. This collaboration has successfully achieved business objectives in organizational design, succession planning, career management, workforce planning, PMS, Separation management, corporate communication, and CSR. Previously, he was associated with Arman Financial Service and Sodexo Group, ICICI Group, among others.



Mr. Abhishek Surana

AVP - Credit

Mr. Abhishek Surana is a Chartered Accountant by qualification with 10+ years of experience in leading Banks & HFC-handled Credit, Operation & Risk in urban & rural markets, and assessed customers' creditworthiness across multiple states through the credit scoring model. He has formulated location-based product and policy development tailored to business and customer requirements.

His career milestones include 100% achievement of a new sub-vertical for Credit and Operation-Centralized Credit decisioning, PAN India BSC scorer and Eagle eye awardee at leading bank - ICICI, among others.



Mr. Ashish Kothari

AVP - Operations

Mr. Ashish Kothari completed PGDM from IIM Kozhikode. He has demonstrated excellence in handling credit processes involving analysis and appraisal of proposals, home loans in-depth study of documents for sanction/rejection of loan applications and disbursal as per credit policies. He is adept at coordinating with customers and senior officials to resolve complicated transactional issues. He has significant exposure in conducting internal and external audits to analyze outsourcing risk in branches according to established work plans. He is skilled in suggesting process refinements and developing user-friendly processes within the organization. Additionally, he conducts financial analysis and preparation of key reports to exercise internal control for boosting operational efficiencies.



Mr. Narendra Rao
Chief Manager - IT

Mr. Narendra K Rao brings 12+ years of robust experience in managing diverse projects. He excels in various facets of program execution with effectiveness, skill, and extensive experience. He specializes in estimation, proposal drafting and completing systems development lifecycle from inception, design, construction and testing through to final delivery and support. Previously, he has worked with IT companies. He makes decisive, results-driven decisions and takes the initiative to develop effective solutions to problems.

He is responsible for delivery, project/program management, operation management, managing customer expectations and finance management. He guided 'Fin-Win' Software to deliver large modules as an experienced leader of multi-cultural/multi-disciplinary teams.



Mr. Arpit Malaviya
Senior Vice President

Mr. Arpit Malaviya is a Chartered Accountant by qualification and holds 19+ years of experience in the Financial sector, specializing in fixed-income investment with diversified exposure to the Insurance and Mutual Fund industries, liaising with Banking Sectors and Financial Institutions, among others. He has a proven track record in resource-raising and treasury functions. He also possesses external client-facing experience, including executive committee reporting and new group business presentations. Previously, he has worked with companies such as Reliance Commercial Finance Ltd., Reliance Home Finance Ltd., Reliance Life Insurance Co Ltd., JM Financial Mutual Fund, and ICAP India Pvt Ltd.

OUR ADVISOR



Mr. Harshil Mehta

Mr. Harshil Mehta brings 28+ years of extensive experience spanning the entire spectrum of retail lending business. These include conceptualizing/strategizing, executing, managing, controlling and growing business through strong financial management, and nurturing stakeholder relationships through the implementation of strategic roadmaps. Previously, he held significant roles at Aadhar Housing as MD & CEO and served in various capacities at ICICI Bank.



CORPORATE INFORMATION

STATUTORY AUDITOR

M/s VALAWAT & ASSOCIATES

Chartered Accountant
432-433 S.M. Lodha Complex, Shastri Circle,
Udaipur (Raj.) - 313 001

INTERNAL AUDITOR

M/s Jain Kothari & Company

Chartered Accountants
550-51, S.M. Lodha Complex, Near Shastri Circle,
Udaipur, Rajasthan - 313 001

SECRETARIAL AUDITOR

Mr. Shivhari Jalan

Practicing Company Secretary
1055, Level 10, Hubtown Solaris. N.S. Phadke Marg,
Andheri (East), Mumbai - 400 069

LISTED ON

BSE Limited Code: 534680

NSE Limited Code: SRGHFL

BANKERS & FINANCIAL INSTITUTIONS

National Housing Bank
State Bank of India
Punjab National Bank
Union Bank of India
UCO Bank
DCB Bank
South Indian Bank
Federal Bank
IDFC First Bank
Indian Overseas Bank
HDFC Bank
Bandhan Bank
Utkarsh Small Finance Bank
Bajaj FinServ
LIC Housing Finance Ltd.
MAS Financial Services Ltd.
MAS Rural Housing and Mortgage Finance Limited
STCI Finance Limited
Hinduja Housing Finance Ltd.
Hinduja Leyland Finance Ltd.
NABKISAN Finance Limited
NABSAMRUDDHI Finance Limited
TATA Capital Financial Services Limited
Shriram Housing Finance Limited
Cholamandalam Investment and Finance Company Ltd
Sundaram Home Finance Limited
Hero Housing Finance Limited

REGISTERED OFFICE

321, SM Lodha Complex, Near Shastri Circle,
Udaipur, Rajasthan - 313 001
Phone: 0294-2561882, 2412609

HEAD OFFICE

12, Opposite Paras JK Hospital,
Shobhagpura, Udaipur, Rajasthan - 313 001

CORPORATE OFFICE

307, 3rd Floor, Hubtown Solaris,
N.S. Phadke Marg, Near East-West Flyover,
Andheri (East), Mumbai - 400 069, Maharashtra.
Phone: 022-62215307

E-mail: info@srghousing.com

Web: www.srghousing.com

CIN: L65922RJ1999PLC015440

NHB Registration No: 02.0056.04, Dated: 15.04.2004

LEI No.: 3358001A8CU8SNHBIU98

REGISTRAR & SHARE TRANSFER AGENT

M/s Link Intime India Pvt Ltd
C 101, 247 Park, L. B. S. Marg,
Vikhroli (West), Mumbai - 400 083 (Maharashtra)
Tel: 022-28515606 • Fax No: 022-28512885

Email: rnt.helpdesk@linkintime.co.in

Web: www.linkintime.co.in

CIN: U67190MH1999PTC118368

AUDIT COMMITTEE

Mr. Nishant Badala, Chairman

Mr. Vikas Gupta, Member

Mr. Ashok Kabra, Member

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Suresh K Porwal, Chairman

Mrs. Seema Jain, Member

Mr. Ashok Kabra, Member

NOMINATION & REMUNERATION COMMITTEE

Mr. Ashok Kabra, Chairman

Mr. Suresh K Porwal, Member

Mrs. Seema Jain, Member

RISK MANAGEMENT COMMITTEE

Mr. Vinod K. Jain, Chairman

Mrs. Seema Jain, Member

Mr. Suresh K Porwal, Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Mr. Nishant Badala, Chairman

Mr. Vinod Kumar Jain, Member

Mrs. Seema Jain, Member

Management Discussion & Analysis

GLOBAL ECONOMY

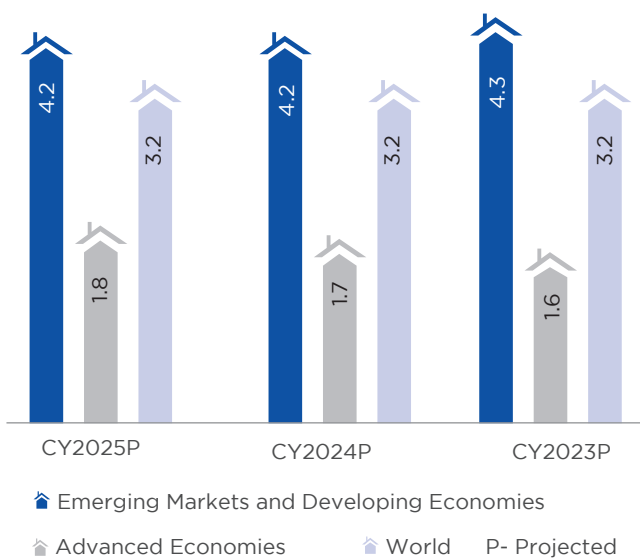
The global economy demonstrated remarkable resilience in calendar year 2023, achieving significant growth due to declining inflation and steady increases in employment and income, highlighting its capacity to recover and thrive amidst recent challenges. The global inflation is further expected to decrease gradually, from 6.8% in 2023 to 5.9% in 2024, with a further decline to 4.5% in 2025. The global economic growth was propelled by extensive government spending, rising household consumption, and increased labor force participation. Major advanced economies saw households tapping into substantial pandemic-era savings, which unexpectedly contributed to economic strength, even during aggressive interest rate hikes by central banks. The global economy has been estimated to have grown by 3.2% in 2023, with projections indicating that the same growth rate will be sustained through 2024 and 2025.

Advanced economies are expected to reach their inflation targets sooner than emerging market and developing economies. In 2024, advanced economies are forecasted to grow by 1.7%, with a slight increase to 1.8% in 2025, compared to the 1.6% growth recorded in 2023. While headline inflation is predicted to decrease gradually, several structural challenges persist. These challenges include inadequate infrastructure, limited access to quality education and healthcare, and insufficient investment in technological innovation. These factors affect the movement of capital and labor, hindering progress towards higher standard of living, especially in middle- and lower-income countries.

Emerging markets and developing economies are expected to expand by 4.2% in both 2024 and 2025, slightly down from the 4.3% growth observed in 2023. The global economic outlook is anticipated to remain stable, although concerns persist about potential input costs due to geopolitical tensions, slowing inflation rates in major economies, and high government debt. The global economy is poised to navigate uncertainties and strive for sustained growth and prosperity for all by addressing these challenges through strategic and collaborative measures.

WORLD ECONOMIC GROWTH

(%)



Source: IMF April 2024 report

INDIAN ECONOMY

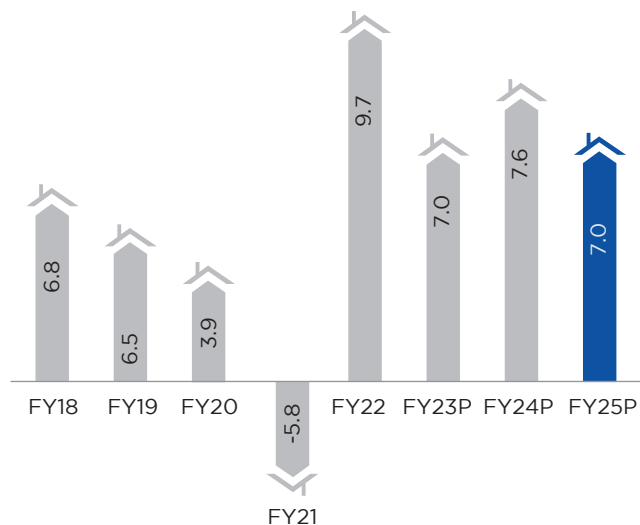
The Indian economy is forecasted to achieve a faster growth rate in FY24, estimated at 7.6%, surpassing the previous year's growth of 7.0%, according to the second advanced estimates released by the National Statistics Organization (NSO) in India. The growth is propelled by significant expansions in key sectors, including industrial, construction, and financial sectors. The industrial sector is expected to grow driven by notable expansions in manufacturing, mining, and construction activities. The robust performance of the manufacturing sector has been instrumental in driving GDP growth for FY 2023-24. The manufacturing sector is projected to grow by 8.5%, a significant recovery from the 2.2% contraction experienced in the previous year. In addition, the growth has been driven by vital sectors such as financial services, real estate, and professional services, which registered an 8.9% growth in FY24 compared to 7.1% in FY23. In FY25, the government aims to raise capital expenditure to ₹ 11.1 lakhs crore, a notable increase from ₹ 10 lakhs crore in FY24. This substantial rise underscores the government's dedication to



promoting economic growth and augmenting the country's infrastructure framework.

INDIAN GDP GROWTH

(%)



Source: NSO estimates dated February 29, 2024,

RBI (Reserve Bank of India) MPC (Monetary Policy Committee) report dated April 5, 2024

In India, inflation is influenced by various factors, including food prices, fuel prices, and global economic conditions. An increase in the repo rate leads to higher borrowing costs, reducing the money supply and helping control inflation. In FY24, the MPC committee maintained its stance by keeping the policy repo rate at 6.5% and projected inflation rate steady at 5.4%, aiming to gradually bring it in line with the target of 4.0%.

Government policies and actions by the RBI are pivotal in shaping the relationship between inflation and financial inclusion. Initiatives like the Pradhan Mantri Jan Dhan Yojana (PMJDY) have significantly enhanced financial inclusion by extending banking services to the unbanked and underprivileged. As of January 31, 2024, around 51.66 crore beneficiaries have deposited ₹ 2.18 lakhs crore under the PMJDY scheme. The Indian economy's resilience, reinforced by recent reforms, provides a strong foundation for sustaining strong growth in the future. High-frequency indicators like auto sales and GST collections continue to show robust performance, strengthening the overall positive economic outlook. The expected increase in government spending is poised to generate a strong effect throughout the economy, resulting in heightened demand, improved supply chains, and broader market prospects.

INDUSTRY OVERVIEW

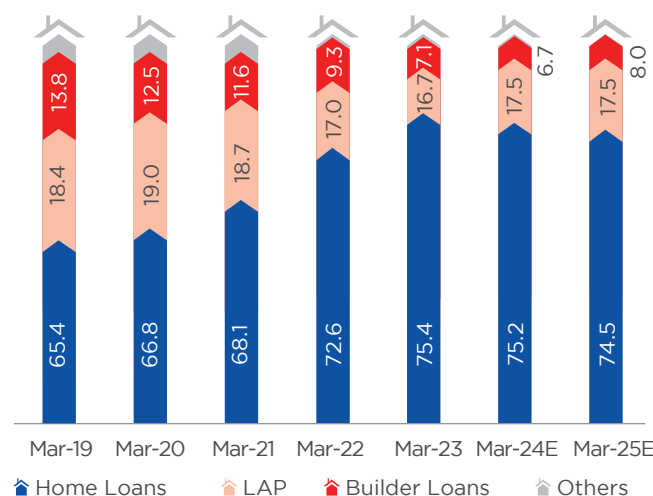
Housing Finance Sector

Housing Finance Companies (HFCs) play a pivotal role in the real estate sector, providing vital financial services that enable homeownership and infrastructure development, thereby driving economic growth and improving living standards across communities. The crucial role of Housing Finance Companies (HFCs) is evident from the rise in individual housing loans and disbursements by Primary Lending Institutions (PLIs), indicating a strong recovery in housing credit. HFCs have driven this growth by adapting to market changes and continuing to meet the housing finance needs of a growing population. Their ongoing support has helped create a more stable and accessible housing market, reflecting their significance within the broader financial landscape.

With strong residential sales, fewer distressed developers, and ongoing resolutions/recoveries in developer financing, the share of developer financing is expected to gradually increase in the medium term. Home loans form a significant part of HFCs' business portfolio. According to a CareEdge report, home loans made up about 75.4% of the overall portfolio for HFCs in FY 2023-24. The share has been estimated to slightly decrease to 75.2% in FY 2023-24 and to 74.5% in FY 2024-25. The share of Loans Against Property (LAP) is estimated to reach 17.5% in both FY 2023-24 and FY 2024-25, up from 16.7% in FY 2022-23. Additionally, the Assets Under Management (AUM) size is expected to grow by 12.3% in FY 2023-24 and by 13.5% in FY 2024-25, compared to 8.9% growth in FY 2022-23.

PORTFOLIO MIX OF HFCs

(%)



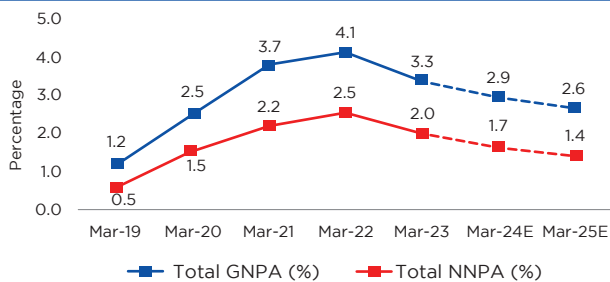
Home Loans LAP Builder Loans Others
E- Estimated

Source: CareEdge April 2024 report

During FY 2023-24, most HFCs specializing in prime housing loans responded to the rising cost of borrowing by increasing their interest rates. This rate hike was passed on to customers, leading to higher mortgage rates or loan costs for home financing. Strong margin growth and lower borrowing costs have significantly enhanced profitability for Housing Finance Companies (HFCs) in FY 2023-24 and FY 2024-25. Moving forward, lenders are expected to take a balanced approach, focusing on both growth and asset quality. The Return on Total Assets (ROTA) for HFCs is projected to be near or slightly above pre-COVID levels, increasing to 1.8% in FY 2023-24 and further to 1.9% in FY 2024-25, compared to 1.4% in FY 2021-22 and 1.7% in FY 2022-23.

With FY 2022-23 marking the first full year of economic recovery and an uptick in demand, Non-Performing Asset (NPA) levels have shown improvement, and such trend has been also expected to continue in future as well. The Gross Non-Performing Assets (GNPA) has been anticipated to decline to 2.9% in FY 2023-24 and to 2.6% in FY 2024-25 from 4.1% in FY 2021-22 and 3.3% in FY 2022-23. The provision coverage ratio for HFCs, which was 42% as of March 31, 2023, has been expected to stay strong, ranging between 44% and 46% during FY 2023-24 and FY 2024-25. This indicates that HFCs are maintaining sufficient provisions to mitigate credit risks.

ASSET QUALITY OF HFCs



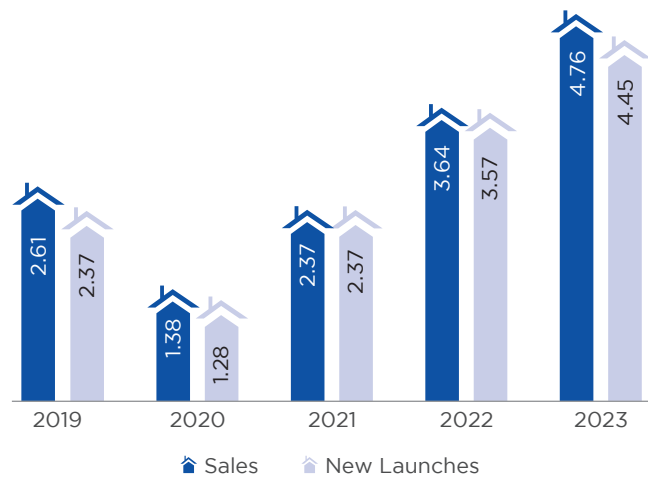
Source: CareEdge April 2024 report

Real Estate and Housing Sector

The Indian real estate sector has been a key pillar of the nation's economy, driving growth and development through its expansive residential, commercial, and industrial projects, while continuously evolving to meet the demands of an expanding population and a dynamic market landscape. The residential real estate sales in 2023 reached their highest level in the last 15 years, despite concerns about inflation, high interest rates, and slowing economic growth. Sales across the

top seven cities increased by 31% year-over-year (YoY), rising from 3.64 lakhs units in 2022 to 4.76 lakhs units in 2023. The growth was driven by policy reforms, increased consumer confidence, higher disposable incomes, and growing demand for larger living spaces. Additionally, increased investment activity boosted growth in all asset classes, including commercial, retail, warehousing, and residential properties.

TOTAL SALES AND NEW LAUNCHES IN INDIA (IN LAKH UNITS)



Source: Anarock Indian Residential Real Estate Annual Report 2023

In 2023, the top seven cities experienced a 25% increase in new housing supply compared to the previous year. About 4.45 lakhs new units were launched, up from over 3.57 lakhs units in 2022. However, this number remained below the record high of 2014, when over 5 lakhs units were introduced. The Mumbai Metropolitan Region (MMR) and Pune accounted for nearly 54% of these new launches, leading overall residential market growth. Hyderabad followed closely with a 17% share of the newly launched units. Chennai, with only a 5% share of the total new supply, recorded over 100% YoY growth in new unit launches, while the National Capital Region (NCR) saw a 45% YoY increase.

In 2023, most new residential launches were in the budget range of ₹ 40 lakhs - ₹ 80 lakhs, constituting about 31% of the total new supply across the top seven cities, a decrease from 35% in the previous year. The high-end segment, priced between ₹ 80 lakhs and ₹ 1.5 crore, accounted for 28% of all new supply in 2023. Responding to growing demand for luxury projects, real estate developers significantly increased launches in the luxury and ultra-luxury segments, which comprised almost 23% of new launches, up



from 17% in 2022. In contrast, affordable housing saw a moderate decline, making up about 18% of total new launches in 2023, down from 20% in 2022.

The Mumbai Metropolitan Region (MMR) and Pune led in sales, accounting for half of the sales across the top seven cities in 2023. MMR recorded the highest sales with approximately 1,53,870 units sold, followed by Pune with around 86,680 units. The National Capital Region (NCR) saw sales exceeding 65,600 units, contributing 14% of the total, despite fewer new launches during the year. Residential property prices across the top seven cities experienced significant growth due to rising demand, with prices appreciating between 10% and 24%, driven by increased construction costs and strong buyer interest.

Hyderabad experienced the most substantial price hike, with a 24% increase from ₹ 4,620 per square feet (Sq.Ft) in 2022 to ₹ 5,750 per Sq.Ft at the end of 2023. Bengaluru saw an 18% YoY increase in property prices, while both the MMR and the NCR recorded a 15% rise. Other cities also reported price hikes, with Pune up by 13%, Chennai by 12%, and Kolkata by 10% during the year.

In 2023, housing sales continued to outpace new supply for the second consecutive year, reducing available inventory by 5%. About 6 lakhs housing units were available across the top seven cities, down from 6.30 lakhs units at the end of 2022. The mid-end and affordable segments held the largest share of available inventory, followed by the high-end segment. These trends indicate a more balanced real estate market, with improved inventory management and a positive outlook for sustained growth in the coming years.

The real estate sector being interconnected with many supporting industries, stands as one of the largest job generators after agriculture, contributing to 18% of total employment. With a market size estimated at USD 0.5 lakhs crore, it contributes 7.3% to India's economic output. It is expected that by 2047, the sector could reach USD 5.8 lakhs crore, constituting 15.5% of the country's total economic output. Foreign Direct Investment (FDI) and government initiatives such as the Pradhan Mantri Awas Yojana (PMAY) are instrumental in driving growth and bridging the housing gap. As of June 17, 2024, the total target for the PMAY (Rural) scheme stood at 2,95,00,000 houses. There were 3,24,17,440

registered beneficiaries, and 3,17,83,359 sites have been geo-tagged to ensure accurate location tracking. Out of the targeted houses, 2,94,65,743 have been sanctioned, and 2,62,41,069 houses have been completed. These figures highlight the scheme's significant strides towards its goal of providing housing, demonstrating substantial progress in beneficiary registration, site verification, sanctioning, and house completion. By achieving these milestones, the scheme is making a considerable impact on improving living conditions and infrastructure in rural areas.

Government policies allowing up to 100% FDI in specific segments could attract substantial foreign capital, aiding in industry expansion and positioning India favorably for global real estate investment. However, challenges such as high vacancy rates in certain areas and fluctuations in interest rates necessitate careful planning and adaptive strategies to ensure stability and sustained growth.

Affordable Housing

Affordable housing and affordable housing finance are anticipated to be pivotal drivers of sustained growth in the real estate sector, aligning with broader socio-economic goals and promoting sustainability in the housing market. With over 3.8 crore houses sanctioned under PMAY-Urban as of December 2023, there has been a substantial contribution to housing supply, reflecting the government's commitment to narrowing the housing gap. The ambitious target of completing 1 crore houses under PMAY-Urban by 2024 further reflects the government's dedication to promoting growth in the real estate sector and addressing the housing needs of the urban population.

Affordable Housing Finance Companies (AHFCs) witnessed a resurgence in FY 2022-23, registering a remarkable 27% year-on-year growth in their overall Assets Under Management (AUM) size. The CareEdge report indicated a continued upward trajectory, with estimated AUM growth rates of 29% for FY 2023-24 and 30% for FY 2024-25. Moreover, amid heightened competition and the imperative to safeguard margins, the share of the non-housing portfolio among AHFCs has expanded from 17% on March 31, 2019, to 26% on March 31, 2023. This share is expected to further increase to 27% by March 31, 2024, signaling diversification and resilience within the sector.

Going forward, as both disbursements and branch networks continue to grow, the ratio of operating expenses to average total assets has reverted to pre-COVID levels. Strong asset quality metrics had effectively managed credit costs. However, with an expected decline in interest rates in the latter half of FY 2024-25, AHFCs may encounter increased risk of customers transferring their loan balances to other lenders. Coupled with the projected narrowing of Net Interest Margins (NIM) and the higher operating expenses ratio, the Return on Total Assets (ROTA) is forecasted to moderate to 3.23% in FY 2023-24 and further to 3.04% in FY 2024-25, compared to 3.8% in FY 2022-23.

On November 16, 2023, the RBI issued directives aimed at managing the rapid expansion in specific consumer credit segments. These guidelines mandate banks and NBFCs to mitigate risks by increasing the risk weights for NBFCs rated A and above on consumer credit exposures, excluding certain categories such as housing loans, education loans, vehicle loans, and loans secured by gold and gold jewellery. While housing loans remained exempt, this exemption serves to diminish sectoral vulnerability. However, the tightening liquidity conditions are anticipated to uphold the cost of funds at elevated levels in the short to medium term.

Key Government Initiatives

In the fiscal year 2023-24, several key government initiatives were implemented to support housing finance. Some of these initiatives include:

1. **Affordable Housing Programs:** The government continued its focus on affordable housing schemes aimed at providing housing finance options to low and middle-income families. These programs typically offer subsidies, reduced interest rates, or other incentives to make homeownership more accessible.
2. **Credit Guarantee Schemes:** To encourage lending by financial institutions, the government may have introduced or expanded credit guarantee schemes. These schemes provide a guarantee to lenders against defaults by borrowers, thereby reducing their risk and encouraging them to extend housing finance to a broader segment of the population.
3. **Interest Rate Subsidies:** The government may have offered interest rate subsidies on housing loans to make them more affordable for borrowers. These subsidies can take various forms, such as

direct interest rate reductions or reimbursement of a portion of the interest paid by the borrower.

4. **Tax Incentives:** Tax incentives such as deductions on home loan interest payments or principal repayment may have been introduced or modified to stimulate housing finance activity. These incentives reduce the cost of borrowing for homebuyers and encourage investment in the housing sector.
5. **Regulatory Reforms:** The government may have introduced regulatory reforms aimed at promoting transparency, efficiency, and stability in the housing finance market. These reforms could include changes to lending norms, foreclosure procedures, or regulations governing housing finance companies.

Overall, these initiatives are designed to facilitate greater access to housing finance, promote homeownership, and stimulate growth in the housing sector, thereby contributing to overall economic development.

COMPANY OVERVIEW

SRG Housing Finance Limited (hereafter referred to as 'SRG Housing' or 'the Company'), is a well-known retail and affordable housing finance Company registered under National Housing Bank (NHB) Act. With a strong presence in central and western India, the Company has been serving the housing finance industry for over two decades, primarily catering to underprivileged rural and semi-urban populations. A significant achievement for SRG Housing is being the first Company in India to transition from the BSE (Bombay Stock Exchange) SME (Small and Medium Enterprises) platform to the BSE main board. SRG Housing achieved dual listing status by being listed on BSE since 2012 and NSE of August 21, 2023, enhancing its visibility and market presence.

SRG Housing provides financial assistance to low- and middle-income individuals, including self-employed individuals and small to medium-sized business owners, who have limited access to formal banking channels. Its primary services include Individual Home Loans for home construction, purchase, renovation, and extension, as well as Loans against Property/ Mortgage Loans for residential/commercial property for business or other purposes.

The Company has been a significant contributor to the 'Housing for All' initiative of the Central Government, playing a vital role in the financial inclusion of India's



underprivileged population into the mainstream financial system. SRG Housing achieves this through its focus on providing small-ticket loans with low Loan to Value (LTV) ratios. Many of the Company's

clients are new to credit, and they gain access to the formal financial system through housing loans obtained from SRG Housing.

Operational Highlights



Assets under Management (AUM), Approvals, and Disbursements: The Company's AUM have surpassed ₹ 500 crore in FY24. By March 31, 2024, the total loan portfolio saw significant growth, increasing by 37.24% to ₹ 601.59 crore from ₹ 438.36 crore in the previous year



In FY24, the Company focused on expanding its branch network, resulting in strong growth in AUM primarily driven by disbursements from new and existing branches.



The housing loan portfolio amounted to ₹ 420.18 crore, constituting 69.84% of the total loan book, compared to ₹ 289.93 crore, which made up 66.14% of the total loan book in FY23.



Loan against Property accounted for 30.16% of the loan book, a slight decrease from 33.86% in FY23.



Total Income increased by 34.99% to ₹ 126.66 crore in FY24 compared to ₹ 93.83 crore in FY23.



Loan sanctions reached ₹ 312.07 crore in FY24 from ₹ 201.94 crore in FY23.



Total loan disbursements in FY24, reaching ₹ 283.62 crore compared to ₹ 190.73 crore in FY23.



The Company's average loan tenure was 6.92 years, with stringent credit underwriting protecting against credit and collateral risks, resulting in a 41.26% AUM LTV ratio.



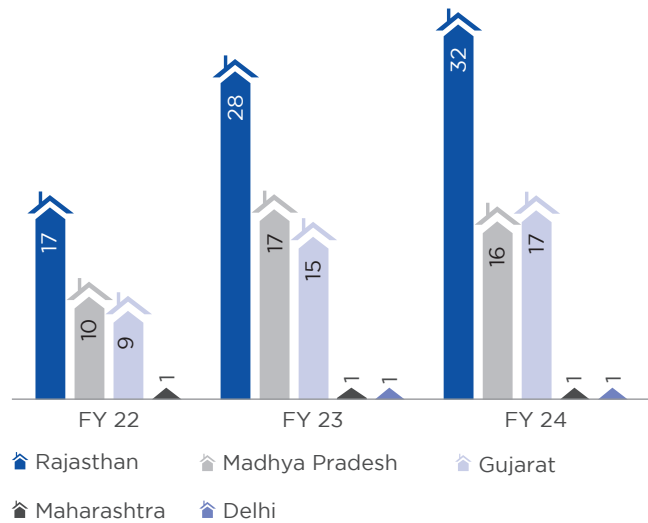
The average lending rate was 22.12% against a borrowing cost of 11.13%, leading to a robust loan spread of 10.99%.

Geographic Presence

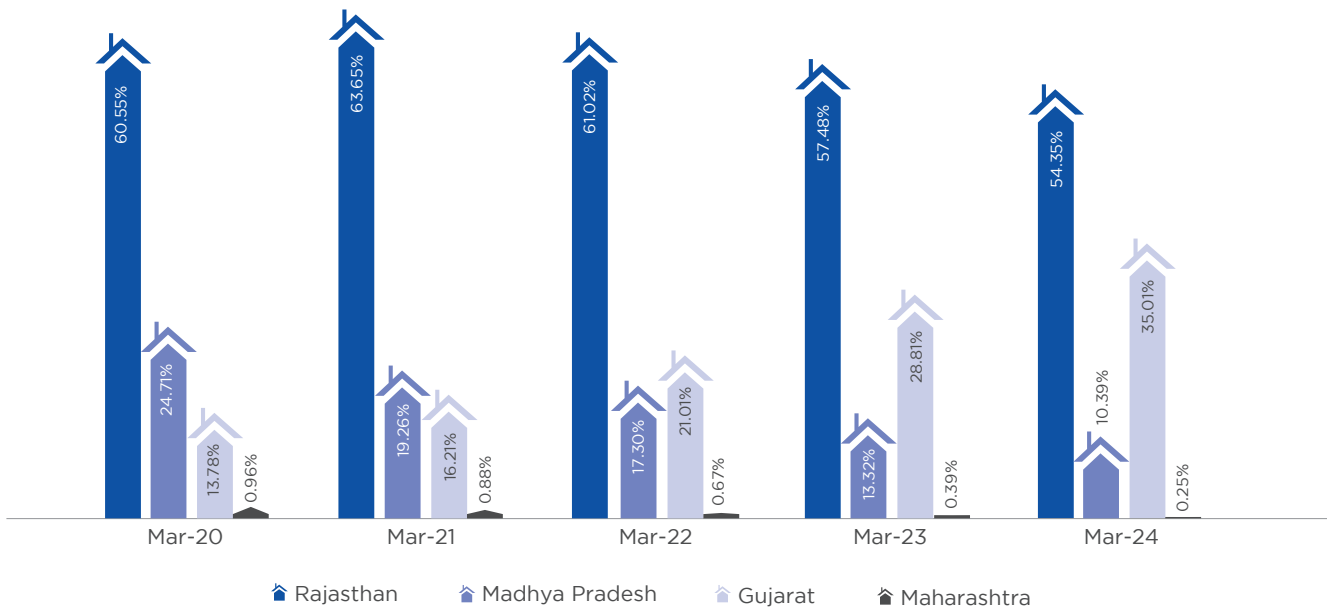
As of March 2024, SRG operates across 4 states and 1 Union Territory, with its registered and head office in Udaipur, Rajasthan, and its corporate office in Mumbai, Maharashtra. The Company expanded its branch network from 37 to 67 branches during the past three years, broadening its reach and accessibility to customers. These branches are located in Rajasthan (32), Madhya Pradesh (16), Gujarat (17), Maharashtra (1), and Delhi (1).

In FY24, Rajasthan contributed 54.35% of the total loans, followed by Gujarat at 35.01%, Madhya Pradesh at 10.39%, and Maharashtra at 0.25%. In FY23, the state of Rajasthan accounted for 57.48% of the total loans, followed by Gujarat with 28.81%, Madhya Pradesh with 13.32%, and Maharashtra with 0.39%.

NO. OF BRANCHES DURING LAST 3 YEARS



STATE-WISE LOAN MIX (%)



Marketing and Distribution

The Company caters to the financial needs of the Low and Middle Income (LMI) market segment, building substantial brand recognition in Tier II and Tier III regions with a robust business network. The Company has established significant brand equity in Tier II and Tier III regions, supported by a well-established business network. SRG Housing operates via both Direct Selling Agents (DSA) and sales executives (employees of the Company). The Company offers door-to-door services tailored to client demographics and requirements for customer convenience.

The Company has been actively enhancing its marketing and distribution through its presence in local consumer touchpoints, digital media, and social media. The Company prioritizes engaging consumers through a variety of cost-effective means, which are mentioned as follows:

- Social Media Marketing
- WhatsApp Marketing
- Telesales Marketing



- SRG Mitra Application
- Offline Marketing Campaigns - Wall painting, dealer boards
- Ads has also been placed in prominent locations such as cinema halls, bus terminals, and railway stations
- Advertising is also done on hoardings and canopies
- In addition, pamphlets and banners are distributed periodically
- Various loan programs are being hosted every month

SRG Housing has been utilizing the SRG Sales Application for 4 consecutive years, streamlining the approval process and minimizing errors with the Lead Management System (LMS) and Sales Login File. Funds are directly deposited into the client's bank account after thorough document verification, with no cash transactions involved. The collection and recovery process has been digitized and supported by a robust collection application, enhancing efficiency and convenience.

Today, 100% of our prospective customers pay their Login Fees through online mode.

Collection Reviews at Head Office

- At each scheduled due date, the Company's central team meticulously receives and thoroughly reviews the list of customers who are delinquent, meaning they have missed their payment deadlines. This centralized team is responsible for coordinating and conducting follow-up actions with these customers to ensure timely payment and resolution of any outstanding issues
- The collection team initiates follow-up for collections through SMS, telephone calls, and personal visits after receiving the delinquent customer list

Review of Collection Performance

- The team's collection performance is evaluated daily
- Monthly incentive-based bonuses are provided in line with the Collection policy

Collection Executives

- **Collection executives are assigned Tehsil-wise cases along with the delinquent customer list**
- Collection amounts are transferred, and receipts are generated using the Collection App

COLLECTIONS PROCESS CARRIED OUT AT THE CALL CENTER

Ensure daily funds are deposited via receipts from the collection app by End of day.

Tele-callers categorically make calls based on buckets.

Calling of delinquent customers is completed within 2 days of receiving the list.

Centralized robo-calling, voice SMS, and reminder calls are conducted by the Collection HO.

Verify all payment modes and reconcile them with the head office accounts.

SRG Housing issues possession notices to defaulting parties in compliance with the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act (SARFAESI Act). Since most of the Company's loans are housing loans, customers make effort to repay to avoid losing their homes, which they and their families usually occupy. Additionally, because most loans are small in size, customers often get financial help from friends and family during cash shortages. Loans delinquent for over seven years, with collateral insufficient to cover the debt, are written off by the Company. No accounts were written off in FY24.

SRG Housing sets aside adequate provisions for unexpected contingencies. As of March 31, 2024, the gross non-performing assets (NPA) were ₹ 13.76 crore. The Company has made provisions of ₹ 9.65 crore in FY24, exceeding the regulatory requirement of ₹ 6.64 crore, as a precaution.

The loans are classified as non-performing assets (NPAs) when borrowers miss a 90-day payment deadline. As of March 31, 2024, the Company's NNPA (Net NPA) stood at 0.69%, compared to 0.51% in the previous year. Asset quality is maintained through efficient customer screening and collateral loans with security approximately double the asset size, resulting in a stable LTV of 41.26%. Due to societal norms in rural and semi-urban areas, customers make efforts to avoid default to maintain their social standing. SRG Housing employs stringent recovery procedures at all collection levels to minimize loan write-offs and maintain low NPAs.

Funding Sources

In FY24, SRG Housing raised ₹ 262.80 crore from which 39.51% from banks, rest from Financial Institutions and NHB. The Company's total borrowings increased from ₹ 357.24 crore in

FY23 to ₹ 491.26 crore in FY24. About 32% of the Company's loans have a fixed interest rate, balance are at a variable interest rate. Before providing refinance, the NHB conducts thorough on-site and off-site inspections.

Borrowing Mix:

| Borrowing Profile (%) | FY24 | FY23 |
|-----------------------|--------|--------|
| Banks (%) | 49.41% | 38.10% |
| NCD (%) | 0% | 11.50% |
| FI (%) | 39.17% | 39.54% |
| NHB (%) | 11.42% | 10.86% |

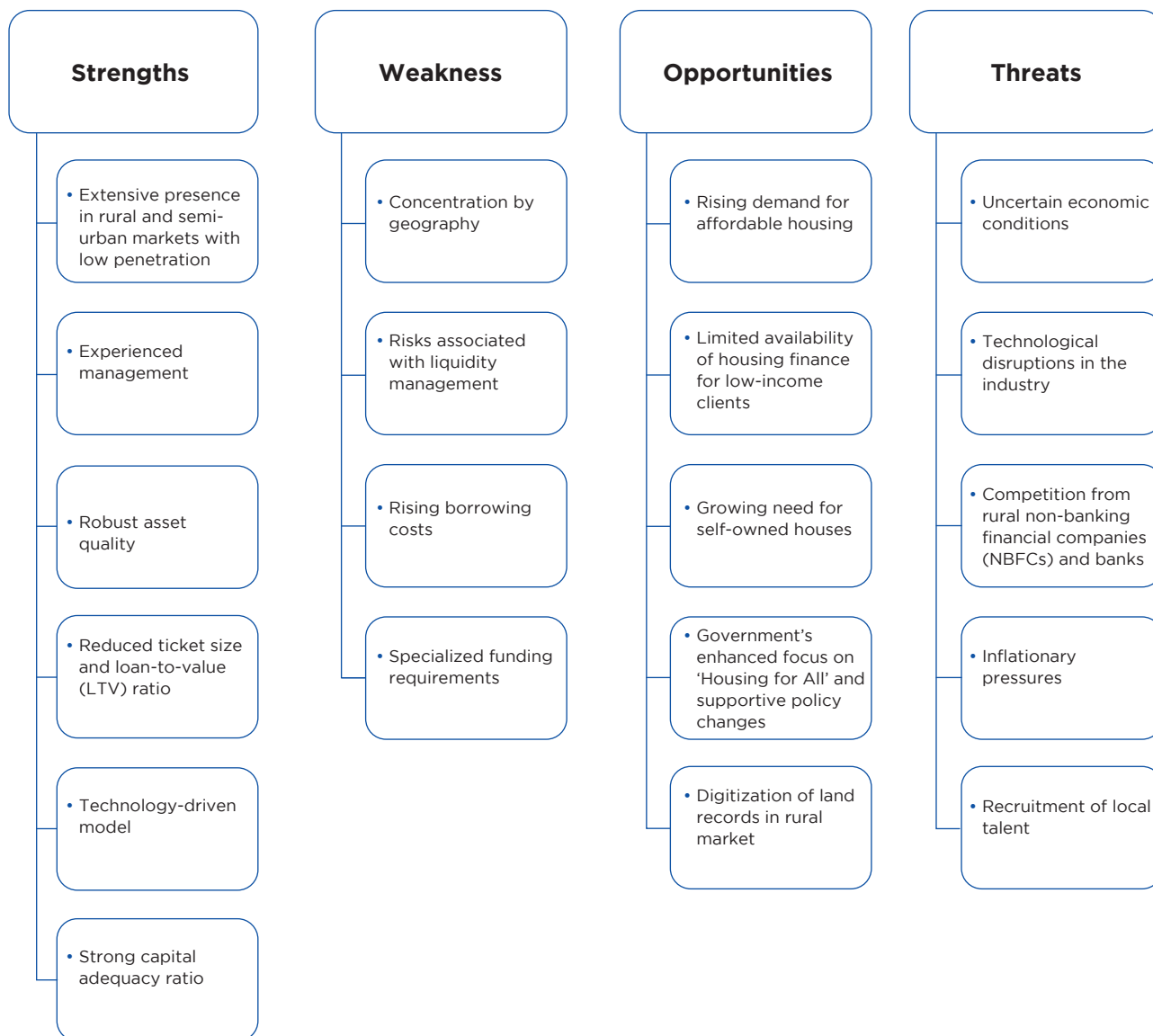
Asset-Liability Management (ALM)

The Company's robust Asset-Liability Management (ALM) Policy, approved by the Board of Directors, ensures efficient management of assets and liabilities in line with regulatory criteria. This policy serves as a comprehensive guide, helping the experienced team effectively manage ALM risks. The Asset-Liability Management Committee (ALCO), which includes the Managing Director and Senior Management members, regularly reviews the ALM position. Owing to a strong policy and the expertise of the management team, the Company has avoided significant cash flow mismatches in its operations.

SRG Housing maintains its ALM position based on maturity buckets, ensuring adequate credit availability when needed and avoiding challenges related to asset-liability mismatches. The Company has a strong ALM stance, achieved through a strict policy that guarantees a consistent surplus across all buckets. During the year under review, SRG Housing maintained a cumulative surplus of ₹ 140.39 crore.



SWOT ANALYSIS



FINANCIAL REVIEW

- The Financial Results for FY24 were prepared in accordance with Indian Accounting Standards (Ind AS)
- SRG Housing saw a 34.99% increase in total revenue from all operations, rising from ₹ 93.83 crore in FY23 to ₹ 126.66 crore in FY24
- Profit Before Tax (PBT) amounted to ₹ 26.10 crore in FY24, as compared to ₹ 21.08 crore in FY23
- Profit After Tax (PAT) for FY24 was ₹ 21.06 crore compared to ₹ 17.06 crore in FY23

- Net Interest Income (NII) rose by 33.05%, reaching ₹ 58.69 crore in FY24 from ₹ 44.11 crore in FY23. However, the Net Interest Margin (NIM) on aggregate Assets Under Management (AUM) decreased to 11.29% in FY24 from 11.33% in FY23
- However, the Company's loan spread remained robust at 10.99% for FY24

Management Outlook

In FY24, SRG Housing has opened four new branches in Rajasthan, underscoring its dedication to expansion. The Company is concurrently developing a PAN-India

model to extend its footprint across the country. As part of its strategic priorities, SRG Housing has also been focusing on strengthening its manpower, technology, and operational processes to drive efficiency and encourage innovation.

Going forward, the Company intends to further expand its presence by establishing branches in Andhra Pradesh, Telangana, Karnataka, Tamilnadu and

Maharashtra. Furthermore, In FY25, SRG Housing’s treasury and PAN India business team will be based in Mumbai, aligning with its broader expansion strategy, and enhancing operational synergy.

With a commitment to sustainable growth and a keen eye on market opportunities, SRG Housing is poised to capitalize on its strengths and strengthen its position as a leading player in the housing finance sector.

RISK MANAGEMENT

At SRG Housing, risk is seen as an essential aspect of corporate governance and operation. The Company has a clear process for identifying, analyzing, and resolving risks to prevent them from hindering its goals. The Company’s Risk Management Committee has identified and classified the major risks and thoroughly examined the activities and locations where resources are at risk to ensure effective risk management. All departmental activities are listed in a Risk Measurement Template for clarity.

The Company comprehensively analyzes risks following the identification of risk parameters to effectively identify and manage potential issues that could undermine important business initiatives or projects. A Risk Impact Matrix is constructed to analyze the impact and likelihood of each activity. The Company lists preventive and corrective actions, the first person responsible, and the monitoring frequency for each process, and then rates all listed activities accordingly. After assessment, risks are continuously monitored, and the necessary steps are taken to mitigate, reduce, and avoid any potential threats to the organization.

| Risks | Mitigation |
|---|--|
| <p>Liquidity Risk: Short-term borrowing can lead to asset-liability mismatch risk and liquidity risk, resulting in:</p> <ul style="list-style-type: none"> • Impacted earnings • Liquidity crisis • Loss of income that could harm the Company’s reputation | <p>Mitigation: The ALCO team monitors and manages the asset-liability position based on maturity timelines. The Company reduces asset-liability mismatch through efficient management of asset maturities, funding liabilities, and repayment schedules.</p> |
| <p>Credit Risk: Customer defaults can lead to credit risk. Other causes and impacts of credit risk include:</p> <ul style="list-style-type: none"> • Inadequate credit • Liquidity crunch • Impact on AUM • Increase in NPA • Lower earnings | <p>Mitigation: Loans are disbursed only after thoroughly verifying all borrowers’ credit profiles and recovery procedures through a well-designed credit evaluation process. Additionally, a low LTV ratio further reduces the likelihood of default.</p> |
| <p>Operational Risk: Failures or mismanagement in areas such as law, human resources, technology, or customer relations can negatively impact the Company’s operations, leading to:</p> <ul style="list-style-type: none"> • Adverse impact on brand equity • Loss of earnings • Business closure | <p>Mitigation: We have a comprehensive system of internal controls, systems and procedures to monitor transactions, contingency planning, insurance cover, document storage and retrieval arrangements as well as maintenance of backup procedures to minimize operational risks.</p> <p>In addition, we have Internal Auditor to conduct internal and process audits to assess the adequacy of and compliance with our internal controls, procedures and processes, as well as all applicable statutory and regulatory guidelines.</p> |



Risks

Competition Risk: The highly fragmented housing finance market's significant growth potential attracts competition, which may lead to:

- Decreased revenue growth
- Loss of market share

Interest Rate Risk: Unanticipated fluctuations in interest rates and repo rates may adversely affect the loan spread, resulting in:

- Decreased income
- Decreased profitability

Attrition Risk: Human resources are crucial to the success of any HFC. Thus, the Company must maintain a high rate of employee retention. Loss of personnel can adversely impact:

- Business growth
- Brand equity
- Operations

Technology Risk: Failure to update processes to reflect the latest technological developments in the industry can lead to:

- Increased cyber-attacks
- Information and cyber security threats
- Data breaches
- Reputational damage
- Operational failures

Regulatory Risk: As part of the housing finance sector, the Company must comply with various applicable laws and regulations. Any deviation in interpretation or failure to comply may impact:

- Brand equity
- Penal consequences
- Legal non-compliance

Mitigation

Mitigation: SRG Housing's strong brand equity in its operating market, combined with a history of positive asset-liability management (ALM), low non-performing assets (NPAs), prompt turnaround time (TAT), effective financial assistance, localised approach, and straightforward documentation process, creates a significant competitive advantage.

Mitigation: The Company adopts a strategy of borrowing at both variable and fixed rates, while only lending at fixed rates, creating a natural hedge. With a Net Interest Margin (NIM) of 11.29%, there is sufficient flexibility to manage any unexpected interest rate fluctuations.

Mitigation: The Company minimizes employee attrition through efficient senior management, long-tenured employees, and employee-friendly HR policies. A highly motivated work environment, coupled with rewards, recognition, and a safe and productive culture, employee engagement activities significantly boosts employee loyalty within the Company.

Mitigation: The Company continuously upgrades its IT systems to ensure compliance with standard safety protocols. SRG Housing utilizes monitoring tools, an Information Security and Management framework, the latest software, an integrated operations system, and an effective ERP to mitigate the risk of unauthorized access, privacy breaches, misuse of sensitive information, and operational disruption.

Mitigation: SRG Housing has a qualified in-house legal team that closely monitors regulatory changes and ensures the implementation of necessary amendments. We have also started implementation of Compliance Software to monitor all compliances.

Internal Control System and their Adequacy

Internal controls help promptly identify and rectify operational irregularities, providing an accurate overview of the organization's status. SRG Housing strictly follows procedures, systems, policies, and processes to ensure financial information is recorded accurately, assets are safeguarded from unauthorized use, frauds and errors are prevented and detected, accounting records are complete, financial information is prepared timely, and regulations and laws are complied with.

The Company's robust internal control system safeguards its assets and maximizes productivity at all levels. The internal control framework has been tailored according to the organization's size and industry and have been automated using the advanced SRG SRAJAN program. It ensures compliance with stringent credit underwriting parameters, laws, and regulations, enhancing financial and transaction reporting processes. In addition, the documented processes and records streamline the internal control system.

An independent firm of chartered accountants verifies all internal reports and recommends necessary adjustments to processes and systems. The Audit Committee implements corrective actions as required to maintain the integrity of the internal control framework. A team from corporate headquarters conducts quarterly audits of all branches, evaluating random cases for property inspection and customer verification.

Human Resources

SRG Housing places paramount importance on its workforce as the cornerstone of the company's advancement. The human resources department stands as a crucial support in effectively managing resources and fostering the development of ongoing and new endeavors. The company is dedicated to attracting, retaining, nurturing, and honoring talent, understanding the pivotal role of human capital in sustained growth. Creating a secure, encouraging, cooperative, and wellness-oriented work environment, SRG Housing implements HR policies that prioritize both personal and professional growth, emphasizing opportunities for career progression.

Regular training and development programs are conducted to help employees enhance their skills and knowledge. The Company maintains high retention rates through various motivational programs and

timely rewards and recognition. Various initiatives are in place to instill strong business ethics and social responsibility among employees. The HR policy aligns employee objectives with those of the Company to promote a productive work culture.

As of March 31, 2024, SRG Housing employed a total of 636 people.

Segment Reporting

The Company's main business is providing loans for the purchase, construction, repair, and renovation of residential houses, flats, and colonies. All other activities of the Company are centered around this core business of financing against properties. Therefore, there are no separate reportable segments, as per IND AS 108 on Operating Segments specified under Section 133 of the Companies Act, 2013.

Related Party Transactions

The Audit Committee, Board, or Shareholders, as applicable, have approved the Company's transactions with related parties. The Company's policy on related party transactions is posted on its website for the benefit of all parties involved. The Company's interests remained fully protected and were not at risk during these transactions. The notes to the accounts contain all necessary information and specifics about transactions with the Company and its related entities.

Key Financial Ratios, along with explanation

| Ratios | FY24 | FY23 |
|--------------------------------------|--------|--------|
| Net Interest Income to average loans | 11.29% | 11.33% |
| Average Return on Equity | 14.38% | 13.81% |
| CRAR | 35.67% | 36.44% |
| Tier-I | 35.19% | 36.00% |
| Tier-II | 0.48% | 0.44% |
| Gross NPA | 2.29% | 2.50% |
| Net NPA | 0.69% | 0.51% |
| Provision Coverage Ratio | 84.74% | 93.62% |
| EPS (in ₹) | 16.18 | 13.12 |
| Interest Coverage Ratio | 1.51 | 1.57 |
| Debt Equity Ratio | 3.08 | 2.68 |
| Net Profit Margin % | 16.63% | 18.18% |
| Cost to Income | 63.74% | 59.03% |
| Opex to Avg Asset | 8.17% | 7.19% |
| Profit to Avg Asset | 3.56% | 3.67% |
| Operating Profit Margin (%) | 61.25% | 63.40% |



Return on Net Worth

| Ratios | Amount (₹ In Cr.) | % Growth |
|--------|-------------------|----------|
| FY24 | 159.67 | 19.82% |
| FY23 | 133.26 | 17.16% |

Cautionary Statement

Basis the management's current outlook and views concerning future developments and their potential impact upon the Company, the report contains "forward-looking statements" describing the Company's objectives, estimations, projections, and expectations. Various dynamics may have a potentially significant impact on the operations of the Company. The Company does not have any control over many such incidences like macroeconomic factors impacting demand and supply, Government regulations and taxation, natural calamities, etc. Due to changes in internal or external factors, in case the actual results differ materially, the Company assumes no responsibility.

Director's Report

To
The Members
SRG Housing Finance Limited

The Board of Directors of your Company take pleasure in presenting before you the 25th Annual Report on the operational and business performance of the Company together with the Audited Financial Statements for the Financial Year ended March 31, 2024.

FINANCIAL SUMMARY/HIGHLIGHTS, OPERATIONS & STATE OF AFFAIRS:

The summarized financial performance for the Financial Year ended March 31, 2024 and a comparison with previous year are as under:

| Particulars | ₹ In Crores) | |
|--|--------------|--------------|
| | 2023-24 | 2022-23 |
| Profit Before Fair Value Changes, and Provision for Expected Credit Loss | 27.51 | 23.37 |
| Net Gain/(Loss) on Fair Value Changes | 0.01 | 0.11 |
| Impairment on Financial Instruments (Expected Credit Loss) | 1.40 | 2.17 |
| Profit Before Tax | 26.10 | 21.09 |
| Less: Tax Expenses (Including Deferred tax) | 5.04 | 3.99 |
| Profit After Tax | 21.06 | 17.06 |
| Other Comprehensive Income | 0.04 | (0.03) |
| Total Comprehensive Income | 21.10 | 17.03 |
| Retained Earnings | 98.77 | 81.88 |
| Opening Balance | 81.88 | 68.28 |
| Profit for the year | 21.06 | 17.06 |
| Other Comprehensive Income | 0.04 | (0.03) |
| Amount Available for Appropriations | 102.98 | 85.31 |
| Appropriations: | | |
| Transferred to Special Reserve under Section 36(1)(viii) of The Income Tax Act, 1961& Section 29C of the NHB Act, 1987 | 4.21 | 3.42 |
| Excess provision | 0.00 | 0.00 |
| Other Adjustment due to IND AS | 0.00 | 0.00 |

Note: Figures have been regrouped/recalssified/rounded off wherever necessary

BUSINESS PERFORMANCE:

A. Lending operations:

Assets Under Management (AUM):

During the year under review, SRG Housing maintained robust growth. The Gross Loan Book as at March 31, 2024 stood at ₹601.59 Crores as against ₹438.36 Crores as at March 31, 2023, growth of 37.24%. As at March 31, 2024 the Loan Portfolio contributing Housing loans as 69.84%, (previous year 66.14%) and Loan against properties (LAP) as 30.16% (previous year 33.86%).

Sanctions:

During the Financial Year under review, your Company sanctioned housing loans of ₹207.44 Crores as compared to ₹124.72 crores in the previous financial year and LAP sanctioned ₹104.63 crores as compared to ₹77.22 crores in previous financial year.

Disbursements:

During the Financial Year under review, your Company disbursed housing loans of ₹187.44 Crores as compared to ₹118.97 crores in the previous financial year and LAP disbursed ₹96.17 crores as compared to ₹71.77 crores in previous financial year.

**B. Profits:**

The profit before tax for FY24 increased by 24.05% to ₹26.10 crores (FY23: ₹21.04 crores).

The profit after tax for FY24 increased by 23.45% to ₹21.06 crores (FY23: ₹17.06 crores).

NON-PERFORMING ASSETS AND PROVISIONS FOR CONTINGENCY:

The Gross NPA of your Company as on March 31, 2024 was ₹13.76 Crore; 2.29% (previous year ₹10.97 Crore; 2.50%). The Net NPA as on 31st March 2024 was ₹4.11 Crore; 0.69% (previous year 2.18 Crore; 0.52%). No account has been written off during FY 24 (FY23: Nil).

The regulatory and compliance reporting, has been done in accordance with the prudential guidelines for Non-Performing Assets (NPAs) issued by the Reserve Bank of India under Master Direction - Non-Banking Financial Company - Housing Finance Company (Reserve Bank) Directions, 2021.

Your Company has made adequate provision for the assets on which instalments are overdue for more than 90 days and on other assets, as required. For details on the impairment provisioning, please refer note no. 59 to the financial statements.

The Company has maintained cumulative NPA provision of ₹9.65 Crores against the required provision of ₹6.64 crores (Previous year ₹8.79 crores against requirement of ₹5.35 crores). Further for standard assets Company carries provision of ₹2.01 Crores (Previous year ₹1.47 Crores).

On November 12, 2021, RBI issued a notification on Prudential Norms on Income Recognition, Asset Classification and Provisioning (IRACP) pertaining to Advances Clarification, with the objective of harmonising regulatory guidelines for all lending institutions. RBI stipulated that borrower accounts be flagged as overdue as part of their day-end process for the due date accordingly the Company has revised its process of NPA classification to flagging of the borrower accounts as overdue as part of the day-end processes for the due date. RBI also stipulated that NPA accounts can only be upgraded to standard provided all outstanding dues have been fully repaid. In February 2022, RBI provided time till September 30, 2022 for NBFCs to comply with the upgradation criteria.

Pursuant to the cited norms classification of loans amounting to ₹0.51 Crs as non-performing assets (Stage 3) as at Mar'24.

CAPITAL ADEQUACY RATIO:

| Particulars as on March 31st | 2024 | 2023 |
|------------------------------|--------|--------|
| Capital Adequacy Ratio | 35.67% | 36.44% |

The Company maintains an adequate Capital Adequacy Ratio which is far higher than the minimum required level of 15% under the RBI Master Directions signifying the strong position of the Company.

INTERNAL CAPITAL ADEQUACY ASSESSMENT PROCESS (ICAAP)

As per the RBI notification, Housing Finance Companies (HFCs) are categorized as Middle Layer and accordingly HFCs are required to have internal assessment of the need for capital, commensurate with the risks in their business.

Accordingly, we have designed its ICAAP Policy and assessed applicable risk in ICAAP, as per internal methodology, which is proportionate to the scale and complexity of our operations

DIVIDEND:

Your Directors felt it prudent to retain the earnings for the year under review to be ploughed back in business, which shall result in further augmentation of the Company's growth and Shareholders' wealth.

EMPLOYEE STOCK OPTION SCHEME

The Company believes that its success is largely determined by the quality of its workforce and their commitment towards achieving the goals of the Company. In order to enable the employees of the Company to participate in the future growth and success of the Company, Employee Stock Option Scheme - 2023 ("Scheme") was adopted by the Company. In terms of Regulation 14 of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014, the disclosures for the FY23-24 with respect to ESOP 2023 have been provided on the website of the Company.

ESOP plan of the Company are in compliance with the provisions of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB and Sweat Equity Regulations") as amended from time to time.

The Nomination & Remuneration Committee monitors the ESOP Schemes in compliance with the Act, SEBI SBEB and Sweat Equity Regulations and SEBI LODR Regulations.

A Certificate from Secretarial Auditors of the Company, confirming that the above ESOP Schemes have been implemented in accordance with the SEBI SBEB and Sweat Equity Regulations as amended from time to time and are as per the resolutions passed by the Members of the Company will be available for the inspection of the Members of the Company.

CHANGES IN SHARE CAPITAL:

During the year under review, the Company's share capital increased due to allotment of 300,000 equity shares to Mr. Vinod Kumar Jain. On exercise of warrants allotted to Mr. Vinod Kumar Jain (promoter), the board has allotted 3,00,000 equity shares to him on March 19, 2024. These shares were issued at a price of ₹200 per share, with a face value of ₹10 each and a premium of ₹190 per share.

As of March 24, 2024, the share capital of the Company stands at ₹13,30,00,000/-. Apart from the aforementioned allotment, there were no other changes in the share capital of the Company during FY 2023-24.

BORROWINGS:

The Company has a diverse set of lenders that include public sector banks, private sector banks, the National Housing Bank and other financial institutions. Funds were raised in accordance with the Company's Resource Planning Policy, through term loans from banks, FIs and re-finance facilities from NHB. The Company's long-term nature of borrowings and adequate liquidity have ensured a well-matched ALM.

The Company availed ₹262.80 Cr. in FY 24 out of which 39.51% from Banks and rest from Financial Institutions and NHB.

In FY24 the outstanding borrowing was ₹491.26 Crore vs ₹357.24 Crore in FY23.

Borrowing Mix:

| Borrowing Profile (%) | FY24 | FY23 |
|-----------------------|--------|--------|
| Banks (%) | 49.41% | 38.10% |
| NCD (%) | 0% | 11.50% |
| FI (%) | 39.17% | 39.54% |
| NHB (%) | 11.42% | 10.86% |

Disclosure in accordance with the RBI Master Direction - Non-Banking Financial Company - Housing Finance Company (Reserve Bank) Directions, 2021.

i. The total number of non-convertible debentures which have not been claimed by the investors or not paid by the housing finance Company after

the date on which non-convertible debentures became due for redemption - Nil

ii. The total amount in respect of such Debentures remaining unclaimed or unpaid beyond the date of such debentures become due for redemption- Nil

Debenture Trust Agreement(s) were executed in favour of Catalyst Trusteeship Limited for NCDs issued by the Company on private placement basis. As on March 31, 2024 all the NCDs were redeemed

Further details of borrowings are provided under notes to accounts.

UNCLAIMED DIVIDEND AND UNCLAIMED SHARES:

In accordance with the provisions of Sections 124, 125 and other applicable provisions, if any, of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as 'IEPF Rules') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account is required to be transferred to the Investor Education and Protection Fund (IEPF) maintained by the Central Government. Further, according to the IEPF Rules, the shares in respect of which dividend has not been paid or claimed by the Shareholders for 7 (Seven) consecutive years or more are also required to be transferred to the demat account created by the IEPF Authority

| Particulars | No. of Shares |
|--|---------------|
| Balance as at April 1, 2023 | 0 |
| Transferred during financial year 2023-24 | 0 |
| Claims processed by IEPF Authority during the financial year 2023-24 | 0 |
| Balance as at March 31, 2024 | 0 |

UNCLAIMED NON-CONVERTIBLE DEBENTURES AND INTEREST THEREON:

Under the provisions of Section 125 of The Companies Act, 2013, Matured NCDs and/or Interest thereon, remaining unclaimed and unpaid for a period of seven years from the date they became due for payment are required to be credited to Investor Education and Protection Fund (IEPF) established by the Government of India.



As at March 31, 2024 there was no NCDs amount or interest thereon, which remained unclaimed and unpaid.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDA):

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Master directions issued by Reserve Bank of India (RBI), Report on Management Discussion and Analysis is forming part of this Annual Report.

DETAILS OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARY, ASSOCIATE OR JOINT VENTURE COMPANIES:

During the year under review the Company does not have any Subsidiary, Associate or Joint venture Companies.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN MARCH 24 AND DATE OF THIS REPORT:

No material changes and commitments, affecting the financial position of the Company have occurred between the financial year ended March'24 and date of this Director's Report.

DIRECTOR'S RESPONSIBILITY STATEMENT:

In pursuance of Section 134 (3) (c) read with Section 134(5) of The Companies Act, 2013, and based on the information provided by the management, your Directors hereby confirm that:

- a. In the preparation of the annual accounts for the year ended on March 31, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. Accounting policies selected were applied consistently. Reasonable and prudent judgments and estimates were made so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit of the Company for the year ended March 31, 2024.
- c. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of The Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;

- d. The annual accounts of the Company have been prepared on a going concern basis;
- e. Internal Financial Controls have been laid down to be followed by the Company and such Internal Financial Controls were adequate and operating effectively;
- f. Systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

DISCLOSURE UNDER SECTION 43(A)(II) OF THE COMPANIES ACT, 2013:

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DISCLOSURE UNDER SECTION 54(1)(D) OF THE COMPANIES ACT, 2013:

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013:

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme hence no information pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

DISCLOSURE UNDER RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014:

During the year under review the Company has not made any application nor any proceedings are pending under the Insolvency and Bankruptcy Code, 2016. Further there were no instances of one-time settlement for any loans taken from the Banks or Financial Institutions.

REGULATORY COMPLIANCES:

The Company is in compliance with applicable Circulars, Notifications and Guidelines issued by RBI and NHB from time to time.

Your Company is also in compliance with the applicable provisions of the Companies Act, 2013 and Rules thereunder, Secretarial Standards,

SEBI LODR Regulations and other applicable statutory requirements.

For more details regarding Compliances, please refer the Secretarial Audit Report enclosed to this Report.

During the Financial Year, no penalty was imposed on the Company by any regulator/ supervisor/ enforcement authority.

Scale Based Regulation (SBR): A Revised Regulatory Framework for NBFCs

The Reserve Bank of India in 2021 issued Scale Based Regulation (SBR) a revised regulatory framework for NBFC's which is applicable to your Company being a NBFC HFC category falling under middle layer.

CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:

Your Company has taken adequate steps to adhere to all the stipulations laid down in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, RBI Master Directions and the Companies Act, 2013 and Rules thereto, as amended from time to time.

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, RBI Master Directions and disclosures as required under The Companies Act, 2013 and the Rules thereto, a separate Section titled '**Report on Corporate Governance**' forms part of this Annual Report.

The certificate by the Secretarial Auditor confirming compliance with the conditions of Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015 forms part of this report.

The said certificate for financial year 2023-24 does not contain any qualification, reservation or adverse remarks.

In terms of Section 136 of The Companies Act, 2013, the reports and accounts are being sent to the members and others entitled thereto.

INTERNAL GUIDELINES ON CORPORATE GOVERNANCE:

As on March'24 your Company adhered to the Internal Guidelines on Corporate Governance adopted in accordance with Master Directions-Non-Banking Finance Company (Housing Finance Company), (Reserve Bank) Directions, 2021, which inter-alia, defines the legal, contractual and social responsibilities of the Company towards its various Stakeholders and

lays down the Corporate Governance practices of the Company. The said policy is available on the website of the Company and can be accessed at <https://srghousing.com/PoliciesCode>

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts / arrangements / transactions entered by the Company with related parties are in the ordinary course of business and on an arm's length basis. Your directors draw attention of the Members to Note no. 34 to the Financial Statements which sets out related party disclosures. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with Section 188 of Companies Act, 2013 accordingly information in Form AOC-2 is not annexed.

All related party transactions are approved by the Audit Committee or Board or members at a general meeting, as applicable.

The policy on transactions with related parties is given as elsewhere in this to this report and also available at the website of the Company www.srghousing.com.

RISK MANAGEMENT POLICY:

Pursuant to Section 134 (3) (n) of The Companies Act, 2013, The SEBI (LODR) Regulations, 2015 and RBI Master directions, the Company has in place a risk management framework approved by the Board of Directors

SRGHFL's Risk Management framework provides the mechanism for risk assessment and mitigation. Company has in place Risk Management Committee. The details of the Committee and its terms of reference are set out in the Corporate Governance Report forming part of the Director's Report.

At present the Company has not identified any element of risk which may threaten the existence of the Company.

CORPORATE SOCIAL RESPONSIBILITY POLICY AND INITIATIVES:

In accordance with the provisions of Section 135 of The Companies Act, 2013 and the rules framed thereunder, the Company has a Corporate Social Responsibility Committee. The role of the CSR Committee is to review the CSR policy, indicate activities to be undertaken by the Company towards CSR activities and formulate a transparent monitoring mechanism



to ensure implementation of projects and activities undertaken by the Company towards CSR activities.

The total amount spent during financial year 2023-24 was ₹65.10 Lakhs (Previous Year ₹48.43 Lakhs). The Annual Report on CSR activities including brief contents are provided to this report.

Further, your Company has constituted a separate entity named as “SRG Foundation” to effectively channelize CSR Funds to provide impetus on philanthropic initiatives of your Company. Your Company plans to drive CSR initiatives directly as well as through the SRG Foundation.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined by board. To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee of the Board and/or to the Managing Director.

The Internal Auditor monitors and evaluates the efficacy and adequacy of Internal Control System in the Company, its compliance with operating systems, accounting procedures and policies of the Company.

Based on the report of Internal Auditor, respective heads undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board and/or to the Managing Director.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The composition of the Board is in accordance with Section 149 of the Act and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with an appropriate combination of Executive, Non-executive and Independent Directors.

The Board of the Company comprises 7 Directors, consisting of 4 Independent Directors, 2 Non-Executive Women Directors and a Managing Director as on March 31, 2024.

Details of Board of Directors along with Key Managerial Personnel as on March 2024 is mention below:

| Name | DIN/PAN | Designation |
|--------------------------------|------------|--|
| Vinod Kumar Jain | 00248843 | Managing Director |
| Seema Jain | 00248706 | Non-Executive Non-Independent Director |
| Garima Soni | 08336081 | Non-Executive Non-Independent Director |
| Nishant Badala | 06611795 | Non-Executive-Independent Director |
| Vikas Gupta | 05280808 | Non-Executive-Independent Director |
| Ashok Kabra | 00240618 | Non-Executive-Independent Director |
| Sureshkumar Kanhaiyalal Porwal | 08966740 | Non-Executive-Independent Director |
| Archis Jain | BCUPJ5855M | Chief Executive Officer |
| Ashok Kumar | CPLPM4355L | Chief Financial Officer |
| Divya Kothari | GUDPK5580E | Company Secretary |

Appointment / Resignation of Directors:

Pursuant to the provisions of Section 152 of the Act, Mrs. Garima Soni, Non-Executive Director being the longest in office among directors who are liable to retire by rotation, retires and being eligible; offers herself for re-appointment at the ensuing 25th Annual General Meeting.

All the Directors of the Company have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations and that they are not disqualified from being appointed as directors in terms of Section 164(2) of the Companies Act, 2013 and are not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

Details of managerial remuneration as required under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this report.

Further no director has been resigned from the Company during the Financial Year under review.

Key Managerial Personnel (KMP):

During the year under review Mr. Archis Jain has been appointed as Chief Executive Officer of the Company with effect from April 24, 2023, except this there is no other change in the Key Managerial Personnel of the Company.

In terms of the Act, the following are the KMPs of the Company as on 31st March'24:

1. Mr. Vinod Kumar Jain - Managing Director
2. Ms. Divya Kothari - Company Secretary
3. Mr. Archis Jain - Chief Executive Officer
4. Mr. Ashok Kumar - Chief Financial Officer

DECLARATION FROM INDEPENDENT DIRECTORS

The Independent Directors have confirmed that they satisfy the criteria prescribed for Independent Directors as stipulated in the provisions of the Section 149(6) of the Act and Regulation 16(1)(b) & 25 of SEBI LODR Regulations. The names of all the Independent Directors of the Company have been included in the Independent Director's databank maintained by Indian Institute of Corporate Affairs ("IICA"). The Company has obtained declaration of independence from all the Independent Directors of the Company.

DECLARATION OF FIT & PROPER CRITERIA:

All the Directors of the Company have given the declaration to the effect that they are Fit & Proper, to be appointed as Director, as per the criteria prescribed by RBI / NHB.

PERFORMANCE EVALUATION OF THE BOARD:

The Company has defined a manner of evaluation as per the provisions of the Act and SEBI Listing Regulations and for the evaluation of the performance of the Board, Committees of Board & Individual Directors. The above manner is based on the Guidance Note on Board Evaluation issued by the SEBI on January 05, 2017

The Board carried out the evaluation of every Director's performance, its own performance, the Committees namely Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Risk Management Committee and all the Independent Directors.

During the financial year under review, a separate meeting of the Independent Directors was held on March 19, 2024 without the attendance of Non-Independent Directors and the Management of the Company. The Independent Directors had discussed and reviewed the performance of the Non-Independent Directors and the Board as a whole and also assessed the quality, quantity and timeliness of the flow of information between the Management and the Board, which is necessary for the Board to effectively and reasonably perform its duties.

AUDITORS:**Statutory Auditor:**

Pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder, at the 23rd Annual General Meeting held on August 5, 2022 the members had appointed M/s Valawat & Associates (FRN: 003623C), Chartered Accountant as statutory auditor for a term of five years beginning from the conclusion of 23rd AGM till the conclusion of 28th AGM.

The Statutory Auditors have audited the books of accounts of the Company for the financial year ended March 31, 2024 and have issued the Auditors' Report thereon.

The Statutory auditors' report annexed to the financial statements for the year under review does not contain any qualifications, reservations or adverse remarks.

The details of remuneration paid by the Company to M/s. Valawat & Associates Chartered Accountants are provided in note no. 27 of the financial statements.

During the year under review, the statutory auditor has not reported any instances of fraud committed in the Company by its officers or employee to the Board/Audit Committee under Section 143(12) of the Company's Act, 2013.

Secretarial Auditor:

Mr. Shiv Hari Jalan, Practicing Company Secretary was appointed as the Secretarial Auditor of the Company for the financial year 2023-24 by the Board of Directors pursuant to provisions of the Companies Act, 2013 and Rules framed there under. Secretarial Audit Report along with the Secretarial Compliance Report as prescribed by SEBI as provided by Mr. Shiv Hari Jalan, Practicing Company Secretary is annexed to this Annual Report. The Secretarial Auditors have not submitted any material qualifications, reservations or adverse remarks or disclaimers. Further, the



Secretarial Auditors have not reported any instances of fraud in terms of Section 143 (12) of the Act.

SECRETARIAL STANDARDS:

During the year under review, the Company complies with the applicable Secretarial Standards by the Institute of Company Secretaries of India.

MEETINGS OF THE BOARD AND COMMITTEES:

During the financial year 2023-24, 10 meetings of the board of directors were held and the related details, including details of various committees and meetings thereof are available in the Report of Directors on Corporate Governance forming part of this Annual Report.

PARTICULARS OF LOANS, GAURANTEES OR INVESTMENTS:

Since the Company is a Housing Finance Company, the disclosures regarding particulars of the loans given, guarantees given and securities provided is exempted under the provisions of Section 186 (11) of the Companies Act, 2013.

As regards investment made by the Company, the details of the same are provided under Note no. 5 forming part of Financial Statements of the Company for the year ended March 31, 2024.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

There is no information to disclose under the head 'Conservation of Energy and Technology Absorption' given in the above rules since the Company is engaged in providing financial services activities. However, your Company is taking every step to conserve and minimize the use of energy wherever possible. There were no foreign exchange earnings and outgo, during financial year 2023-24.

REQUIREMENT FOR MAINTENANCE OF COST RECORDS:

The Company being a Housing finance Company is not required to maintain cost records as prescribed under section 148(1) of the Act.

EXTRACT OF ANNUAL RETURN:

Pursuant to the provisions of Section 134(3)(a) of the Act, the copy of Annual Return in Form MGT-7 as required under Section 92 (3) of the Act is placed on the website of the Company at www.srghousing.com.

PARTICULARS OF EMPLOYEES:

As on March 31, 2024 the Company had 1 employee employed throughout the year who was in receipt of remuneration of more than ₹1.02 crores per annum. Except this no other employee employed throughout the year that was in receipt of remuneration of ₹1.02 crores or more per annum or ₹8.50 lacs or more per month if employed for part of the year. Disclosures on managerial remuneration are annexed to this report.

EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS:

There are no material changes and commitments affecting financial position of the Company between March 31, 2024 and the date of Director's Report.

CHANGE IN NATURE OF BUSINESS:

There are no changes in the nature of business of the Company during the year under review.

DETAILS RELATING TO DEPOSITS:

The Company has been granted registration by the National Housing Bank as a non-deposit taking Housing Finance Company. Being so, the Company has neither accepted in the past nor has any future plans to accept any public deposits.

SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS:

During the year, there were no significant or material orders passed by the regulators or courts or tribunals against the Company.

DISCLOSURES ON MANAGERIAL REMUNERATION:

Details of Managerial remuneration as required under Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with The Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 is annexed to this report.

LISTING WITH STOCK EXCHANGES:

Having listed on BSE in 2012, the Company is listed on NSE exchange on 21 Aug 2023 by Direct Listing Application.

The Company confirms that it has paid the Annual Listing Fees for the year 2023-24 to BSE and NSE where the Company's securities are listed.

INVESTOR COMPLAINTS AND COMPLIANCE:

During the year Company has not received any investor complaints and as on date no investor complaints are pending.

PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE

The Company has a policy on prevention, prohibition and Redressal of sexual harassment of women at the workplace and has an Internal Complaints Committee (ICC) in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company's policy on the same is placed on the website of the Company www.srghousing.com. The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

In terms of section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, we report that, during 2023-24, no case has been reported under the said act.

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.

ACKNOWLEDGEMENTS:

Your Board of Directors place on record their appreciation for the advice, guidance and support given by various regulatory authorities including the National Housing Bank (NHB), Reserve Bank of India (RBI), Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), Stock Exchange (BSE), Depositories (NSDL & CDSL), Debenture Trustees, Debenture Holders, and all the Bankers and Lenders of the Company.

The Board of Directors would like to acknowledge the role of all its stakeholders – shareholders, borrowers, key partners, lenders, customers, Statutory and Secretarial Auditors, Registrar & Share Transfer Agent, Rating agencies, local/ statutory authorities, Service Providers and Counselors and all others for their continuing support to the Company.

Your directors also record their appreciation for the dedicated services of the employees and their contribution to the growth of the Company especially during the difficult times of the pandemic.

The Board would also like to express its sincere appreciation to all the Company's valued Shareholders, for their continued support and patronage.

Best Wishes

Vinod K. Jain
Managing Director
DIN: 00248843

Seema Jain
Director
DIN:00248706

Date: 03-07-2024
Place: - Udaipur



Annexure -I

Details of Managerial Remuneration for FY 2023-24

Details of remuneration as required under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided below

| Sr. No. | Requirements | Disclosures |
|---------|---|---|
| (i) | The ratio of the remuneration of each director to the median remuneration of the employees for the financial year 2023-24 | Executive Director Mr. Vinod K. Jain- Managing Director - 134.09 times |
| (ii) | The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year. | Executive Director Mr. Vinod K Jain - Managing Director - 8.56% |
| | | KMPs (Other than Managing Director) |
| | | Mr. Ashok Kumar- There was 11.39% increase in the remuneration of the KMP in the financial year. |
| | | Mr. Archis Jain- There was 92.44% increase in the remuneration of the KMP in the financial year. |
| | | Ms. Divya Kothari- There was 149.89% increase in the remuneration of the KMP in the financial year. |
| (iii) | The percentage increase in the median remuneration of employees in the financial year | There was increase of 5.29% in the median remuneration of the employees in the financial year. |
| (iv) | The number of permanent employees on the rolls of company | There were 636 permanent employees on the rolls of the Company, as on March 31, 2024. |
| (v) | Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration | There is increase of 13.88% in Average remuneration of all employees other than the Managerial Personnel. |
| | | There is increase of 36.60% in Average remuneration of Managerial Personnel |
| (vi) | Affirmation that the remuneration is as per the remuneration policy of the company. | It is hereby confirmed that the remuneration is as per the Remuneration Policy of the Company. |

Further details are provided in Report of the Directors on Corporate Governance.

ANNEXURE -II

Annual Report on Corporate Social Responsibility (CSR) Activities for FY 2023-24

1. BRIEF OUTLINE OF THE COMPANY'S CSR POLICY

SRG Housing Finance Limited ("The Company") has a Board approved Corporate Social Responsibility (CSR) Policy in compliance with Section 135 of the Companies Act 2013 and the rules made thereunder. Pursuant to the amendments to Companies (Corporate Social Responsibility Policy) Rules, 2014 on January 22, 2021, the CSR Policy has been amended and approved by the Board at its meeting. The main objective of the CSR Policy is to lay down guidelines to inculcate the objective of society betterment and philanthropy in its growth plan.

The CSR policy of the Company inter alia provides guiding principles for selection and implementation of CSR activities in pursuance of Schedule VII to the Companies Act, 2013, roles and responsibilities of the CSR Committee, guidance for formulation of an annual action plan, process for implementation of CSR activities, modalities of monitoring and evaluation framework and reporting mechanism. The CSR Policy of the Company is available on the Company's website at <https://www.srghousing.com/Corporate-Social-Responsibility-Policy>.

The Company has established 'SRG Foundation' ("The Foundation") as approved by the Board of Directors of the Company to take forward the Company's CSR Vision and implement social programmes in a far more collaborative and participative way. The Foundation was established on April 16, 2021 wherein the Company acts as settlor.

The CSR projects undertaken by the Company are within the framework of Schedule VII of the Companies Act, 2013. The Company's CSR projects are focused on core sectors such as Healthcare, Environment sustainability, Education, Protection of national heritage, art and culture etc.

2. THE CORPORATE SOCIAL RESPONSIBILITY COMMITTEE COMPRISED OF:

| Sr. No | Name of Director | Designation | Number of meetings of CSR Committee held during the Year | Number of meetings of CSR Committee attended during the year. |
|--------|--------------------|--|--|---|
| 1. | Mr. Nishant Badala | Non-Executive Independent Director- Chairman | 1 | 1 |
| 2. | Mr. Vinod K. Jain | Executive Director - Member | 1 | 1 |
| 3. | Ms. Seema Jain | Non-Executive - Non-Independent Director- Member | 1 | 1 |

3. 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.

The web-link for the requisite information is as under: <https://www.srghousing.com/Corporate-Social-Responsibility-Policy>

4. IMPACT ASSESSMENT OF CSR PROJECTS CARRIED OUT IN PURSUANCE OF SUB-RULE (3) OF RULE 8 OF THE COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014

Not applicable.



5. AMOUNT AVAILABLE FOR THE SET OFF IN PURSUANCE SUB-RULE (3) OF RULE 7 OF THE COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014 AND AMOUNT REQUIRED FOR SET OFF FOR THE FINANCIAL YEAR

| S NO. | Financial Year | Amount available for set-off from preceding financial years (in ₹) | Amount required to be setoff for the financial year, if any (in ₹) |
|--------------|----------------|--|--|
| 1. | Nil | Nil | Nil |
| TOTAL | | Nil | Nil |

6. AVERAGE NET PROFIT OF THE COMPANY AS PER SECTION 135(5)

₹2339.93 Lakhs

7. CSR OBLIGATION

| Sr. No. | Particulars | Amount (in ₹ lakhs) |
|---------|---|---------------------|
| 1. | 2% of average net profit of the Company as per section 135(5) | 46.80 |
| 2. | Surplus arising out of the CSR projects or programmes or activities of the previous financial years | Nil |
| 3. | Amount required to be set off for the financial year, if any | Nil |
| 4. | Total CSR obligation for the financial year (7a+7b-7c) | 46.80 |

8. DETAILS OF CSR SPENT DURING THE FINANCIAL YEAR

During the financial year 2023-24, SRG Housing Finance Limited spent a total of ₹65.10 lakhs on CSR projects. A breakdown of the manner in which this expenditure was made has been depicted in the table given below:

a) CSR Amount spent or unspent for the Financial Year:

| Total Amount Spent for the Financial Year. (in ₹ lakhs) | Amount Unspent (in ₹ lakhs) | | | | |
|---|---|------------------|------------------|---|------------------|
| | 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 |
| 65.10 | Nil | Nil | Nil | Nil | Nil |

b) Details of CSR amount spent against ongoing projects for the financial year -Nil

c) Details of CSR amount spent against other than ongoing projects for the financial year.

| (1) Sr No. | (2) Name of the Project | (3) Item from the list of activities in schedule VII to the Act | (4) Local area (Yes/No) | (5) Location of the project | | (6) Amount spent for the project (In ₹) | (7) Mode of Implementation -Direct (Yes/No) | (8) Mode of implementation Through implementing agency | |
|---------------|----------------------------|---|----------------------------|--------------------------------|-----------|--|--|---|-------------------------|
| | | | | State | District | | | Name | CSR Registration number |
| 1 | School bags distribution | (ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects; | Yes | Rajasthan | Udaipur | 114000 | Yes | | |
| 2 | Plantation activities | (iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water | Yes | PAN India | PAN India | 44660 | Yes | | |



| (1) Sr No. | (2) Name of the Project | (3) Item from the list of activities in schedule VII to the Act | (4) Local area (Yes/No) | (5) Location of the project | | (6) Amount spent for the project (In ₹) | (7) Mode of Implementation -Direct (Yes/No) | (8) Mode of implementation Through implementing agency | |
|---------------|----------------------------|--|----------------------------|--------------------------------|-----------|--|--|---|-------------------------|
| | | | | State | District | | | Name | CSR Registration number |
| 3 | Construction -school | (ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects; | Yes | Rajasthan | Udaipur | 500000 | NO | ROUND TABLE INDIA TRUST | CSR00000895 |
| 4 | Medication & Ambulance | 1. Promotion of health care, including preventive health care and sanitation | Yes | Rajasthan | Udaipur | 160000 | No | SRG Foundation | CSR00019899 |
| 5 | Promoting Education | (ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects; | Yes | PAN India | PAN India | 55,50,000 | No | JITO Administrative Training Foundation | CSR00010876 |

| (1) Sr No. | (2) Name of the Project | (3) Item from the list of activities in schedule VII to the Act | (4) Local area (Yes/No) | (5) Location of the project | | (6) Amount spent for the project (In ₹) | (7) Mode of Implementation -Direct (Yes/No) | (8) Mode of implementation Through implementing agency | |
|---------------|---|---|----------------------------|--------------------------------|----------|--|--|---|-------------------------|
| | | | | State | District | | | Name | CSR Registration number |
| 6 | training to promote rural sports, nationally recognised sports, | (vii) training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports | Yes | Rajasthan | Udaipur | 71050 | Yes | | |
| 7 | Swacch Bhart Programme | (iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water | Yes | Rajasthan | Udaipur | 70000 | Yes | | |
| Total | | | | | | 65,09,710 | | | |

d) Amount spent in Administrative Overheads: The amount has been well within the prescribed limits of 5% or below.

e) Amount Spent on Impact Assessment: Not Applicable.

f) Total amount spent for the Financial Year: 65.10 Lakhs

g) Excess amount for set off, if any: 0.00

| Sr. No. | Particulars | Amount (in ₹ lakhs) |
|---------|---|---------------------|
| I | Two percent of average net profit of the company as per section 135(5) | 46.80 |
| II | Total amount spent for the Financial Year | 65.10 |
| III | Excess amount spent for the financial year [(ii)-(i)] | 18.30 |
| IV | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | 0.00 |
| V | Amount available for set off in succeeding financial years [(iii)-(iv)] | 18.30 |



9. a) Details of Unspent CSR amount for the preceding three financial years:

| Sr. No. | Preceding financial Year | Amount transferred to Unspent CSR Account under section 135 (6) (in ₹ lakhs) | Amount spent in the reporting Financial Year (in ₹ lakhs) | Amount transferred to any fund specified under Schedule VII as per section 135(6), if any. | | | Amount remaining to be spent in succeeding financial year (in ₹ lakhs) |
|---------|--------------------------|--|---|--|---------------|------------------|--|
| | | | | Name of the Fund | Amount (in ₹) | Date of transfer | |
| 1 | Nil | Nil | Nil | Nil | Nil | Nil | Nil |

b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s) - Nil.

10. SPECIFY THE REASON(S), IF THE COMPANY HAS FAILED TO SPEND TWO PER CENT OF THE AVERAGE NET PROFIT AS PER SECTION 135(5)- Not Applicable.

For SRG Housing Finance Limited

Mr. Vinod K. Jain
Managing Director

Mr. Nishant Badala
Chairperson of CSR Committee

Place: Udaipur
Date: 03-07-2024

Annexure- III**FORM NO. MR-3**

Secretarial Audit Report

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

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

To,
The Members,
SRG Housing Finance Limited
321, S.M. Lodha Complex,
Near Shastri Circle,
Udaipur – 313001.

I, Shiv Hari Jalan, Proprietor of Shiv Hari Jalan & Co., Company Secretary in practice have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SRG Housing Finance Limited** (hereinafter called the “Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31.03.2024 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 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) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (e) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (g) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the company during the period under review)
 - (h) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the company during the review period)



- (i) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the review period)
 - (j) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
- (vi) Other laws applicable specifically to the Company namely:
- (a) National Housing Bank (NHB) Act, 1987 and Rules, Regulations and Guidelines prescribed thereunder;
 - (b) Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest (SARFAESI) Act, 2002.
 - (c) Master Direction - Non-Banking Financial Company - Housing Finance Company (Reserve Bank) Directions, 2021 read with the relevant guidelines and circulars;

I have also examined compliance with the applicable clauses of the 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.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the period under review there has been no changes in the composition of the Board of Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance in accordance with the

provisions of Companies Act, 2013 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.

As per the minutes, the decisions at the Board Meetings were taken unanimously.

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

I further report that during the audit period the company had following specific actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

The Equity Shares of the company listed and admitted to dealings on the National Stock Exchange of India Limited August 21, 2023.

The Company has allotted 3,00,000 (Three Lakhs) equity shares of the Company of face value of Re. 10/- (Rupee Ten Only) each at a premium of Rs. 190 per share on March 19, 2024 to Mr. Vinod Kumar Jain (promoter) on exercise of warrants allotted to him on November 24, 2022.

Place: Mumbai

Date: 18.06.2024

UDIN: FO05703FO00582763

For **Shiv Hari Jalan & Co.**

Company Secretaries

FRN: S2016MH382700

(Shiv Hari Jalan)

Proprietor

FCS No: 5703

C.P.NO: 4226

PR No. 1576/2021

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

‘Annexure A’

To,
The Members,
SRG Housing Finance Limited
321, S.M. Lodha Complex,
Near Shastri Circle,
Udaipur - 313001.

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process 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. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of provision of Corporate and other applicable laws, rules, regulations, standard is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The secretarial Audit report is neither an assurance as to the future viability of Company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.

Place: Mumbai
Date: 18.06.2024
UDIN: F005703F000582763

For **Shiv Hari Jalan & Co.**
Company Secretaries
FRN: S2016MH382700

(Shiv Hari Jalan)
Proprietor
FCS No: 5703
C.P.NO: 4226
PR No. 1576/2021



SECRETARIAL COMPLIANCE REPORT

To,

**The Board of Directors,
SRG Housing Finance Limited**
321, S.M. Lodha Complex,
Near Shastri Circle,
Udaipur-313001.

I, Shiv Hari Jalan, Proprietor of Shiv Hari Jalan & Co.,
Company Secretary in practice have examined:

- (a) all the documents and records made available to me and explanation provided by **SRG Housing Finance Limited** ("the listed entity" or "the Company"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st March, 2024 ("Review Period") in respect of compliance with the provisions of:
 - (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars / guidelines issued thereunder, have been examined, include:-

 - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable during the review period)
 - (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the company during the review period)
 - (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (h) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
 - (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the company during the period under review)
 - (j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the company during the review period) and circulars/ guidelines issued thereunder.

and based on the above examination, I hereby report that, during the Review Period:

 - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

| Sr. No. | Compliance Requirement (Regulations/ circulars / guidelines including specific clause) | Regulation / Circular No. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations / Remarks of the Practicing Company Secretary | Management Response | Remarks |
|---------|--|---------------------------|------------|-----------------|----------------|----------------------|-------------|--|---------------------|---------|
|---------|--|---------------------------|------------|-----------------|----------------|----------------------|-------------|--|---------------------|---------|

Nil

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. No. | Observations / Remarks Of the Practicing Company Secretary in the previous reports (PCS) | Observations made in the secretarial compliance report for the year ended (the years are to be mentioned) | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity. | Remedial actions, if any, taken by the listed entity | Comments of the PCS on the actions taken by the listed entity |
|---------|---|---|--|--|--|---|
| 1 | The Company had paid fine of ₹ 32,400 (After deduction TDS of ₹3,000/-) and as per Email for fine mentioned under 60(2)-August 2021 (scrip code 960299) the same ISIN INE559N07041 mentioned twice, and considering this as one event and one ISIN only the Company has not paid ₹11,800/-. | 31.03.2023 | Regulation 60(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Delay in submission of the notice of Record Date. | During the year under review the company has complied with this regulation | During the year under review the company has complied with this regulation |
| 2 | The Company has complied with the Regulation 57(1) of SEBI (LODR) Regulations, 2015 for the month of June 2022 for ISIN: INE559N07025 | 31.03.2023 | Regulation 57(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Non-disclosure of information related to payment obligations for the month of June 2022 under Regulation 57(1) of SEBI (LODR) Regulations, 2015 wr.t. ISIN INE559N07025. | The Company has complied with the Regulation 57(1) of SEBI (LODR) Regulations, 2015 for the month of June 2022 for ISIN: INE559N07025. The fine Amount of ₹11,800/- (including GST) has been withdrawn by BSE Ltd vide mail dated 02.11.2022 | During the year under review the company has complied with this regulation. |



| Sr. No. | Observations / Remarks Of the Practicing Company Secretary in the previous reports) (PCS) | Observations made in the secretarial compliance report for the year ended (the years are to be mentioned) | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity. | Remedial actions, if any, taken by the listed entity | Comments of the PCS on the actions taken by the listed entity |
|---------|--|---|--|--|--|---|
| 3. | Non Compliance with Regulation 160(f) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. The Company has made an application to BSE Ltd for seeking in-principle approval with a delay of 3 days. | 31.03.2023 | Regulation 160(f) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 | Non Compliance with Regulation 160(f) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. | The Company inadvertently missed to comply with condition stipulated under Regulation 160(f), there was a delay of 3 days for making an application to BSE Ltd for seeking in-principle approval for issue of 5,00,000 Convertible warrants on preferential basis. | The Company admitted to comply this regulation henceforth. |

i. I hereby report that, during the review period the compliance status of the listed entity is appended as below:

| Sr. No. | Particulars | Compliance Status (Yes/ No/NA) | Observations / Remarks by PCS |
|---------|--|--------------------------------|-------------------------------|
| 1. | Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable. | Yes | - |
| 2. | Adoption and timely updation of the Policies: <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations /circulars /guidelines issued by SEBI. | Yes | - |
| 3. | Maintenance and disclosures on Website: <ul style="list-style-type: none"> The Listed entity is maintaining a functional website. Timely dissemination of the documents/ information under a separate section on the website. Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/section of the website. | Yes | - |

| Sr. No. | Particulars | Compliance Status (Yes/No/NA) | Observations / Remarks by PCS |
|---------|--|-------------------------------|--|
| 4. | Disqualification of Director: None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity. | Yes | - |
| 5. | Details related to Subsidiaries of listed entities have been examined w.r.t.: a. Identification of material subsidiary companies b. Disclosure requirement of material as well as other subsidiaries | NA NA | The listed entity does not have any subsidiary. The listed entity does not have any subsidiary. |
| 6. | Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015. | Yes | - |
| 7. | Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations. | Yes | - |
| 8. | Related Party Transactions: a. The listed entity has obtained prior approval of Audit Committee for all related party transactions; or b. The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained. | Yes NA | - Refer point 8(a) above |
| 9. | Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder. | Yes | - |
| 10. | Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015. | Yes | - |
| 11. | Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/its promoters/directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars / guidelines issued thereunder. | Yes | No Action taken during the review period |
| 12. | Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities. | NA | No Resignation |



| Sr. No. | Particulars | Compliance Status (Yes/No/NA) | Observations / Remarks by PCS |
|---------|--|-------------------------------|---|
| 13. | Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. | Yes | There is No additional non-compliance observed for any SEBI regulation /circular / guidance note etc. |

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: Mumbai

Date: 29.05.2024

UDIN: F005703F000486260

For **Shiv Hari Jalan & Co.**

Company Secretaries

FRN: S2016MH382700

(Shiv Hari Jalan)

Proprietor

FCS No: 5703

C.P.NO: 4226

PR No. 1576/2021

ANNEXURE -IV

Report on Corporate Governance for Financial Year 2023-24

Good Corporate Governance is ensured by transparent disclosure, accountability, integrity, taking fair and ethical business decisions and also conducting business taking into account the stakeholders' interests.

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the report containing the details of Corporate Governance systems and processes at SRG Housing Finance Limited is as follows:

At SRG Housing Finance Limited ("SRG Housing", "the Company", "SRGHFL"), we are committed to ensure high standards of transparency and accountability in all its activities. The best management practices and high levels of integrity in decision making are followed to ensure long term wealth generation and creation of value for all the stakeholders. The Company's Board follows ethical standards of Corporate Governance and adheres to the norms and disclosure requirements mentioned under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (hereinafter collectively referred to as ("Listing Regulations")) as applicable and looks at corporate governance as a part of its business. The Company also adheres corporate governance provisions as mentioned under the Chapter IX of Master Direction - Non-Banking Financial Company - Housing Finance Company (Reserve Bank) Directions, 2021.

Our Company Governance framework ensures that we make timely disclosures and share accurate information regarding our financials and performance, as well as disclosures related to the leadership and governance of the Company.

The Board has a set of policy on Corporate Governance to help fulfill Company's corporate responsibility towards its stakeholders. The Board, at the discretion, may change the policy or guidelines periodically to achieve our stated objectives. Further, these guidelines allow the Board to make decisions that are independent of the management.

The policy is available on the website of the Company at <https://srghousing.com/Data/Internal%20Guidline%20on%20Corproate%20Governance.pdf>

Given below is the report of the directors on corporate governance in accordance with the provisions of the Listing Regulations and applicable RBI Directions.

1) BOARD OF DIRECTORS:**A. Composition & Category of directors:**

The Board holds a fiduciary position and is entrusted with the responsibility to act in the best interests of the Company and ensure value creation for all.

The composition of the Board of your Company is in conformity with Regulation 17 of the Listing Regulations. The board comprises of 7 Directors; out of which 1 is Executive Director and 6 are Non-Executive Directors which includes 4 Independent Directors. All the Directors bring a wide range of skills and experience to the board. The Independent Directors have confirmed that they satisfy the criteria prescribed for an Independent Director as stipulated under the provisions of Section 149(6) of the Companies Act, 2013. All directors are appointed by the members of the Company. Brief profiles of the directors, are set out in this report.

All the directors of the Company have confirmed that they are not debarred from holding the office of director by virtue of any order by SEBI or any other authority. The directors have ascertained that neither they nor any other company on which they serve as directors have been identified as a wilful defaulter.

All the directors of the Company have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations.



Details of the Board of Directors in terms of their directorships/memberships in committees of listed public companies are as under:

| Directors | Age | No. of Directorship (including SRGHFL) | Name of the Listed Companies | No. of Committees | | Category of Director |
|-------------------------|-----|--|----------------------------------|---------------------------|-----------------------------|----------------------------------|
| | | | | Member (Including SRGHFL) | Chairman (Including SRGHFL) | |
| Mr. Vinod K. Jain | 53 | 2 | SRG Housing Finance Limited | 0 | 0 | Promoter - Managing Director |
| | | | S R G Securities Finance Limited | 0 | 0 | Promoter - Managing Director |
| Mrs. Seema Jain | 48 | 2 | SRG Housing Finance Limited | 1 | 0 | Promoter -Non-Executive Director |
| | | | S R G Securities Finance Limited | 1 | 0 | Promoter - Whole Time Director |
| Mr. Ashok Kabra | 53 | 1 | SRG Housing Finance Limited | 2 | 0 | Independent Director |
| Mr. Vikas Gupta | 44 | 1 | SRG Housing Finance Limited | 1 | 0 | Independent Director |
| Mr. Nishant Badala | 34 | 2 | SRG Housing Finance Limited | 0 | 1 | Independent Director |
| | | | S R G Securities Finance Limited | 0 | 2 | Independent Director |
| Ms. Garima Soni | 32 | 1 | SRG Housing Finance Limited | 0 | 0 | Non-Executive Director |
| Mr. Suresh Kumar Porwal | 64 | 1 | SRG Housing Finance Limited | 0 | 1 | Independent Director |

Notes:

- Other directorships exclude foreign companies, private limited companies and Companies under Section 8.
- In accordance with SEBI (LODR) Regulations, 2015 membership/ Chairpersonship of only Audit Committee and Stakeholders' Relationship Committee have been reckoned in all other public limited Companies.
- None of the directors are members of more than ten committees or chairman of more than five committees in public limited companies in which they are directors Necessary disclosures have been obtained from all the directors regarding their directorship and have been taken on record by the Board.

Disclosure of relationship between directors inter-se:

| Director | Related To | Relation |
|-------------------|-------------------|----------|
| Mr. Vinod K. Jain | Mrs. Seema Jain | Spouse |
| Mrs. Seema Jain | Mr. Vinod K. Jain | Spouse |

No other directors, except as mentioned above, are related to each other.

Details of Shareholding of Directors as on 31st March, 2024:

| A | VINOD KUMAR JAIN (MANAGING DIRECTOR) | Shareholding at the beginning of the year 01/04/2023 | | Cumulative Shareholding during the year 31/03/2024 | |
|---------------|---|---|--|--|--|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1 | At the beginning of the year | 2916387 | 22.43 | 3216387 | 24.18 |
| | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): | There's an increase of 1.75% in the shareholding during the year due to conversion of 300000 warrants into equity shares | | | |
| 3(1+2) | At the End of the year | | | 3216387 | 24.18 |

| B | SEEMA JAIN (DIRECTOR) | Shareholding at the beginning of the year 01/04/2023 | | Cumulative Shareholding during the year 31/03/2024 | |
|---------------|---|--|--|--|--|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1 | At the beginning of the year | 746401 | 5.61 | 746401 | 5.61 |
| 2 | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): | No Change | | | |
| 3(1+2) | At the End of the year | | | 746401 | 5.61 |

| C | GARIMA SONI (DIRECTOR) | Shareholding at the beginning of the year 01/04/2023 | | Cumulative Shareholding during the year 31/03/2024 | |
|---------------|---|--|--|--|--|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1 | At the beginning of the year | 4652 | 0.03 | 4652 | 0.03 |
| 2 | Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.): | No Change | | | |
| 3(1+2) | At the End of the year | 4652 | 0.03 | 4652 | 0.03 |

Except above none of other directors holding shares in the Company.



Details as required under RBI Notification DOR.ACC.REC.No.20/21.04.018/2022-23 dated April 19, 2022

| Sl. No. | Name of Director | Director Since | Capacity (i.e. Executive/ Non-Executive/ Chairman/ Promoter nominee/ Independent) | DIN | Number of Board Meeting | | No. of other Directorships including pvt companies | Remuneration | | | No. of shares held in and convertible instruments held in the NBFC |
|---------|-------------------------|----------------|---|----------|-------------------------|----------|--|--|----------------------|------------|--|
| | | | | | Held | Attended | | Salary and other compensation (in lakhs) | Sitting Fee in lakhs | Commission | |
| 1 | Mr. Vinod K. Jain | 1999 | Executive | 00248843 | 10 | 8 | 2 | 319.49 | Nil | Nil | 3216387 |
| 2 | Mrs. Seema Jain | 1999 | Non-Executive | 00248706 | 10 | 8 | 2 | Nil | 0.36 | Nil | 746401 |
| 3 | Mr. Ashok Kabra | 2012 | Independent | 00240618 | 10 | 9 | 0 | Nil | 0.46 | Nil | 0 |
| 4 | Mr. Vikas Gupta | 2012 | Independent | 05280808 | 10 | 4 | 0 | Nil | 0.24 | Nil | 0 |
| 5 | Mr. Nishant Badala | 2015 | Independent | 06611795 | 10 | 10 | 1 | Nil | 0.49 | Nil | 0 |
| 6 | Ms. Garima Soni | 2019 | Non-Executive | 08336081 | 10 | 4 | 0 | Nil | 0.20 | Nil | 4652 |
| 7 | Mr. Suresh Kumar Porwal | 2020 | Independent | 08966740 | 10 | 10 | 0 | Nil | 0.46 | Nil | 0 |

B. Responsibilities of Board:

The board of directors represents the interest of the Company's shareholders, in optimizing long-term value by providing the management with guidance and strategic direction on shareholders' behalf. The board has a formal schedule of matters reserved for its consideration and decision, which includes reviewing corporate performance, ensuring adequate availability of financial resources, regulatory compliance, safeguard interest of shareholders and reporting to shareholders.

C. Board Expertise and Attributes

The Board members are committed to ensure that the Company's Board is in compliance with the highest standards of corporate governance. The table below summarizes the list of core skills/expertise/competencies identified by the board of directors as required in the context of business and sector for it to function effectively and those actually available with the board:

| Sr. No. | Specific skills/ expertise/ competency | Name of Director |
|---------|---|--|
| 1 | Knowledge on Company's businesses, policies, major risks / threats and potential opportunities and knowledge of the industry in which the Company operates. | Mr. Vinod Kumar Jain Mrs Seema Jain Ms. Garima Soni Mr. Nishant Badala Mr. Ashok Kabra Mr. Vikas Gupta Mr. Suresh K Porwal |
| 2 | Behavioral skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company. | Mr. Vinod Kumar Jain Mrs Seema Jain Ms. Garima Soni |
| 3 | Business Strategy, Governance, Administration, Decision Making. | Mr. Vinod Kumar Jain Mrs Seema Jain Ms. Garima Soni |

| Sr. No. | Specific skills/ expertise/ competency | Name of Director |
|---------|--|--|
| 4 | Financial and Management skills. | Mr. Vinod Kumar Jain Mrs Seema Jain Ms. Garima Soni Mr. Ashok Kabra Mr. Vikas Gupta |
| 5 | Technical / Professional skills and specialized knowledge in relation to Company's business. | Mr. Vinod Kumar Jain Ms. Garima Soni Mr. Nishant Badala Mr. Vikas Gupta Mr. Suresh K Porwal |
| 6 | Experience in finance, risk management, legal, compliance and corporate governance. | Mr. Vinod Kumar Jain Ms. Garima Soni Mr. Nishant Badala Mr. Vikas Gupta Mr. Suresh K Porwal Mrs. Seema Jain |

D. Independent Directors

Board confirms that in the opinion of the board, the independent directors fulfill the conditions specified in the Listing Regulations and Companies Act, 2013 and are independent of the management.

All the independent directors of the Company have confirmed that they have registered themselves in the databank created for independent directors

Role of Independent Directors:

Independent directors play an important role in deliberations at the board meetings and bring to the Company their wide experience in the fields of finance, housing and accountancy. This wide knowledge of both, their field of expertise and boardroom practices helps foster varied, unbiased, independent and experienced perspectives. The Company benefits immensely from their inputs in achieving its strategic direction.

The Audit Committee, the Nomination & Remuneration Committee and the Stakeholder's Relationship Committee have a majority of independent directors. These committees' function within the defined terms of reference in accordance with the Companies Act, 2013, SEBI (LODR) Regulations, 2015, the Corporate Governance Directions issued by RBI/NHB and as approved by the board, from time to time.

Appointment of Independent Directors:

The Company has 4 (four) Independent Directors on its Board. All Independent Directors are not liable to retire by rotation. Formal letters of appointment were issued to the Independent Directors in terms of the provisions of the Companies Act, 2013. A copy of the letter detailing the terms and conditions of appointment of the Independent Directors is placed on the Company's website at the link: <https://www.srghousing.com/Terms-Of-Appointment#>

All Independent Directors of the Company, at the time of their first appointment to the Board and thereafter at the first meeting of the Board in every financial year, give a declaration that they meet with the criteria of independence as provided in Section 149 of the Companies Act, 2013. In the opinion of the Board, each Independent Director possesses appropriate balance of skills, experience and knowledge, as required.

The maximum tenure of Independent Directors is in compliance with the Companies Act, 2013 ("the Act") and the Listing Regulations. All the Independent Directors have confirmed that they meet the criteria as mentioned in Regulation 16(1) (b) of the Listing Regulations and section 149(6) of the Act. The Independent Directors provide an annual confirmation that they meet the criteria of Independence. Based on the confirmations/disclosures received from the Independent Directors, the Board is of the opinion that the Independent Directors fulfil the conditions



specified in the Listing Regulations and are Independent of the Management.

Familiarization programme for independent directors:

The objective of a familiarization programme is to ensure that the Independent Directors are updated on the business environment and overall operations of the Company. This enables the Independent Directors to make better informed decisions in the interest of the Company and its stakeholder. A familiarization programme was conducted for Independent Directors on areas such as the core functions of the Company, overview of the industry, financials and the performance of the Company. An overview of the familiarization programme is placed on the Company's website at the link: <https://www.srghousing.com/Familiarizations-Programme>

Meetings of independent directors:

The Company's Independent Directors meet at least once in every financial year without the presence of Executive Directors or management personnel. The Independent Directors of the Company met once during the year on March 19, 2024 to review the performance of Non-Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company and assess the quality, quantity and timeliness of flow of information between the Company management and the Board.

E. Evaluation of Directors and Board:

With the objective of enhancing the effectiveness of the board, the Nomination & Remuneration Committee formulated the methodology and criteria to identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee and review its implementation and compliance. The evaluation of the performance of the board is based on the approved criteria such as the board composition, strategic planning, role of the Chairman, non-executive directors and

other senior management, assessment of the timeliness and quality of the flow of information by the Company to the board and adherence to compliance and other regulatory issues.

In terms of Regulation 17(10) of the SEBI (LODR) Regulations, 2015 read with the SEBI Circular No. SEBI/HO/CFD/ CMD/ CIR/P/2017/004 dated January 05, 2017, your Company has put in place the 'Board and Director's Evaluation Policy' laying down a framework for evaluation of the Board, its committees and of the individual directors with defined attributes for evaluation.

During the year, the Nomination and Remuneration Committee has evaluated the performance of the board as a whole and of its committees and the performance of the directors. The Independent Directors also held a separate meeting to review the performance of the executive directors, non-executive directors, and the overall performance of the board.

The Nomination & Remuneration Policy can be accessed through the following link <https://www.srghousing.com/DataImages/download/POLICY%20Remuneration%20&%20Appointment%20Final.pdf>

F. Code of conduct:

The standards for business conduct provide that the directors and the senior management will uphold ethical values and legal standards as the Company pursues its objectives, and that honesty and personal integrity will not be compromised under any circumstances. A copy of the said code of conduct is available at the link: <https://www.srghousing.com/Code-Of-Conducts#>

The Board Members and Senior Management Personnel have affirmed compliance with the code of conduct for financial year 2023-24. A declaration signed by the Company's Managing Director is published in this Report.

The Senior Management of the Company have made disclosures to the Board confirming that there are no material financial and/or commercial transactions between them and the Company that could have potential conflict of interest with the Company at large.

2) BOARD MEETINGS, COMMITTEE MEETINGS AND PROCEDURES:

Board Meetings:

The Board meets at regular intervals to discuss and decide on the business policy and strategy and other businesses. The meetings of the Board of Directors are generally held at the head Office of the Company. During the year under review, Board met 10 times. All the meetings were held in a manner that not more than 120 days lapsed between two consecutive meetings.

The required Quorum was present at all the Board meetings.

The details of Board meetings are given below:

| Date | Board Strength | No. of Directors present |
|------------|----------------|--------------------------|
| 24-04-2023 | 7 | 5 |
| 10-05-2023 | 7 | 6 |
| 30-06-2023 | 7 | 4 |
| 11-07-2023 | 7 | 5 |

Attendance of each Director at Board Meetings and at the previous Annual General Meeting (AGM) of each Director for the year ended 31st March 2024 is given below:

| Name of Director | No. of Board Meetings held | No. of Board Meetings attended | Attendance at the last AGM |
|-------------------------|----------------------------|--------------------------------|----------------------------|
| Mr. Vinod K. Jain | 10 | 8 | Yes |
| Mrs. Seema Jain | 10 | 8 | Yes |
| Mr. Ashok Kabra | 10 | 9 | Yes |
| Mr. Vikas Gupta | 10 | 4 | No |
| Mr. Nishant Badala | 10 | 10 | Yes |
| Ms. Garima Soni | 10 | 4 | Yes |
| Mr. Suresh Kumar Porwal | 10 | 10 | Yes |

Leave of absence was granted to the Directors as requested.

| Date | Board Strength | No. of Directors present |
|------------|----------------|--------------------------|
| 03-08-2023 | 7 | 7 |
| 29-08-2023 | 7 | 5 |
| 27-09-2023 | 7 | 5 |
| 30-10-2023 | 7 | 4 |
| 22-01-2024 | 7 | 4 |
| 19-03-2024 | 7 | 3 |

The Company places before the Board all those details as considered necessary under the SEBI (LODR) Regulations, 2015, RBI Directions and other applicable laws. The dates for the board meetings are fixed after taking into account the convenience of all the directors and sufficient notice is given to them. Detailed agenda notes are sent to the Directors All the information required for decision making are incorporated in the agenda. Those that cannot be included in the agenda are tabled at the meeting. The Board takes on record the actions taken by the Company on all its decisions periodically.



BOARD COMMITTEES:

A) Audit committee:

The Committee's composition meets with requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR), Regulations 2015 and RBI Directions. Members of the Audit Committee are financially literate and have relevant finance/audit exposure. Chairman of the Audit Committee was present at the previous Annual General Meeting of the Company held on 10th August 2023.

Terms of reference:

The Audit Committee assists the board in the dissemination of financial information and in overseeing the financial and accounting processes in the Company. The terms of reference of the Audit Committee covers all matters specified in SEBI (LODR) Regulations, 2015 and also those specified in Section 177 of the Companies Act, 2013, RBI Directions and other applicable laws. The committee reviews the reports of the internal auditors and statutory auditors along with the comments and corrective action taken by the management. The committee also reviews the Asset-Liability management system assessment of the efficacy of the internal control systems/ financial reporting systems and reviewing the adequacy of the financial policies and practices followed by the company. The audit committee reviews the compliance with legal and statutory requirements, the quarterly/ annual financial statements before submission to the Board for approval, related party transactions. The committee also recommends the appointment of internal auditor, statutory auditor. The committee also looks into those matters specifically referred to it by the Board.

The audit committee met 5 (Five) times during the year on 10-05-2023, 27-06-2023, 03-08-2023, 30-10-2023 and 22-01-2024.

The Composition of Audit Committee and attendance is as mentioned below:

| Name of Members | Number of Meetings attended |
|-------------------------------|-----------------------------|
| Mr. Nishant Badala - Chairman | 5 |
| Mr. Vikas Gupta - Member | 5 |
| Mr. Ashok Kabra - Member | 5 |

The Company endeavors that the gap between the approval of financial results by the Audit Committee and the board is kept to minimum, as required under the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015.

B) Nomination and Remuneration Committee:

The Committee's composition meets with the provisions of Section 178 of the Companies Act and Regulation 19 of the SEBI (LODR) Regulations and NHB Directions.

Terms of reference:

The role of the Nomination and Remuneration Committee inter alia, includes, Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal; Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees; Evaluate and approve the adequacy of the compensation plans, policies and programs for Company's Executive Directors, KMP and Senior Management; Recommend appointment and removal of Directors, for approval at the general meeting of shareholders; Carry out evaluation of the performance of the Board and review the evaluation's implementation and compliance; Devise a policy on diversity of Board; Develop and recommend to the Board a set of corporate governance guidelines applicable to the Company and monitor compliance with regard to the same. The role and responsibilities of the committee shall include such other items as may be prescribed by the Board in compliance with applicable law from time to time.

During the financial year 2023-24 the committee met on 29-06-2023

The details of composition and attendance at the Nomination and Remuneration Committee-

| Directors | No. of Meeting attended |
|-------------------------------|-------------------------|
| Mr. Suresh K Porwal -Chairman | 1 |
| Mr. Ashok Kabra - Member | 1 |
| Mrs. Seema Jain - Member | 1 |

C) Stakeholder's Relationship Committee:

The Stakeholders Relationship Committee has been constituted by the Board in compliance with the requirements of Section 178 (5) of the Act and Regulation 20 of the SEBI (LODR) Regulations.

Terms of reference:

Resolving the grievances of the security holders of the listed entity, redress investor grievances like non receipt of dividend warrants, non-receipt of share certificates, etc. The terms of reference of the committee meet with the requirements of SEBI (LODR) Regulations, 2015 and provisions of the Companies Act, 2013.

The chairman of the committee was present at the 24th AGM to answer shareholder queries.

Investor Grievance Redressal:

SEBI vide Circular Ref: CIR/OIAE/2/2011 dated June 3, 2011 informed the company that they had commenced processing of investor complaints in a web-based complaints redress system "SCORES". Under this system, all complaints pertaining to companies are electronically sent through SCORES and the companies are required to view the complaints pending against them and submit Action Taken Report (ATRs) along with supporting documents electronically in SCORES. During the year company did not receive any complaints from investors

During the Financial year 2023-24, the committee met on 21-03-2024

The Company Secretary is the Secretary to the Committee.

The composition of the committee and details of attendance is as below:

| Directors | No. of Meeting attended |
|--------------------------------|-------------------------|
| Mr. Suresh K. Porwal- Chairman | 1 |
| Mr. Ashok Kabra-Member | 1 |
| Mrs. Seema Jain - Member | 1 |

There is no complaint received during the year and no complaint is pending as on 31st March, 2024.

D) Corporate Social Responsibility Committee:

The Corporate Social Responsibility (CSR) Committee has been constituted by the Board in

compliance with the requirements of Section 135 of the Companies Act, 2013.

Terms of reference:

The Committee is primarily responsible for formulating and recommending to the Board of Directors, a Corporate Social Responsibility (CSR) Policy and monitoring the same from time to time, amount of expenditure to be incurred on the activities pertaining to CSR and monitoring CSR Projects.

The Committee met one time during the year on 15-12-2023. The details of attendance at the CSR Committee meeting are as under:

| Directors | No. of Meeting attended |
|-------------------------------|-------------------------|
| Mr. Nishant Badala - Chairman | 1 |
| Mr. Vinod K. Jain-Member | 1 |
| Mrs. Seema Jain - Member | 1 |

E) Risk Management Committee:

The Committee's composition meets with the requirements of Regulation 21 SEBI (LODR) Regulations, 2015 and provisions of the Companies Act, 2013 and RBI Directions.

Terms of reference:

Periodic assessments to identify the risk areas are carried out and management is briefed on the risks in advance to enable the company to control risk through a properly defined plan. The Board is also periodically informed of the business risks and the actions taken to manage them. The Company has also formulated a policy for Risk management of the Company.

During the financial year 2023-24 the Committee met 4 times during the year on 10-05-2023, 03-08-2023, 30-10-2023, and 22-01-2024 the details of attendance at the Risk Management Committee meeting are as under:

| Directors | No. of Meeting attended |
|------------------------------|-------------------------|
| Mr. Vinod K. Jain - Chairman | 4 |
| Ms. Seema Jain -Member | 4 |
| Mr. Suresh K. Porwal- Member | 4 |

The Board of Directors reviewed the risk profile of the Company and the efficacy of the measures in place to mitigate the risks. The board was of the



opinion that there were no key risks immediately foreseeable that could threaten the existence of the Company.

Performance evaluation criteria for independent directors:

The criteria for performance evaluation cover the areas relevant to the functioning as Independent Directors such as preparation, participation, conduct and effectiveness. The performance evaluation of Independent Directors was done by the entire Board and in the evaluation process, the Directors who are subject to evaluation had not participated.

Remuneration Policy:

The remuneration policy, including the criteria for remuneration of non-executive directors is recommended by the Nomination and Remuneration Committee and approved by the board. The key objective of the remuneration policy is to ensure that it is aligned to the overall performance of the Company. The Company's remuneration policy is directed towards rewarding performance based on review of achievements periodically.

The remuneration policy is in consonance with the existing industry practice. A copy of the said policy is available at the link: <https://www.srghousing.com/DataImages/download/POLICY.pdf>

The remuneration Paid to the directors is in line with the remuneration policy of the company.

Remuneration to Directors

Non-Executive Directors:

During the financial year 2023-24, except sitting fees no remuneration is paid to non-executive directors

Details of Sitting fees paid to non-executive directors for attending board/committee meeting is as below:

| Name of Director | Fees for attending board/ committee meetings (in ₹) |
|-------------------|---|
| Mr. Vinod K. Jain | - |
| Nishant Badala | 49000/- |
| Ashok Kabra | 46000/- |
| Vikas Gupta | 24000/- |

| Name of Director | Fees for attending board/ committee meetings (in ₹) |
|------------------|---|
| Suresh K Porwal | 46000/- |
| Seema Jain | 36000/- |
| Garima Soni | 20000/- |

Executive Director:

Detail of the remuneration paid to the executive director:

| Particulars of Remuneration | Mr. Vinod K. Jain (Managing Director) |
|-----------------------------|---------------------------------------|
| Salary | ₹319.49 lakhs |

No sitting fees is paid to executive directors

(i) All elements of remuneration package of individual directors are summarized under major groups, such as salary, benefits, bonus, pension etc.

Remuneration of Managing Director - Mr. Vinod K. Jain is totally comprises as Salary as disclosed above.

(ii) Details of fixed component and performance linked incentives, along with the performance criteria:

The Remuneration of Managing Director includes Yearly remuneration of ₹180 Lakhs plus 5% of net profits of the Company for that financial year computed in the manner laid down in Section 198.

(iii) Service contracts, notice period, severance fee: Not applicable.

(iv) Stock option details, if any, and whether issued at a discount as well as the period over which accrued and over which exercisable: Not applicable.

Transactions with Non-Executive Directors:

There was no pecuniary relationship or transactions between the non-executive directors vis-à-vis the company during the Financial Year ended March 31, 2024 except sitting fees for attending board/committee meetings to the non-executive directors and the rent agreement entered into by the Company with Non- Executive Director Mrs. Seema Jain for taking on rent the office premises of the Company.

3) GENERAL MEETINGS / POSTAL BALLOTS:

The details of the Annual General Meetings / Extraordinary General Meeting held in the last three years are as follows:

Annual General Meetings of the Company:

| Venue | Financial Year | Date & Time |
|---|----------------|--|
| Via audio visual mean at the registered office of the Company at 321, S.M. Lodha Complex Near Shastri Circle Udaipur Rajasthan 313001 | 2020-21 | 03 rd September, 2021 at 12:15 PM |
| Via audio visual mean at the registered office of the Company at 321, S.M. Lodha Complex Near Shastri Circle Udaipur Rajasthan 313001 | 2021-22 | 5 th August 2022 at 12:15 PM |
| Via audio visual mean at the registered office of the Company at 321, S.M. Lodha Complex Near Shastri Circle Udaipur Rajasthan 313001 | 2022-23 | 10 th August 2023 at 12:15PM |

Extraordinary General Meetings of the Company:

| Venue | Financial Year | Date & Time |
|--|----------------|--|
| 12, Opposite Paras JK Hospital, Shobhagpura, Udaipur, Rajasthan 313001 | 2022-23 | 26 th September 2022 12:15 PM |

The details of special resolutions passed in AGM/EGM in the last 3 years are as follows:

| AGM/EGM | Subject |
|--|---|
| 22 nd Annual General Meeting held on 03/09/2021 | <ul style="list-style-type: none"> Approval for Issuance of Redeemable Non-Convertible Debentures/ Secured or Unsecured Redeemable Subordinated Debt - Tier-II NCDs/ Bonds. Approval for appointment of Mr. SureshKumar Kanhaiyalal Porwal (DIN 08966740) as an Independent Director of the company. Approval for Further Issue of Equity Shares. |
| 23 rd Annual General Meeting held on 05/08/2022 | <ul style="list-style-type: none"> Approval for Issuance of Redeemable Non-Convertible Debentures/ Secured or Unsecured Redeemable Subordinated Debt -Tier-II NCDs/ Bonds Approval for Re-appointment of Vinod Kumar Jain, Managing Director Approval for Further issue of Equity Shares |
| EGM held on September 26, 2022 | <ul style="list-style-type: none"> Issuance of 5,00,000 Warrants convertible into Equity Shares on Preferential Basis To approve Material Related Party Transactions |
| 24 th Annual General Meeting held on 10/08/2023 | <ul style="list-style-type: none"> Approval for Issuance of Redeemable Non-Convertible Debentures/ Secured or Unsecured Redeemable Subordinated Debt - Tier-II NCDs/ Bonds. Approval for increase in borrowing powers in excess of the Paid-up Share Capital, Free Reserves and Securities Premium of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013 Approval for creation of charges on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013 to secure the borrowings made/to be made under section 180(1)(c) of the Companies Act, 2013 To approve the alteration of Articles of Association of the Company |



POSTAL BALLOT:

During the year under review, the Company sought approval of the Members by means of Postal Ballot conducted through Remote e-voting process which was duly passed with requisite majority. The business along with the details of voting pattern of the Special Resolution is as follows:-

Date of the Notice of the Postal Ballot :- March 29, 2023

Voting period:- April 12, 2023- May 11, 2023

Date of approval - May 11, 2023

Date of declaration of the result- May 12, 2023

| Sr. No. | Subject Matter of the Resolution | Type of Resolution | Number of Votes in favor of the Resolution | % | Number of Votes against the Resolution | % |
|---------|---|---------------------|--|--------|--|------|
| 1 | Approval of SRG Housing Finance Limited Employees Stock Option Scheme - 2023. | Special Resolution | 20 | 99.43 | 1 | 0.56 |
| 2 | To approve the request for reclassification of a shareholder from the 'promoter group' to the 'public' category | ordinary resolution | 21 | 100.00 | 0 | 0.00 |

4) MEANS OF COMMUNICATION TO SHAREHOLDERS:

The main source of information for the shareholders is the Annual Report that includes inter alia, the Board's Report, the shareholders' information and the audited financial results. SRGHFL recognizes the importance of regular dialogue with its shareholders to ensure that the Company's strategy is clearly understood. The Company had 2170 shareholders as on March 31, 2024.

Quarterly performance and financial results of the Company are intimated to the Shareholders through the website of Bombay Stock Exchange (BSE) i.e. on www.bseindia.com, National Stock Exchange (NSE) i.e. on www.nseindia.com, and SRGHFL's website i.e. www.srghousing.com. The Company also publishes the abridged version of audited/ unaudited financial results on a quarterly/annual basis, in the prescribed format, in English and Regional Language newspaper. Company normally publishes the abridged version of audited/ unaudited financial results in leading

newspapers in English viz. Financial Express and in the Regional Language i.e. Nafa Nuksan or Business Remedies. Shareholders have an opportunity to attend the Annual General Meeting at which the business outlook is presented and relevant aspects of the Company's operations are discussed. In addition, the registered office as well as the Registrar's Office (RTA), serves as a contact point for shareholders on issues such as share transfers, dividends and announcements. Along with the financial results, other information as per the listing regulations such as Annual Report and Shareholding Pattern, are being uploaded on BSE and NSE website. The Company complies with Regulation 30 read with Schedule III and Regulation 46 of SEBI (LODR) Regulations, 2015 in respect of presentation made to analysts or to Institutional Investor. Further, the Company has also displayed official news releases which are available on company's website www.srghousing.com.

The annual report also contains a section on 'Shareholders' Information' which inter alia provides information as required under SEBI

(LODR) Regulations, 2015. The company has designated the email-id info@srghousing.com to enable the shareholders to register their grievances.

5) SHAREHOLDERS' INFORMATION:

Annual General Meeting:

| | |
|-------------------|---|
| Date and time | Monday August 05, 2024 at 12:15 PM through Video-Conference facility (VC)/OAVM |
| Deemed Venue | SRG Housing Finance Limited 321, S.M. Lodha Complex, Near Shastri Circle, Udaipur Rajasthan- 313001 |
| Book Closure Date | July 29, 2024 to August 05, 2024 (both days inclusive) |
| Financial Year | 1st April to 31st March |

Pursuant to Ministry of Corporate Affairs ('MCA') circulars dated 8 April 2020, 13 April 2020, 5 May 2020 13 January 2021, 05 May, 2022, 28 Dec, 2022 and 25 Sep, 2023 read with SEBI Circulars dated 12 May 2020 and May 13, 2022, Jan 5, 2023 and Oct 7, 2023, the ensuing 25th Annual General Meeting ('AGM') is being conducted through VC or OAVM.

In terms of the said circulars, the financial statements (including the Boards' Report, Corporate Governance Report, Management Discussion Analysis, Auditors' Report and other documents required to be attached therewith) are being sent through only electronic mode to those shareholders whose email addresses are registered with the Company's Registrar and Share Transfer Agent as on Friday, July 30, 2024. The Company has also made arrangements for those shareholders who have not yet registered their email address to get the same registered by following the procedure prescribed in the Notice of AGM.

Financial Calendar 2024-25 (tentative):

Financial Results will be announced as per the following tentative schedule:

| | |
|---|---|
| Quarter ending June, 2024 | During First/Second week of August 2024 |
| Quarter/ Half Year ending September, 2024 | During First/Second week of November 2024 |
| Quarter ending December, 2024 | During First/Second week of February 2025 |
| Quarter/ Half Year/ Year ending March, 2025 | During First/Second week of May 2025 |
| Annual General Meeting | By September, 2025 |

Particulars of Dividend for The Year Ended 31.03.2024:

No Dividend was declared or paid during the year 2023-24.

Listing Of Equity Shares:

Being listed on BSE since 2012, On 21st August 2023, SRGHFL's equity shares were also listed on the National Stock Exchange.

| Name of the Stock Exchange | Stock Code |
|---|------------------------|
| Bombay Stock Exchange Limited, Mumbai (BSE) | 534680 INE559N01010 |
| ISIN allotted by Depositories (Company ID Number) | |
| National Stock Exchange Limited, Mumbai (NSE) | SRGHFL INE559N01010 |
| ISIN allotted by Depositories (Company ID Number) | |

(Note: Annual Listing fees for the year 2023-24 was duly paid to the above stock exchanges)

**Debt Securities:**

SRGHFL's NCDs were listed on the wholesale debt market (WDM) of the Bombay Stock Exchange Limited (BSE).

| Name of the Stock Exchange | Stock Code |
|--|--------------|
| BSE Limited | 959686 |
| ISIN allotted by Depositories (Company ID Number) | INE559N07025 |
| BSE Limited | 959845 |
| ISIN allotted by Depositories (Company ID Number) | INE559N07033 |
| BSE Limited | 960299 |
| ISIN allotted by Depositories (Company ID Number) | INE559N07041 |

(Note: As on 31st March 2024 all NCDs were redeemed)

The Company is in compliance with the Regulation as set out in Chapter V of the SEBI (LODR) Regulation, 2015 with respect to its listed debt securities.

Debenture Trustee:

Catalyst Trusteeship Limited (Formerly known as GDA Trusteeship Limited)

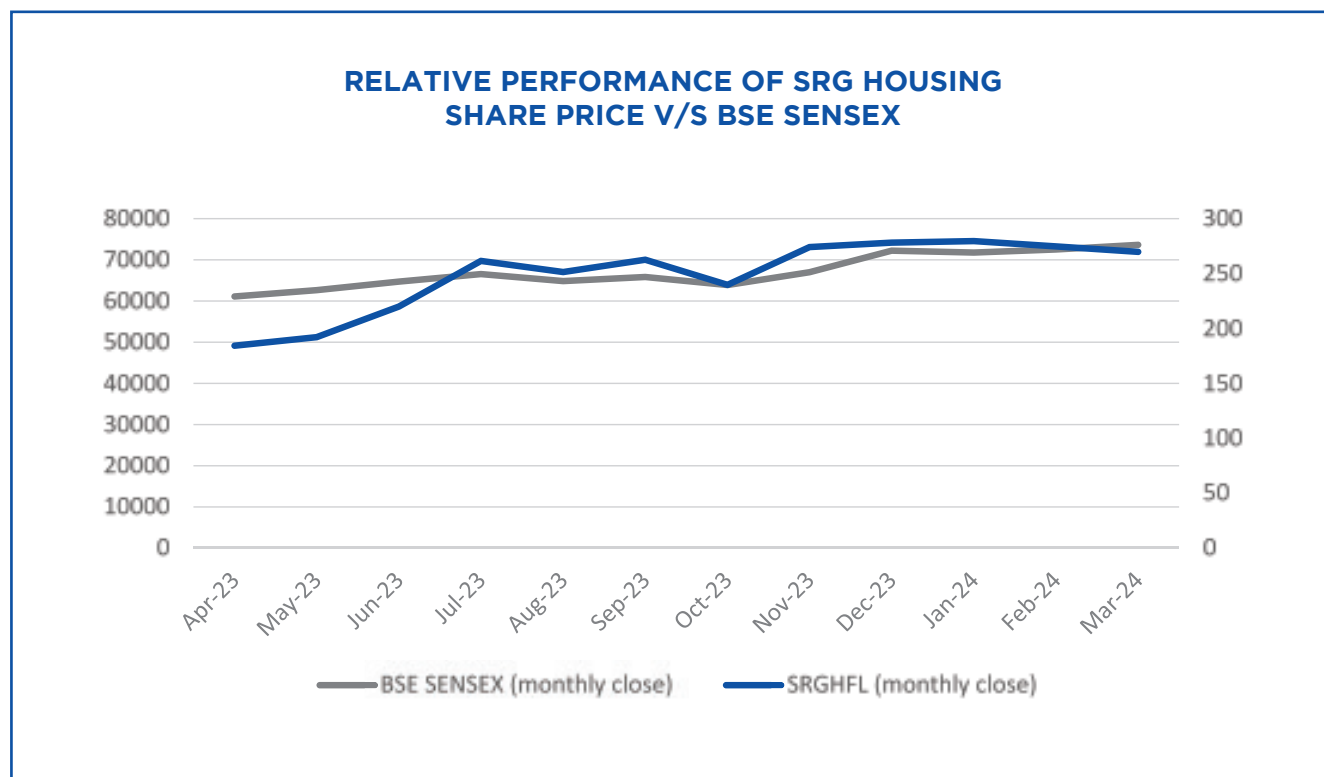
Address: Office No. 6th Floor, Office No-604, C.S.T. Road, Kalina, Santacruz (East), Mumbai-400 098

Tel: +91 22 4922 0555. Fax: +91 22 4922 0505
Email: dt@ctltrustee.com,

Website: www.catalysttrustee.com

Stock Market Data:**BSE Limited**

| Month | Open Price | High Price | Low Price | Close Price | Volume (No. of shares) | BSE SENSEX (monthly close) |
|--------|------------|------------|-----------|-------------|------------------------|----------------------------|
| Apr-23 | 146.50 | 212.30 | 135.00 | 184.30 | 40,837 | 61112.44 |
| May-23 | 189.00 | 218.95 | 173.60 | 192.00 | 44,448 | 62622.24 |
| Jun-23 | 193.00 | 229.80 | 180.40 | 219.95 | 3,14,885 | 64718.56 |
| Jul-23 | 214.55 | 267.45 | 214.00 | 261.50 | 6,49,647 | 66527.67 |
| Aug-23 | 277.90 | 284.45 | 225.20 | 251.30 | 3,97,388 | 64831.41 |
| Sep-23 | 256.30 | 294.40 | 219.00 | 262.55 | 1,49,598 | 65828.41 |
| Oct-23 | 295.95 | 330.05 | 233.00 | 239.75 | 53,308 | 63874.93 |
| Nov-23 | 248.00 | 310.05 | 242.90 | 274.15 | 33,141 | 66988.44 |
| Dec-23 | 274.75 | 338.00 | 263.00 | 278.15 | 25,485 | 72240.26 |
| Jan-24 | 274.80 | 316.00 | 260.35 | 279.50 | 11,056 | 71752.11 |
| Feb-24 | 288.15 | 297.70 | 262.70 | 274.80 | 12,971 | 72500.30 |
| Mar-24 | 256.00 | 293.90 | 249.80 | 269.80 | 11,373 | 73651.35 |

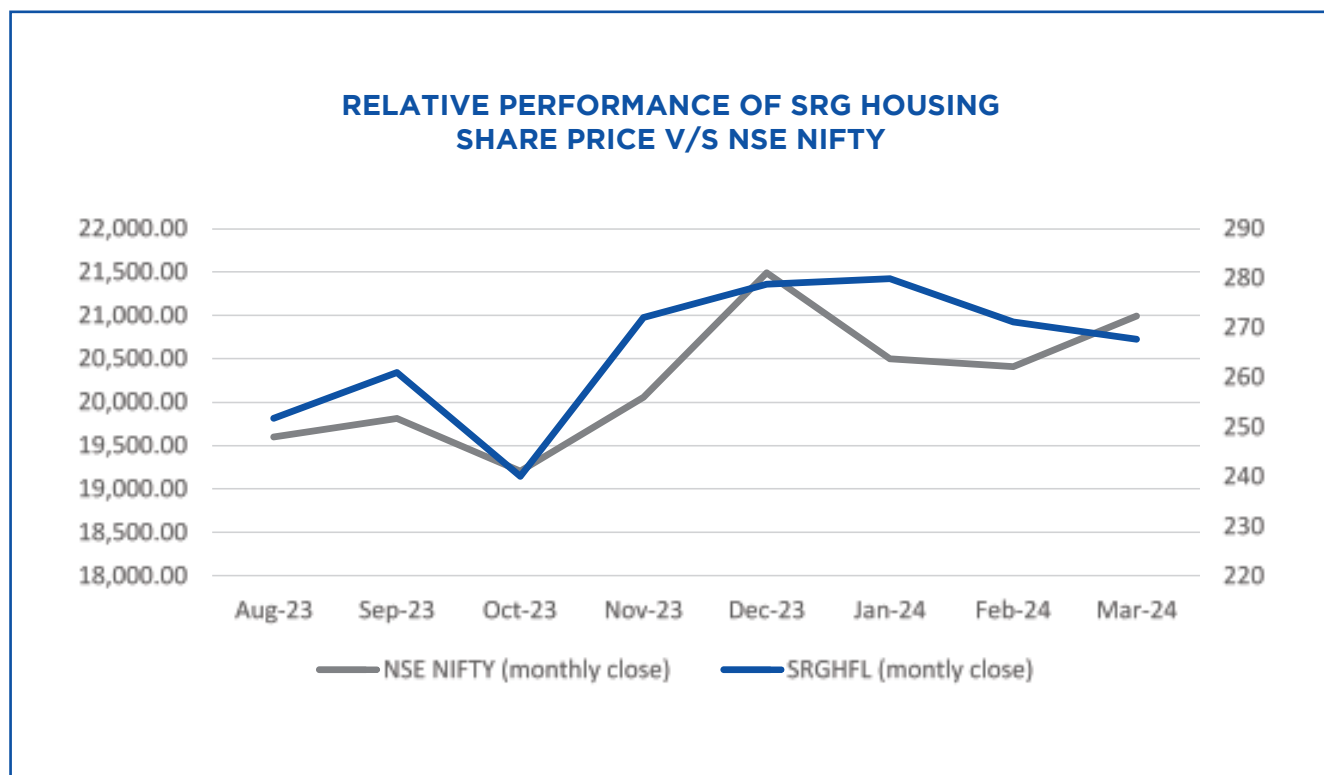
Chart: Performance in comparison to BSE SENSEX


The National Stock Exchange Limited (from the date of listing i.e. 21st August 2023)

| Month | Open Price | High Price | Low Price | Close Price | Volume (in lakhs) | NSE NIFTY (monthly close) |
|--------|------------|------------|-----------|-------------|-------------------|---------------------------|
| Apr-23 | - | - | - | - | - | - |
| May-23 | - | - | - | - | - | - |
| Jun-23 | - | - | - | - | - | - |
| Jul-23 | - | - | - | - | - | - |
| Aug-23 | 262.00 | 285.00 | 230.00 | 251.75 | 1.43 | 19,597.65 |
| Sep-23 | 261.90 | 295.00 | 240.00 | 260.95 | 4.43 | 19,811.10 |
| Oct-23 | 260.95 | 332.00 | 232.35 | 240.05 | 4.33 | 19,204.60 |
| Nov-23 | 244.95 | 316.00 | 239.00 | 272.05 | 2.03 | 20,054.65 |
| Dec-23 | 283.00 | 336.75 | 264.95 | 278.75 | 3.74 | 21,487.45 |
| Jan-24 | 279.65 | 315.00 | 252.65 | 279.85 | 1.22 | 20,497.50 |
| Feb-24 | 281.20 | 299.00 | 263.40 | 271.15 | 1.85 | 20,407.90 |
| Mar-24 | 270.50 | 295.15 | 255.00 | 267.65 | 1.25 | 20,989.10 |



Chart: Performance in comparison to NSE NIFTY



Distribution of shareholding:

Distribution of shareholding across categories-

| Sr. No | Category | No. of Holders | No. of Shares | % of Holding |
|--------------|---|----------------|--------------------|---------------|
| 1 | Promoter and Promoter Group | 12 | 91,18,243 | 68.56 |
| 2 | Foreign Portfolio Investors (FPIs)/ Foreign Institutional Investor | 1 | 1193 | 0.01 |
| 3 | Resident Individuals | 2048 | 3799930 | 28.57 |
| 4 | Bodies Corporates | 21 | 150640 | 1.13 |
| 5 | Non-Resident Individuals | 21 | 30793 | 0.23 |
| 6 | IEPF | 1 | 8407 | 0.06 |
| 7 | Directors and their relatives (excluding independent directors and nominee directors) | 2 | 4680 | 0.04 |
| 8 | Key Managerial Personnel | 1 | 15 | 0.00 |
| 9 | HUF | 61 | 175649 | 1.32 |
| 10 | LLP | 2 | 10450 | 0.08 |
| 11 | Clearing Members | 0 | 0 | 0 |
| Total | | 2170 | 1,33,00,000 | 100.00 |

Distribution of shareholding according to size class as on 31 March 2024-

| Sr. No. | Shareholding of Shares | Shareholder | Percentage of Total | Total Shares | Percentage of Total. |
|--------------|------------------------|-------------|---------------------|------------------|----------------------|
| 1 | 1 to 100 | 1538 | 69.7189 | 43034 | 0.3310 |
| 2 | 101 to 200 | 162 | 7.3436 | 25382 | 0.1952 |
| 3 | 201 to 500 | 173 | 7.8422 | 60522 | 0.4656 |
| 4 | 501 to 1000 | 84 | 3.8078 | 63712 | 0.4901 |
| 5 | 1001 to 5000 | 112 | 5.0771 | 254126 | 1.9548 |
| 6 | 5001 to 10000 | 58 | 2.6292 | 461624 | 3.5510 |
| 7 | 10001 to 100000 | 54 | 2.4479 | 1472562 | 11.3274 |
| 8 | 100001 to ***** | 25 | 1.1333 | 10619038 | 81.6849 |
| Total | | 2206 | 100 | 13000000* | 100 |

*The total no shares are different as 3,00,000 share were credit in the allottee account after March 31, 2024 after BSE and NSE approvals.

Registrar and Share Transfer Agents & Share Transfer System:

LINK INTIME INDIA PVT LTD, having its registered office at C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai-400083, are the Registrars for the demat segment and also the share transfer agents of the company, to whom communications regarding share transfer and dematerialization requests must be addressed. All matters connected with share transfer, transmission, dividend payment is handled by the share transfer agent. Share transfers are processed within 15 days of lodgment.

Corporate Benefits to Investors:
Dividend declared:

| Financial Year | Date of Declaration | Dividend Per Share | Type |
|----------------|---------------------|--------------------|------------------|
| 2014-15 | March 11, 2015 | ₹0.25 | Interim Dividend |

Bonus Issue of Fully paid-up Equity Shares:

| Financial Year | Ratio |
|----------------|-------|
| 2012-13 | 1:2 |
| 2014-15 | 2:5 |

Information In Respect of Unclaimed Dividends Due for Remittance into Investor Education and Protection Fund (IEPF) is given below:

In terms of section 124 and 125 of the Companies Act, 2013, the amounts (dividend, deposits etc., with interest) that remained unclaimed and unpaid for more than 7 years from the date they first became due for payment, should be transferred to IEPF. As an investor friendly measure, your Company has been intimating the respective shareholders / depositors / investors to encash their dividend warrant/renew matured deposits or lodge their claim for payment of

due, if any, from time to time and claims made are settled. As per the statutory requirements, the details of such amounts are made available on the website of MCA-IEPF as well as on the Company's website.

a) Unclaimed dividends

There was no unclaimed dividend appearing as on March 31, 2024.

b) Transfer of shares to IEPF Demat account

In terms of Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and refund) Rules, 2016, as amended from time to time, our Company is required to transfer all the shares, in respect of which dividend amounts have not been paid or claimed for 7 consecutive years, to 'IEPF Demat Account' opened with the Depository for the purpose by the Company.

Your Company has provided the IEPF Rules, the paper notifications issued and lists of shareholders, whose shares have been transferred to IEPF in the Investor Page of the website of the Company. Any shareholder can claim back his shares by filing the claim in the prescribed form (E-form IEPF-5).



In terms of the above Rules, reminder letters were sent to shareholders who have not claimed their dividends for a consecutive period of 7 years, informing that their shares will be transferred to IEPF suspense account on the prescribed due dates, if they do not place their claim for unclaimed dividend amounts before the Company.

Pursuant to section 125 of Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and

Refund) Rules, 2016, members who have either not received or have not encashed their dividend Cheques for the financial years 2014-2015 are being informed that your unclaimed dividend amount along with the shares thereof have been transferred to IEPF. You can claim the same by making an application directly to IEPF in the prescribed form under the IEPF Rules which is available on the website of IEPF i.e. www.iepf.gov.in.

| Financial Year | No. of Members who have not claimed their dividend | Unclaimed Dividend as on 31st March, 2021 | Unclaimed Dividend as % to Total Dividend | Date of Declaration | Last date for claiming the dividend prior to its transfer to IEPF. | Due date for transfer |
|----------------|--|---|---|---------------------|--|-----------------------|
| 2014-15 | 24 | 5025 | 0.17 | 11 March 2015 | 10 April 2022 | 9 May 2022 |

The Company has also uploaded the details of unclaimed dividend, unclaimed deposits and unclaimed interest on deposits on its website at <https://www.srghousing.com/Divident>.

Request to Investors:

Shareholders are requested to follow the general safeguards/procedures as detailed hereunder in order to avoid risks while dealing in the securities of the company.

As required by SEBI, it is advised that the shareholders furnish details of their bank account number and name and address of their bank for incorporating the same in the dividend warrants/ Cheques etc. This would avoid wrong credits being obtained by unauthorized persons.

Shareholders holding shares in electronic form are requested to deal only with their Depository Participant in respect of change of address, nomination facility and furnishing bank account number, etc.

Reconciliation of Share Capital:

A quarterly audit was conducted by a Practicing Company Secretary, reconciling the issued and listed capital of the Company with the aggregate of the number of shares held by investors in physical form and in the depositories and the said certificates were submitted to the stock exchanges within the prescribed time limit. As on 31st March 2024, there is difference between the issued and listed capital and the aggregate of

shares held by investors in electronic form with the depositories.

The Company has applied for listing of 3,00,000 equity Shares allotted pursuant to conversion of share warrant on March 19, 2024, however the listing approval from BSE and NSE are yet to be received.

1,30,00,000 equity shares have been dematerialized as on 31st March 2024. Further 3,00,000 shares were allotted as on March 19, 2024 as Corporate action for demat made with CDSL on 19.03.2024 and with NSDL on 20.03.2024. However demat credit process were not completed till 31.03.2024.

Nomination Facility:

Since all the shares of the company are in demat form, shareholders are requested to contact their Depository Participants for availing nomination facility.

Dematerialization of Shares and liquidity:

SRGHFL's shares are available for trading with National Securities Depository Ltd. (NSDL) and with Central Depository Services (India) Limited (CDSL). The ISIN allotted to SRGHFL's equity shares is INE559N01010.

Outstanding GDRS/ADRS/ WARRANTS

The Company does not have any GDRs/ ADRs/ Warrants or any convertible instruments.

Commodity Price Risk /Foreign Exchange Risk / Hedging Activities:

Company does not have any Commodity Price Risk or Foreign Exchange Risk and hedging activities.

Plant Locations:

Not Applicable being a Housing Finance Company.

Address For Correspondence:

| | |
|--|---|
| To contact Registrars & Share Transfer Agents for matters relating to shares | Link Intime India Pvt Ltd Address: C 101, 247 Park, LBS Marg, Vikhroli West Mumbai-400083 Email Id:- rnt.helpdesk@linkintime.co.in Website : www.linkintime.co.in Tel No:- 022-49186270 Fax: 022-49186060 |
| For any other general matters or in case of any difficulties / grievance | Ms. Divya Kothari Company Secretary and Compliance Officer SRG Housing Finance Limited 321, SM Lodha Complex, Near Shastri Circle, Udaipur, Rajasthan-313001 Tel : 0294-2561882 E-mail : info@srghousing.com |

Credit Ratings:

List of all credit ratings as on 31.03.2024 obtained by the Company for bank loans and NCDs are as below:

| Sr. No. | Instrument | Rating Agency | Rating |
|---------|------------|-------------------|-----------------|
| 1 | Bank Loan | CARE Edge Ratings | BWR BBB; Stable |
| 2 | NCD | CARE Edge Ratings | CARE BBB |
| 3 | NCD | Acuite Ratings | Acuite BBB |

Information with regards to credit ratings is available on the website of the Company i.e. at www.srghousing.com.

6) COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE:

Certificate from the Company's Secretarial Auditor Mr. Shiv Hari Jalan, Practicing Company Secretary confirming compliance with conditions of Corporate Governance as stipulated under SEBI (LODR) Regulations, 2015, is attached to this Report.

7) GOING CONCERN:

The directors are satisfied that the Company has adequate resources to continue its business for the foreseeable future and consequently consider it appropriate to adopt the going concern basis in preparing the financial statements.

8) AUDIT QUALIFICATIONS:

The Financial Statements of the Company are unqualified.

9) SEPARATE POSTS OF CHAIRMAN AND MANAGING DIRECTOR:

The Company has appointed only Managing Director of the Company.

10) REPORTING OF INTERNAL AUDITOR:

The Internal Auditor of the Company directly reports to the Audit Committee and/or Managing Director.

11) DECLARATION BY BOARD:

Board hereby confirms that company has devised proper systems to ensure compliance of all laws applicable to the Company.

12) REAPPOINTMENT OF DIRECTOR:

A brief resume of the directors reappointed together with the nature of experience and details of the other directorships held is annexed to the Notice convening the ensuing Annual General Meeting.

13) ACCOUNTING STANDARDS/ TREATMENT:

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standard) Amendment Rules, 2016 as applicable read with Section 133 of the Companies Act, 2013 and guidelines issued by RBI and NHB.

**14) MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

In accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Master Directions issued by the Reserve Bank of India, the Management Discussion and Analysis Report (MD&A) forms part of this report.

15) CERTIFICATION ON FINANCIAL REPORTING AND INTERNAL CONTROLS: (CEO/CFO CERTIFICATE)

The Managing Director / Chief Financial Officer of the Company give annual certification on financial reporting and internal controls to the Board in terms of SEBI (LODR) Regulations, 2015. The annual certificate given by the Managing Director and the Chief Financial Officer is published in this Report.

16) PREVENTION OF INSIDER TRADING

The Company has adopted the Code of Conduct for Prevention of Insider Trading and Fair Disclosure of Unpublished Price Sensitive Information. This Code of Conduct is applicable to all the Directors and such designated persons who are expected to have access to unpublished price sensitive information relating to the Company. Unpublished price sensitive information is shared confidentially and strictly on a need-to-know basis. The amended policy is available on our website at <https://www.srghousing.com/Policy-Insider-Trading#> Identified persons according to this code of conduct are prohibited from trading in the securities of the Company during the restricted trading periods notified by the Company.

17) OTHER DISCLOSURES:**a) Related party transactions**

There were no transactions with related parties that may have potential conflict with the interest of the Company. Details of related party transactions entered into by the Company in the ordinary course of its business are included in the notes forming part of the financial statements and are also uploaded on the website of the Company, along with submission to stock exchanges on a half-yearly basis. The transactions in

accordance with Regulation 23 of SEBI (LODR) Regulations, 2015 were entered with the related parties pursuant to the shareholders' approval and with the prior approval of Audit Committee and Board of Directors of the Company.

b) Details of Non-Compliance:

There were no non-compliance in financial year 2023-24. The non compliance of FY 22-23 has been disclosed in Annual Sec Compliance Report , enclosed with this annual report, except that there is no such non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchange or the Board or any statutory authority on any matter related to capital markets during the last three years.

c) Vigil Mechanism/Whistle Blower:

Pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 and as per Regulation 22 of the SEBI (LODR) Regulations, 2015, Company have made a formal Vigil Mechanism Policy which provides detailed procedure to protect the interest of employees of the company. The Audit Committee oversees the vigil mechanism. No employee has been denied access to the Audit Committee.

The whistle blower policy/ Vigil Mechanism is placed on the website of the Company and can be accessed at <https://www.srghousing.com/DataImages/download/Policy%20on%20Vigil%20Mechanism.pdf>

d) Compliance:

The company has complied with the mandatory requirements as stipulated under regulation 34(3) and 53 of SEBI (LODR) regulations, 2015. The company has submitted the quarterly compliance status report to the stock exchanges within the prescribed time limit.

e) Non-Mandatory Requirements:

The Company has a regime of un-qualified financial statements. There were no qualifications on financial statements by the Auditors. The Company shall endeavor to

adopt the non-mandatory requirements, as and when necessary.

f) Certificate under Regulation 34(3) of SEBI Listing Regulations:

The Company has obtained a Certificate pursuant to the Regulation 34(3) read with Schedule V of the Listing Regulations, from Mr. Shiv Hari Jalan, Company Secretary in practice, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Companies either by Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other Statutory Authority. The said certificate forms part of this report.

g) Fees paid to Statutory Auditors:

During the year, the total fees incurred by the Company, for services rendered by statutory auditors are given below:

| Particulars | Amount * (₹ in lakhs) |
|-------------------------------------|--------------------------|
| Audit Fees | 2.75 |
| Certification Fees & Limited Review | 0.75 |
| Total | 3.50 |

* Note: Above figures are excluding GST impact.

h) Declaration under Sexual Harassment of Women at Workplace

As required under the provision of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules framed thereunder, the Company has implemented a policy on

Sexual Harassment of Women at Workplace. An internal complaint committee has been set up to receive complaints, investigate matter and report to the management. During FY 23-24 no cases of sexual harassment were reported.

i) Declaration with respect to Demat suspense account/ unclaimed suspense account

The Company does not have any of its securities lying in demat/unclaimed suspense account arising out of public/bonus/right issues as at March 31, 2024. Hence, the particulars relating to aggregate number of shareholders and the outstanding securities in suspense account and other related matters does not arise.

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

In accordance with the SEBI Circular No. CIR/CFD/CMD1/162/2019 dated December 24, 2019 and pursuant to Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 states that where a listed entity has raised funds through preferential allotment or qualified institutions placement, the listed entity shall disclose every year, the utilization of such funds during that year in its Annual Report until such funds are fully utilized. In this connection, the Company has fully utilized the amount raised through Preferential Issue of Share Warrants and the purpose for which these proceeds were raised has been achieved and there is no deviation in the use of the amount raised through Preferential Issue of Share Warrants.



Annexure- IV-A

Policy on Related Party Transactions

I. INTRODUCTION

Related party transactions can present a potential or actual conflict of interest which may be against the best interest of the Company and its shareholders. Considering the requirements for approval of related party transactions as prescribed under the Companies Act, 2013 (“Act”) read with the Rules framed there under, Regulation 23 of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, Non-Banking Financial Company - Housing Finance Company (Reserve Bank) Directions, 2021, Indian Accounting Standard and other applicable laws, a SRG Housing Finance Limited (“SRGHFL” or “the Company”) has formulated guidelines for identification of related parties and the proper conduct and documentation of all related party transactions and a policy on materiality of related party transactions and also on dealing with Related Party Transactions including clear threshold limits duly approved by the board of directors.

In light of the above, SRGHFL has framed this Policy on Related Party Transactions (“Policy”). This Policy has been adopted by the Board of Directors of the Company based on recommendations of the Audit Committee. Going forward, the Audit Committee would review and amend the Policy, as and when required, subject to the approval of the Board and the board of Directors shall review the policy at least once in every three years.

II. GOVERNING LAWS

This policy shall be governed by provisions of the Companies Act, 2013 and Rules framed thereunder (as amended from time to time), the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, Indian Accounting Standard on Related Party Disclosures (IND AS 24), Non-Banking Financial Company - Housing Finance Company (Reserve Bank) Directions, 2021 and other applicable laws.

In case any term or procedure is not defined in this policy or differs from those defined

under the applicable laws; the provisions of the applicable laws shall prevail over and above the clauses of this policy until such time this policy is amended/ updated to confirm to the applicable governing laws.

III. DEFINITIONS

1. **“Arm’s length transaction (‘ALP’)”** means a transaction between two related parties that is conducted as if they were unrelated, so that there is no conflict of interest.

2. **“Related Party”** means

(k) As per regulation 2(1)(zb) of SEBI (LODR), 2015 related party means a related party as defined under section 2(76) of the Companies Act, 2013 or under the applicable accounting standards.

Deemed Related Party:

- any person or entity forming a part of the promoter or promoter group of the listed entity; or
- any person or any entity, holding equity shares: of twenty per cent or more; or of ten per cent or more, with effect from April 1, 2023; either directly or on a beneficial interest basis as provided under section 89 of the Companies Act, 2013, at any time, during the immediately preceding financial year;

Relative means:

In terms of Section 2(77) of the Companies Act, 2013 read with the Companies (Specification of Definitions Details) Rules, 2014 a person is said to be a relative of another, if -

- a. They are members of a Hindu undivided family;
- b. They are husband and wife;
- c. Father (including step-father);
- d. Mother (including step-mother);
- e. Son (including step-son);
- f. Son’s wife;
- g. Daughter;
- h. Daughter’s husband;
- i. Brother (including step-brother);
- or j. Sister (including step-sister).

3. “Related Party Transaction” (RPT) means –

3.1 Following types of the transactions considered as related party as per section 188 of Companies Act 2013:

- a) Sale, purchase or supply of any goods or materials;
- b) selling or otherwise disposing of, or buying, property of any kind;
- c) leasing of property of any kind;
- d) availing or rendering of any services;
- e) appointment of any agent for purchase or sale of goods, materials, services or property; (f) such related party’s appointment to any office or place of profit in the company, its subsidiary company or associate company; and
- f) underwriting the subscription of any securities or derivatives thereof, of the company.

a. Types of the transactions considered as related party as per Reg.2(1)(zc) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:-

means a transfer of resources, services or obligations between a listed entity and a related party, regardless of whether a price is charged and a “transaction” with a related party shall be construed to include a single transaction or a group of transactions in a contract:

4. Material Modifications:

shall mean a 10% or more increase in the original value/consideration of any Related Party Transaction which was approved by the Audit Committee/ Shareholders of the Company, as the case may be.

IV. MATERIALITY THRESHOLDS

Overall threshold limit for related party transaction is ₹10 Crore for a financial year.

Regulation 23 of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 requires Company to provide materiality thresholds for transactions beyond which the

shareholders’ approval will be required by way of a resolution. The Company has fixed its materiality threshold at ten percent of the Annual Consolidated Turnover as per the last Audited Financial Statements of the Company for the transactions to be entered into individually or taken together with previous transactions during a financial year, for the purpose of Regulation 23 of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015.

Transactions involving payments made to a related party with respect to brand usage or royalty, if individually or taken together with the previous transactions during a financial year exceeds 2% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

Material RPT as per Section 188 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 including amendment dated 18th November 2019:

| Nature of Transactions | Materiality Threshold for the Transactions |
|---|---|
| Sale, purchase, supply of any goods or materials, directly or through agent | Amounting to 10% or more of Turnover of the Company |
| Selling or otherwise disposal of or buying property of any kind directly or through agent | Amounting to 10% or more of Turnover of the Company |
| Leasing of property of any kind | Amounting to 10% or more of the Company |
| Availing or rendering of services directly or through agent | Amounting to 10% or more of Turnover of the Company |
| The limits specified above shall apply for transaction/ transactions individually or taken together with previous transactions during a financial year. | |
| Appointment to any office or place of profit in the Company, its subsidiary company or associate company | Monthly remuneration exceeding ₹2,50,000/- |
| Remuneration for underwriting the subscription of any securities or derivatives thereof of the Company. | Exceeding 1% of the Net worth |



Note- The Turnover or Net worth referred above shall be computed on the basis of the audited financial statements of the preceding financial year.

Material Modifications to Related Party Transactions will require prior approval of the Audit Committee. Material Modifications to material Related Party Transactions will require prior approval of the Shareholders of the Corporation. Further, any other modifications to transactions entered into by the Corporation with its related parties will require the approval of the Audit Committee notwithstanding that such modification is a Material Modification.

V. MANNER OF DEALING WITH RELATED PARTY TRANSACTIONS

1. Identification of Related Parties

SRGHFL has formulated guidelines for identification and updating the list of related parties as prescribed under Section 2(76) of the Act read with the Rules framed there under and Regulation 23 of the Regulations.

2. Identification of Related Party Transactions

SRGHFL has formulated guidelines for identification of related party transactions in accordance with Section 188 of the Act and Regulation 23 of the Regulations. SRGHFL has also formulated guidelines for determining whether the transaction is in the ordinary course of business and at arm's length basis and for this purpose, the Company seeks external professional opinion, if necessary.

3. Procedure for approval of Related Party Transactions

a) Approval of the Audit Committee

- All related party transactions shall require prior approval of the Audit Committee irrespective of ordinary course of business or arm length basis.
- Each of SRGHFL directors and executive officers are instructed to inform the Company Secretary or Management of the Company of any potential Transaction with Related Party. All such transactions will be analysed by the Audit Committee in consultation with management to determine whether the transaction or relationship

does, in fact, constitute a Related Party Transaction requiring compliance with this Policy. The Committee will be provided with the following details of each new, existing or proposed Related Party Transaction:

- The Name of the Related Party and nature of relationship
- The nature, duration and particulars of the contract or arrangement;
- The material terms of the contract or arrangement including the value, if any
- Any advance paid or received for the contract or arrangement, if any;
- The manner of determining the pricing and other commercial terms, both included as part of the contract and not considered as part of the contract
- Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and
- Any other information relevant or important for the Audit Committee to take a decision on the proposed transaction.
- If a Related Party Transaction is ongoing, the Committee may establish guidelines for the Company's management to follow in its ongoing dealings with the Related Party. Thereafter, the Committee shall periodically review and assess ongoing relationships with the Related Party.
- A Related Party Transaction entered into without pre-approval of the Committee shall not be deemed to violate this Policy, or be invalid or unenforceable, so long as the transaction is brought to the Committee as promptly as reasonably practical after it is entered into or after it becomes reasonably apparent that the transaction is covered by this policy.
- Any member of the Committee who has an interest in the transaction under discussion will abstain from voting on the approval of the Related Party Transaction. However, the Chairperson of the Committee may allow

participation of such member in some or all of the Committee's discussions of the Related Party Transaction.

- The Audit Committee may review any previously approved or ratified Related Party Transaction that is continuing and determine based on then-existing facts and circumstances, including the Company's existing contractual or other obligations, if it is in the best interests of the Company to continue, modify or terminate the transaction.

Only those members of the Audit Committee who are Independent Directors will approve RPTs. Any member of the Audit Committee having a potential interest in the proposed RPT will not participate in the discussions nor vote on the proposal for approval of the transaction.

Omnibus approval:

The Company may obtain omnibus approval from the Audit Committee for such transactions, subject to compliances with the following conditions:

- i. The Audit Committee shall lay down the criteria for granting the omnibus approval in line with this Policy and such approval shall be applicable in respect of transactions which are repetitive in nature;
- ii. The Audit Committee shall satisfy itself the need for such omnibus approval and that such approval is in the interest of the Company;
- iii. The omnibus approval shall provide -
 - a) the name/s of the related party, nature of transaction, period of transaction, maximum amount of transaction that can be entered into;
 - b) the indicative base price / current contracted price and the formula for variation in the price if any (for ex: +/- 5%) and
 - c) such other conditions as the Audit Committee may deem fit.

However, in case of Related Party Transactions which cannot be foreseen

and where the above details are not available, Audit Committee may grant omnibus approval provided the value does not exceed ₹1 Crore per transaction;

- iv. The Audit Committee shall review, at least on a quarterly basis, the details of Related Party Transactions entered into by the Company pursuant to each of the omnibus approval given;
- v. Such omnibus approval shall be valid for a period of one year and shall require fresh approvals after the expiry of one year.

While assessing a proposal put up before the Audit Committee / Board for approval, the Audit Committee / Board may review the following documents / seek the following information from the management in order to determine if the transaction is in the ordinary course of business and at arm's length or not:

- i. Nature of the transaction i.e. details of goods or property to be acquired / transferred or services to be rendered / availed - including description of functions to be performed, risks to be assumed and assets to be employed under the proposed transaction;
- ii. Key terms (such as price and other commercial compensation contemplated under the arrangement) of the proposed transaction, including value and quantum;
- iii. Key covenants (non-commercial) as per the draft of the proposed agreement/ contract to be entered into for such transaction;
- iv. Special terms covered / to be covered in separate letters or undertakings or any other special or sub arrangement forming part of a composite transaction;

b) Approval of the Board of Directors of the Company

- As per the provisions of Section 188 of the Act, all kinds of transactions specified under the said Section and which are not in the ordinary course of business and at arm's length basis, shall be placed before the Board for its approval.



- In addition to the above, the following kinds of transactions with related parties shall also be placed before the Board for its approval:
 - i. Transactions which may be in the ordinary course of business and at arm's length basis, but which are as per the policy determined by the Board from time to time (i.e. value threshold and/or other parameters) require Board approval in addition to Audit Committee approval;
 - ii. Transactions in respect of which the Audit Committee is unable to determine whether or not they are in the ordinary course of business and/or at arm's length basis and decides to refer the same to the Board for approval;
 - iii. Transactions which are in the ordinary course of business and at arm's length basis, but which in Audit Committee's view requires Board approval.
 - iv. Transactions meeting the materiality thresholds laid down Clause 4 of the Policy, which are intended to be placed before the shareholders for approval.
 - Where any director is interested in any contract or arrangement with a related party, such director shall not be present at the meeting during discussions on the subject matter of the resolution relating to such contract or arrangement.
 - Following minimum information would be placed before the Board for enabling the Board to consider and approve the Related Party Transaction:
 - The Name of the Related Party and nature of relationship
 - The nature, duration and particulars of the contract or arrangement;
 - The material terms of the contract or arrangement including the value, if any;
 - Any advance paid or received for the contract or arrangement, if any
 - The manner of determining the pricing and other commercial terms, both included as part of the contract and not considered as part of the contract;
 - Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and
 - Any other information relevant or important for the Audit Committee to take a decision on the proposed transaction.
- c) Approval of the Shareholders of the Company**
- All the transactions with related parties meeting the materiality thresholds, laid down in Clause 4 of the Policy, shall be placed before the shareholders for approval.
 - For this purpose, all entities falling under the definition of related parties shall abstain from voting irrespective of whether the entity is a party to the particular transaction or not.
- Regulation 23(5) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 provides that the requirement for seeking shareholders' approval shall not be applicable to:
- i. Transactions between two government companies;
 - ii. Transactions between a holding company and its wholly owned subsidiary/ies (if any) whose accounts are consolidated with the holding company and placed before the shareholders at the general meeting for approval.
- In addition to the above, all kinds of transactions specified under Section 188 of the Act which:
 - (a) are not in the ordinary course of business and at arm's length basis; and
 - (b) exceeds the thresholds laid down in Companies (Meetings of Board

and its Powers) Rules, 2014 shall be placed before the shareholders for their approval.

- The explanatory statement to be annexed to the notice of general meeting in this regard shall contain following particulars, inter-alia:
 - name of the related party;
 - name of the director or key managerial personnel who is related, if any;
 - nature of relationship;
 - nature, material terms, monetary value and particulars of the contract or arrangement;
 - any other information relevant or important for the members to take a decision on the proposed resolution.

VI. DISCLOSURES

Each director who is, directly or indirectly, concerned or interested in any way in any transaction with the Related Party shall disclose all material information and the nature of his interest in the transaction to the Committee or Board of Directors.

SRGHFL shall disclose, in the Board's report, transactions prescribed in Section 188(1) of the Act with related parties, which are not in ordinary course of business or arm's length basis along with the justification for entering into such transaction.

SRGHFL shall also provide details of all related party transactions meeting the materiality threshold (laid down in Clause 4 of the Policy above) on a quarterly basis along with compliance report on Corporate Governance to the stock exchange.

Quarterly/periodical updates shall be provided to the Audit Committee members on the related party transactions entered by the Company.

This Policy shall be uploaded on the website of the Company and a web link thereto shall be provided in the Annual Report.

The particulars of all the Related Party Transaction entered into with the approval of the Audit Committee / Board of Directors / Shareholders shall be entered into the Register of Contracts or Arrangements in which Directors are interested, maintained by the Company as per the provisions of the Companies Act, 2013 and rules framed thereunder.

Material Transactions exceeding the threshold limits as prescribed under Rule 15 sub rule(3) of Companies (Meetings of Board and its Powers) Second Amendment Rules, 2014 shall be disclosed under "Details of material contracts or arrangements or transactions at arms' length" in Form no. AOC-2 as a part of the Directors Report, as prescribed under Companies Act, 2013.

The Company shall submit disclosure of Related Party Transactions on a consolidated basis in the format specified in the relevant accounting standards for annual results to the stock exchanges within 15 working days from the date of its publication of its standalone and consolidated financial results for the half year and with effect from April 1, 2024 on the date of publication of its standalone and consolidated financial results for the half year.

VII. RELATED PARTY TRANSACTIONS NOT APPROVED UNDER THIS POLICY

In the event the Company becomes aware of a transaction with a related party that has not been approved in accordance with this Policy prior to its consummation, the matter shall be reviewed by the Audit Committee. The Audit Committee shall consider all of the relevant facts and circumstances regarding the related party transaction, and shall evaluate all options available to the Company, including ratification, revision or termination of the related party transaction. The Audit Committee shall also examine the facts and circumstances pertaining to the failure of reporting such related party transaction to the Audit Committee under this Policy and failure of



the internal control systems, and shall take any such action it deems appropriate.

Not to ratify a related party transaction that has been commenced without approval, the Audit Committee, as appropriate, may direct additional actions including, but not limited to, discontinuation of the transaction or seeking the approval of the shareholders, payment of compensation for the loss suffered by the related party etc. In connection with any review/approval of a related party transaction, the Audit Committee has authority to modify or waive any procedural requirements of this Policy.

VIII. EXCLUSION OF POLICY

This policy shall not be applicable to following related party transactions:

- a) the issue of specified securities on a preferential basis, subject to compliance of the requirements under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- b) Corporate actions as under as the same are uniformly applicable to all shareholders:
 - Payment / receipt of dividend
 - Issue of securities as rights or bonus
 - Sub-division or consolidation of securities
 - Buy-back of securities

Annexure – IV-B

Declaration by Managing Director on Code of Conduct under para D of Schedule V of Sebi (LODR) Regulations, 2015

To
The Members

I, hereby declare that to the best of my knowledge and information, all the Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the year ended March 31st, 2024.

Vinod K. Jain
Managing Director
DIN: 00248843

Date: 03-07-2024
Place: Udaipur

**Annexure IV-C**

Certification by Chief Executive Officer and Chief Financial Officer (CFO) to the Board

We, Archis Jain, Chief Executive Officer and Ashok Kumar, Chief Financial Officer of SRG Housing Finance Limited, certify that:

1. We have reviewed the Financial Statements and the Cash Flow Statement for the year and that to the best of our knowledge and belief;
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements together present a true and fair view of the state of affairs of the company and are in compliance with existing accounting standards, applicable laws and regulations.
2. 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 violate of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and that we have disclosed to the statutory auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these of the Board. The auditors and audit committee are appraised of any corrective action taken with regard to significant deficiencies in the design or operation of internal controls.
4. We indicate to the auditors and to the audit committee:
 - a) Significant changes in internal control over financial reporting during the year;
 - b) Significant changes in accounting policies during the year; and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware of and which involve management or other employees having significant role in the company's internal control system and financial reporting. However, during the year there was no such instance.

Place : Udaipur
Date : 03-07-2024

Archis Jain
Chief Executive Officer

Ashok Kumar
Chief Financial Officer

Annexure- IV-D

Certificate of Non-Disqualification of Directors

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

To,
The Members of
SRG Housing Finance Limited
 321, S.M. Lodha Complex,
 Near Shastri Circle,
 Udaipur – 313001.

I, Shiv Hari Jalan, Proprietor of Shiv Hari Jalan & Co, Company Secretary in practice have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SRG Housing Finance Limited** having CIN L65922RJ1999PLC015440 and having registered office at 321, S.M. Lodha Complex, Near Shastri Circle, Udaipur – 313001 (hereinafter referred to as ‘the Company’), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below 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 | Ashok Kabra | 00240618 | 07/05/2012 |
| 2 | Seema Jain | 00248706 | 10/03/1999 |
| 3 | Vinod Kumar Jain | 00248843 | 10/03/1999 |
| 4 | Vikas Gupta | 05280808 | 26/04/2012 |
| 5 | Nishant Badala | 06611795 | 14/05/2015 |
| 6 | Garima Soni | 08336081 | 23/02/2019 |
| 7 | Sureshkumar Porwal | 08966740 | 01/12/2020 |

*The date of appointment is as per the MCA Portal

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

Place: Mumbai
 Date: 18.06.2024
 UDIN: F005703F000582774

For **Shiv Hari Jalan & Co.**
 Company Secretaries
 FRN: S2016MH382700

(Shiv Hari Jalan)
 Proprietor
 FCS No: 5703
 C.P. No: 4226
 PR No.: 1576/2021



Annexure- V

Certificate of Corporate Governance

To,
The Members of SRG Housing Finance Limited

I, Shiv Hari Jalan, Proprietor of Shiv Hari Jalan & Co., Company Secretary in practice have examined the compliance of conditions of Corporate Governance by **SRG Housing Finance Limited** ('the Company') for the year ended March 31, 2024 as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

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

I have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

Based on my examination of the relevant records and according to the information and explanations provided to me and the representations provided by the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2024.

I 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.

Restriction on use

This certificate is issued solely for the purpose of complying with the aforesaid regulations and may not be suitable for any other purpose.

Place: Mumbai
Date: 18.06.2024
UDIN: F005703F000582796

For **Shiv Hari Jalan & Co.**
Company Secretaries
FRN: S2016MH382700

(Shiv Hari Jalan)
Proprietor
FCS No: 5703
C.P. No: 4226
PR No.: 1576/2021

Independent Auditor's Report

To
The Members
SRG Housing Finance Limited

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Financial Statements of SRG Housing Finance Limited ("the Company") which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year then ended, and the notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information ("hereinafter referred to as the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and the accounting principles generally accepted in India,

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2024.
- b) In the case of the Statement of Profit and Loss, of the profit including comprehensive income for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.
- d) In the case of Statement of Changes in Equity, change in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance

with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

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

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

If, based on the work we have performed, we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information'. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of the Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, and cash flows of the Company in accordance with the accounting principles generally accepted in India,



including the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of The Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITY

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate

to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope

and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditors' Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we hereby give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the financial statements;
 - b. In our opinion, proper books of accounts 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, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts maintained for the purpose or preparation of the financial statements;
 - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards referred to in Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the Directors and 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company its directors during the year is in accordance with the provisions of section 197 of the Act.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of The Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company. (refer note 13.1)



- iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the notes to accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures that has been consider reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.
- v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

For **M/s Valawat & Associates**,
Chartered Accountants,
(FRN: 003623C)

Jinendra Jain
Partner

Date: 23-05-2024
Place: Udaipur

M. No. 072995
UDIN: 24072995BKAMPZ3782

Annexure A to the Independent Auditors' Report

(Referred to in para 1 under "Report on other Legal and Regulatory Requirement" of our report of even date on the accounts for the year ended March 31, 2024).

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i. In respect of the Company's Property, Plant and Equipment, right of use assets and Intangible Assets:

a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right of use assets.

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

b) Property, plant and equipment have been physically verified by the management during the year and no discrepancies between the book records and the physical inventory have been noticed. In our opinion, the frequency of verification is reasonable.

c) We report that the title deed of the immovable property is held in the name of the Company as at the balance sheet date.

d) We report that the Company has not revalued any of its Property, Plant and Equipment (including Right of Use Assets) and intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. The Company does not have any inventory and hence reporting under clause (ii) of paragraph 3 of the Order is not applicable.

According to the explanations and information given to us, the Company has not been sanctioned working capital limits in excess of ₹5 crores, in

aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii) According to the information and explanations given to us, the Company has made investments in, and granted any loans or advances in the nature of loans, secured to Companies, Firms, Limited Liability Partnerships or other parties. The Company has not provided any guarantee or security to any other entity during the year. With respect to such investments and loans and advances:

a) The Company's principal business is to give loans, and hence reporting under clause 3(iii)(a) of the Order is not applicable.

b) The investments made and the terms and conditions of the grant of all the loans and advances in the nature of loans, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

c) In respect of loans and advances in the nature of loans (together referred to as "loan assets"), the schedule of repayment of principal and payment of interest has been stipulated. Note no. 2 to the Financial Statements explains the Company's accounting policy relating to impairment of financial assets which include loans assets. In accordance with that policy, loan assets with balances as at March 31, 2024, aggregating ₹1,376.25 Lakhs were categorized as credit impaired ("Stage 3") and ₹3,324.87 Lakhs were categorized as those where the credit risk has increased significantly since initial recognition ("Stage 2"). Disclosures in respect of such loans have been provided in Note 4 to the Financial Statements. Additionally, out of loans and advances in the nature of loans with balances as at the year-end aggregating ₹55,458.23 Lakhs, where credit risk has not significantly increased since initial recognition (categorized as "Stage 1"),



overdues in the repayment interest and/or principal for Stage 1 & Stage 2 aggregating ₹286.23 Lakhs were also identified. In all other cases, the repayment of principal and interest is regular. Having regard to the nature of the Company's business and the volume of information involved, it is not practicable to provide an itemized list of loan assets where delinquencies in the repayment of principal and interest have been identified.

For current financial year i.e. March 2024, Stage I includes from 'on time' to '0-30' bucket whereas March 2023's stage I includes from 'on time' to '30-60' bucket.

- d) The total amount overdue for more than ninety days, in respect of loans and advances in the nature of loans, as at the year-end is ₹1,047.78 Lakhs. Reasonable steps have been taken by the Company for recovery of the principal and interest as stated in the applicable Regulations and Loan Agreement.
- e) The Company's principal business is to give loans and hence reporting under clause 3(iii) (e) of the Order is not applicable.
- f) According to information and explanations given to us and based on the audit procedures performed, 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 during the year. Hence, reporting under clause 3(iii)(f) is not applicable
- iv) The Company has not advanced any loan or given any guarantee or provided securities to the parties covered under section 185 of the Act. The Company has complied with the provisions of section 186 of the Act in respect of investments made or loans or guarantee or security provided to the parties covered under section 186.
- v) As per the Ministry of Corporate Affairs notification dated March 31, 2014 the provisions of Sections 73 to 76 or any other relevant provisions of The Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014, as amended, with regard to the deposits accepted are not applicable to the Company. According to information and explanations given to us, the Company has not accepted any deposits during the year. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi) According to the information and explanations given to us, the Central Government has not prescribed maintenance of cost records under Sub-Section (1) of Section 148 of the Act, in respect of the activities carried on by the Company. Hence, reporting under clause 3(vi) of the Order is not applicable.
- vii) According to the information and explanations given to us:
- a) The Company is generally been regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, cess and any other statutory dues applicable to the Company to the appropriate authorities.
- b) There are no undisputed statutory dues payable in respect of GST, Provident Fund, Employees' State Insurance, Income-tax, cess and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.
- c) There were no dues referred in sub clause (a) above which have not been deposited on account of disputes as at March 31, 2024.
- viii) According to the information and explanations given to us, no transactions relating to previously unrecorded income were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 during the year.
- ix) According to the information and explanations given to us, in respect of borrowings:
- a) The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c) In our opinion, term loans availed by the Company were, applied by the Company during the year for the purposes for which the loans were obtained, other than

temporary deployment pending application in respect of term loans raised towards the end of the year

- d) On an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable
- f) The Company does not have any subsidiary or associate or joint venture and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x) The Company has not raised moneys by way of Public Offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

According to the information and explanations given to us, the Company in the board meeting held on March 19, 2024 has made preferential allotment of 3,00,000 equity shares to Mr. Vinod Kumar Jain pursuant to the conversion of warrants allotted to him in accordance with the special resolution passed by the shareholders in the Extraordinary General Meeting of the Company held on September 26, 2022.

- xi) According to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

No report under section 143(12) of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report.

As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

- xii) The Company is not a Nidhi Company; hence reporting under clause (xii) of paragraph 3 of the Order is not applicable to the Company.

- xiii) According to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of The Companies Act, 2013, wherever applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the notes on Financial Statements as required by the applicable Indian Accounting Standards.

- xiv) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

We have considered, the internal audit reports issued to the Company during the year and covering the period upto March 31, 2024.

- xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with Directors or persons connected with him under provisions of Section 192 of The Companies Act, 2013. Therefore, provision of clause (xv) of paragraph 3 of the Order is not applicable to the Company.

- xvi) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of The Reserve Bank of India Act, 1934. Thus, paragraph 3 (xvi) a, b and c of the Order is not applicable to the Company.

The Group does not have any CIC as part of the group and accordingly reporting under clause (xvi) (d) of the Order is not applicable.

- xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

- xviii) M/s PKJ & CO., Chartered Accountants though appointed at the 18th Annual General Meeting held on September 30, 2017 as the statutory Auditor of the Company for a period of five years upto the conclusion of 23rd Annual General Meeting which was held on August 5, 2022. To the best of our knowledge, the said auditors had not raised any issues, objections or concerns on the Company or its financial statements.

- xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, Asset Liability Maturity (ALM) pattern, other information accompanying the financial statements and



our knowledge of the Board of Directors and management plans and based 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 indicating that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Act or special account in compliance with the provision of section 135(6) of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable.

xxi) According to the information and explanations given to us, the Company does not have subsidiary, associate and joint venture. Accordingly, reporting under clause 3(xxi) of the Order is not applicable

For **M/s Valawat & Associates,**
Chartered Accountants,
(FRN: 003623C)

Jinendra Jain

Partner

M. No. 072995

Date: 23-05-2024

Place: Udaipur

UDIN: 24072995BKAMPZ3782

Annexure-B to the Independent Auditor's Report

(Referred to in para 2(f) under "Report on other Legal and Regulatory Requirement" of our report of even date on the accounts for the year ended March 31, 2024)

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the Internal Financial Controls over financial reporting of SRG Housing Finance Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by The Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and prescribed under Section 143(10) of the Act, 2013 to the extent applicable, to an audit of internal financial controls both issued by The Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting

was established and maintained and if such controls operated effectively in all material respects.

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that

- (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 authorizations of management and Directors of the Company; and



- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 on Audit of Internal Financial Controls over Financial Reporting issued by The Institute of Chartered Accountants of India".

For **M/s Valawat & Associates,**
Chartered Accountants,
(FRN: 003623C)

Jinendra Jain
Partner

Date: 23-05-2024
Place: Udaipur

M. No. 072995
UDIN: 24072995BKAMPZ3782

Balance Sheet

as at March 31, 2024

All amount are in lakhs unless otherwise stated

| Particulars | Notes to Accounts | As at 31 March 2024 | As at 31 March 2023 |
|---|-------------------|------------------------|------------------------|
| Assets | | | |
| Financial Assets | | | |
| Cash and Cash Equivalents | 3 (a) | 244.76 | 392.38 |
| Bank Balance other than Cash and Cash Equivalent | 3 (b) | 1,880.19 | 1,953.54 |
| Loans | 4 | 58,993.11 | 42,809.54 |
| Investments | 5 | 881.47 | 1,188.98 |
| Other Financial Assets | 6 | 1,186.34 | 876.24 |
| Total Financial Assets | | 63,185.87 | 47,220.68 |
| Non-Financial Assets | | | |
| Current Tax Assets (net) | 7 | - | - |
| Deferred Tax Assets (net) | 8 | 509.16 | 392.72 |
| Investment Property | 9 | 4.34 | 4.34 |
| Property, Plant and Equipment | 9 (a) | 2,562.48 | 2,426.76 |
| Capital Work-in-progress | 9 (b) | 47.77 | 16.49 |
| Other Intangible assets | 9 (c) | 89.53 | 1.24 |
| Intangible Asset under Development | 9 (d) | - | 57.39 |
| Other Non-Financial Assets | 10 | 636.47 | 645.21 |
| Total Non-Financial Assets | | 3,849.75 | 3,544.15 |
| Total Assets | | 67,035.62 | 50,764.83 |
| Liabilities and Equity | | | |
| Liabilities | | | |
| Financial liabilities | | | |
| Payables | 11 | | |
| -Trade Payable | | | |
| (i) Total outstanding dues of micro enterprises and small enterprises | | - | - |
| (ii) Total outstanding dues of creditors other than micro enterprises and small enterprises | | 154.75 | 48.93 |
| -Other Payable | | | |
| (i) Total outstanding dues of micro enterprises and small enterprises | | - | - |
| (ii) Total outstanding dues of creditors other than micro enterprises and small enterprises | | 231.92 | 223.40 |
| Debt Securities | 12 (a) | - | 4,109.54 |
| Borrowings (other than debt securities) | 12 (b) | 49,126.13 | 31,614.67 |
| Other Financial Liabilities | 13 | 1,389.62 | 1,403.34 |
| Total Financial Liabilities | | 50,902.42 | 37,399.88 |
| Non-Financial Liabilities | | | |
| Provisions | 14 | 166.37 | 38.74 |
| Deferred Tax Liabilities (Net) | 8 | - | - |
| Other Non- Financial Liabilities | | - | - |
| Total Non-Financial Liabilities | | 166.37 | 38.74 |
| Total Liabilities | | 51,068.79 | 37,438.62 |
| Equity | 15 | 1,330.00 | 1,300.00 |
| Other Equity | 16 | 14,636.83 | 12,026.21 |
| Total Equity | | 15,966.83 | 13,326.21 |
| Total Liabilities and Equity | | 67,035.62 | 50,764.83 |

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For **M/S Valawat & Associates,**

Chartered Accountants

FRN : 003623C

Jinendra Jain

Partner

Membership No. 072995

Place : Udaipur

Date : 23-05-2024

For & on Behalf of the Board

Vinod K. Jain

Managing Director
(DIN:00248843)

Divya Kothari

Company Secretary
(M.No. A57307)

Seema Jain

Director
(DIN:00248706)

Ashok Kumar

Chief Financial Officer



Statement of Profit and Loss

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Particulars | Notes to Accounts | As at 31 March 2024 | As at 31 March 2023 |
|--|-------------------|---------------------|---------------------|
| Revenue From Operations | | | |
| Interest Income | 17 | 10,949.67 | 8,125.88 |
| Fees and Commission Income | 18 (a) | 560.32 | 344.99 |
| Other Income from Operation | 18 (b) | 934.59 | 622.49 |
| Gain on Derecognition of Financial Instruments | 19 | 34.05 | 34.74 |
| Gain on Fair value changes | 20 | 0.85 | 11.24 |
| Total Revenue From Operations | | 12,479.48 | 9,139.34 |
| Other Income | 21 | 186.51 | 243.25 |
| Total Income | | 12,665.99 | 9,382.59 |
| Expenses | | | |
| Finance Costs | 22 | 5,080.78 | 3,714.60 |
| Net loss on fair value changes | 20 | - | - |
| Impairment of Financial Instruments (Expected Credit Loss) | 23 | 139.56 | 217.37 |
| Employee Benefits Expenses | 24 | 2,730.18 | 1,896.76 |
| Depreciation and Amortisation Expenses | 25 | 577.70 | 345.78 |
| Others Expenses | 26 | 1,527.94 | 1,103.79 |
| Total Expenses | | 10,056.16 | 7,278.30 |
| Profit Before Tax | | 2,609.83 | 2,104.29 |
| Less : Tax Expense | | | |
| Current Tax | | 621.87 | 500.44 |
| Deferred Tax (Net) | 8 | (117.92) | (101.86) |
| Net Profit After Tax | | 2,105.88 | 1,705.71 |
| Other Comprehensive Income | | | |
| A. Items that will not be reclassified to profit or loss | | | |
| Remeasurement of Post Employment Benefit Obligations | | (11.06) | (0.83) |
| Net Gain on equity instrument designated at FVOCI for the year | | 16.95 | (3.23) |
| Income tax relating to items that will not be reclassified to profit or loss | | (1.48) | 1.02 |
| B. Items that will be reclassified to profit or loss | | | |
| Other Comprehensive Income (A + B) | | 4.41 | (3.04) |
| Total Comprehensive Income | | 2,110.29 | 1,702.66 |
| Earnings Per Equity Share (Face value of ₹10 per Share) | | | |
| Basic (₹) | | 16.18 | 13.12 |
| Diluted (₹) | | 15.60 | 12.95 |

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For **M/S Valawat & Associates,**

Chartered Accountants

FRN : 003623C

Jinendra Jain

Partner

Membership No. 072995

Place : Udaipur

Date : 23-05-2024

For & on Behalf of the Board

Vinod K. Jain

Managing Director

(DIN:00248843)

Divya Kothari

Company Secretary

(M.No. A57307)

Seema Jain

Director

(DIN:00248706)

Ashok Kumar

Chief Financial Officer

Statement of Cash Flow

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Particulars | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|--|------------------------------|------------------------------|
| A. Cash flow from Operating Activities | | |
| Net Profit Before Tax & Extraordinary Items | 2,609.83 | 2,104.29 |
| Adjustments For : | | |
| Depreciation and Amortisation Expenses | 577.70 | 345.78 |
| Impairment of Financial Instruments (Expected Credit Loss) | 139.56 | 217.37 |
| INDAS Adjustments | | |
| Interest Income | (140.48) | (40.98) |
| Fees and Commission Income | 263.84 | 207.18 |
| Other Income | (6.58) | (35.72) |
| Gain on Derecognition of Financial Instruments | (34.05) | (34.74) |
| Finance Costs | 101.84 | 63.14 |
| Employee Benefits Expenses | (11.06) | (0.83) |
| Share based payments | 80.26 | - |
| Gain/Loss on change in FV | (0.85) | (11.24) |
| Others Expenses | (200.09) | (188.64) |
| Operating cash flow before working capital changes | 3,379.92 | 2,625.60 |
| (Increase)/Decrease in other financials assets | (369.96) | (342.68) |
| (Increase)/Decrease in other non-financials assets | 8.75 | (33.54) |
| Increase/(Decrease) in Trade Payables & Other Payables | 114.35 | (56.22) |
| Increase/(Decrease) in Other financial liabilities | (260.44) | (54.23) |
| Increase/(Decrease) in Provisions | 64.65 | 2.24 |
| (Increase)/Decrease in Loans | (16,391.70) | (9,949.27) |
| Cash From/(used) for Operations | (13,454.43) | (7,808.10) |
| Direct Taxes Paid (net) | (558.82) | (514.00) |
| Net Cash Generated From Operating Activity | (14,013.25) | (8,322.10) |
| B. Cash flow from investing activities | | |
| Purchase of Fixed Assets | (376.84) | (654.04) |
| Investment in Mutal Funds | 199.99 | 650.23 |
| Investment in Debt Instruments | 114.07 | 862.04 |
| Net cash flow from investing activities (b) | (62.78) | 858.23 |



Statement of Cash Flow

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Particulars | Year ended 31 March, 2024 | Year ended 31 March, 2023 |
|---|------------------------------|------------------------------|
| C. Cash flow from financing activities | | |
| Proceed from issue of share warrants | - | 250.00 |
| Issue of Equity Shares (Including share premium) | 450.00 | - |
| Borrowings (net) | 13,405.05 | 7,072.80 |
| Net cash flow from financing activities (c) | 13,855.05 | 7,322.80 |
| Net increase in cash and cash equivalents (a+b+c) | (220.98) | (141.07) |
| Cash and cash equivalents as at beginning of the year | 2,345.92 | 2,486.99 |
| Cash and cash equivalents | 2,124.94 | 2,345.92 |
| Components of Cash & Cash Equivalents | | |
| Cash on hand | 30.58 | 23.02 |
| Balance with Banks | | |
| - Current Accounts | 214.18 | 369.36 |
| - Unpaid Dividend Account | - | - |
| - Original Maturity for more than 3 months but upto 12 months | 249.92 | 112.89 |
| - Original Maturity for more than 12 months | 1,630.27 | 1,840.65 |
| Total | 2,124.95 | 2,345.92 |

- a.) The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard ("Ind AS 7") Statement of Cash Flows.
- b.) Figures in brackets indicate outflow.
- c.) During the year company has spent ₹65.10 lakhs (PY 48.33 lakhs) on eligible corporate social responsibility activities

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For **M/S Valawat & Associates,**

Chartered Accountants

FRN : 003623C

Jinendra Jain

Partner

Membership No. 072995

Place : Udaipur

Date : 23-05-2024

For & on Behalf of the Board

Vinod K. Jain

Managing Director

(DIN:00248843)

Divya Kothari

Company Secretary

(M.No. A57307)

Seema Jain

Director

(DIN:00248706)

Ashok Kumar

Chief Financial Officer

Statement of Change in Equity

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Particulars | Equity Share Capital (Refer Note 15) | Share Application Money | Reserves and Surplus (Refer note 16) | | | | | Total | |
|--|--------------------------------------|-------------------------|--------------------------------------|-----------------|--------------------|------------------------------|-------------------|---------------|---------------------------------------|
| | | | Special Reserve | General Reserve | Securities Premium | Share based payments reserve | Retained Earnings | | Money received against share warrants |
| Balance as at April 01, 2023 | 1,300.00 | - | 2,211.38 | - | 1,377.02 | - | 8,187.81 | 250.00 | 12,026.21 |
| Changes in equity share capital due to prior period errors | - | - | - | - | - | - | - | - | - |
| Restated Balance as at April 01, 2023 | 1,300.00 | - | 2,211.38 | - | 1,377.02 | - | 8,187.81 | 250.00 | 12,026.21 |
| Equity shares issued during the years | 30.00 | - | - | - | 570.00 | - | - | - | 570.00 |
| Equity shares forfeited | - | - | - | - | - | - | - | - | - |
| Profit for the year | - | - | - | - | - | - | 2,105.88 | - | 2,105.88 |
| Changes in accounting policy/ prior period errors | - | - | - | - | - | - | - | - | - |
| Total Comprehensive income for the year | - | - | - | - | - | - | - | - | - |
| Remeasurement of Post Employment Benefit Obligations | - | - | - | - | - | - | (11.06) | - | (11.06) |
| Net Gain on equity instrument designated at FVOCI for the year | - | - | - | - | - | - | 16.95 | - | 16.95 |
| Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | - | - | (1.48) | - | (1.48) |
| Dividends | - | - | - | - | - | - | - | - | - |
| Transfer to special reserve in terms of Sec 29C of NHB Act,1987 | - | - | 421.18 | - | - | - | (421.18) | - | - |
| Dividens (Including tax thereon) | - | - | - | - | - | - | - | - | - |
| Others | - | - | - | - | - | - | 0.07 | - | 0.07 |
| Money received against share warrants | - | - | - | - | - | - | - | (150.00) | (150.00) |
| Share Based Payments | - | - | - | - | - | 80.26 | - | - | 80.26 |
| Balance as at March 31, 2024 | 1,330.00 | - | 2,632.56 | - | 1,947.02 | 80.26 | 9,876.99 | 100.00 | 14,636.83 |

All amount are in lakhs unless otherwise stated

| Particulars | Equity Share Capital (Refer Note 15) | Share Application Money | Reserves and Surplus (Refer note 16) | | | | | Total | |
|--|--------------------------------------|-------------------------|--------------------------------------|-----------------|--------------------|------------------------------|-------------------|---------------|---------------------------------------|
| | | | Special Reserve | General Reserve | Securities Premium | Share based payments reserve | Retained Earnings | | Money received against share warrants |
| Balance as at April 01, 2022 | 1,300.00 | - | 1,869.38 | - | 1,377.02 | - | 6,827.56 | - | 10,073.96 |
| Changes in equity share capital due to prior period errors | - | - | - | - | - | - | - | - | - |
| Restated Balance as at April 01, 2022 | 1,300.00 | - | 1,869.38 | - | 1,377.02 | - | 6,827.56 | - | 10,073.96 |
| Equity shares issued during the years | - | - | - | - | - | - | - | - | - |
| Equity shares forfeited | - | - | - | - | - | - | - | - | - |
| Profit for the year | - | - | - | - | - | - | 1,705.71 | - | 1,705.71 |
| Changes in accounting policy/ prior period errors | - | - | - | - | - | - | - | - | - |
| Total Comprehensive income for the year | - | - | - | - | - | - | - | - | - |
| Remeasurement of Post Employment Benefit Obligations | - | - | - | - | - | - | (0.83) | - | (0.83) |
| Net Gain on equity instrument designated at FVOCI for the year | - | - | - | - | - | - | (3.22) | - | (3.23) |
| Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | - | - | 1.02 | - | 1.02 |
| Dividends | - | - | - | - | - | - | - | - | - |
| Transfer to special reserve in terms of Sec 29C of NHB Act,1987 | - | - | 342.00 | - | - | - | (342.00) | - | - |
| Dividens (Including tax thereon) | - | - | - | - | - | - | - | - | - |
| Others | - | - | - | - | - | - | (0.45) | - | (0.45) |
| Money received against share warrants | - | - | - | - | - | - | - | 250.00 | 250.00 |
| Share Based Payments | - | - | - | - | - | - | - | - | - |
| Balance as at March 31, 2023 | 1,300.00 | - | 2,211.38 | - | 1,377.02 | - | 8,187.81 | 250.00 | 12,026.21 |

The accompanying notes are an integral part of these financial statements

As per our report of even date attached

For **M/S Valawat & Associates,**
Chartered Accountants
FRN : 003623C

Jinendra Jain
Partner
Membership No. 072995

Place : Udaipur
Date : 23-05-2024

For & on Behalf of the Board

Vinod K. Jain
Managing Director
(DIN:00248843)

Divya Kothari
Company Secretary
(M.No. A57307)

Seema Jain
Director
(DIN:00248706)

Ashok Kumar
Chief Financial Officer



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

1. CORPORATE INFORMATION

SRG Housing Finance Limited (“the Company”) is a Public Limited Company, incorporated under the provisions of the Companies Act, 1956 and has been carrying on, as its main business of providing loans to Retail customers for construction, repair, renovation or purchase of residential property and loans against property. The company is registered with National Housing Bank (NHB) Act under Section 29A of the National Housing Bank Act, 1987. The shares of the Company are listed on the BSE and NSE.

The Company’s Registered and head Office is at Udaipur and Corporate Office is at Mumbai with its branches in the states of Rajasthan, Gujarat, Maharashtra Madhya Pradesh and office in Delhi.

1.1. BASIS OF PREPARATION AND PRESENTATION

a. Basis of Preparation

These financial statements have been prepared in accordance with Indian Accounting Standards (“Ind AS”) as notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under Section 133 of the Companies act, 2013 (the “Act”) along with the guidelines and directives issued by the Reserve Bank of India (RBI) and National Housing Bank (“NHB”) to the extent applicable.

For all periods up to and including the financial year ended March 31, 2019, the Company had prepared its Financial Statements in accordance with requirements of the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (“Previous GAAP”). The company has adopted IND AS from April 01, 2019 with effective transition date as April 01, 2018.

b. Basis of Presentation

The Balance Sheet, the Statement of Profit and Loss and the Statement of Change in Equity are prepared and presented in the format prescribed in the Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 “Statement of Cash Flows”. Amounts in

the financial statements are presented in Indian Rupees which is also functional currency of the Company. All values are rounded to the nearest Lakhs with two decimals, except when otherwise indicated. The per share data are presented in Indian Rupee to two decimal places.

c. Basis of Measurement

The Financial Statements have been prepared on a historical cost basis and on accrual basis, except for the following:

- Certain Financial Assets and Liabilities are measured at fair value.
- Assets held for sale are measured at the lower of carrying value and fair value less costs to sell.
- Defined benefit plans where plan assets are measured at fair value.

A historical cost is a measure of value used for accounting in which the price of an asset on the balance sheet is based on its historical cost, it is generally fair value of consideration given in exchange for goods and services at the time of transaction or original cost when acquired by the Company.

Fair value is the price that likely to be received on sell of an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability that market participants would take into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in the financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116 Leases.

Fair value measurements under Ind AS are categorised into fair value hierarchy based on the degree to which the inputs to the fair value measurements are observable and the significance

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access on measurement date.
- Level 2 inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 where unobservable inputs are used for the valuation of assets or liabilities.

d. Significant Accounting Judgments, Estimates and Assumptions

The preparation of the Financial Statements in conformity with Ind AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. Accounting estimates could change from period to period. The estimates and judgments used are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Revisions to accounting estimates are recognized prospectively. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize. The management believes that the estimates used in the preparation of Financial Statements are prudent and reasonable. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements are as below:-

1) Assessment of Business Model

An assessment of the applicable business model for managing financial assets is fundamental to the classification of a

financial asset. The Company determines the business models at a level that reflects how financial assets are managed together to achieve a particular business objective. The Company's business model does not depend on management's intentions for an individual instrument, therefore the business model assessment is performed at a higher level of aggregation rather than on an instrument-by-instrument basis.

The Company considers all relevant information available when making the business model assessment.

At initial recognition of a financial asset, the Company determines whether newly recognized financial assets are part of an existing business model or whether they reflect the commencement of a new business model. The Company reassesses its business models each reporting period to determine whether the business model/(s) have changed since the preceding period. For the current and prior reporting period the Company has not identified a change in its business model.

Based on the assessment of the business models, the Company has identified the three following choices of classification of financial assets:

- a) Financial assets that are held within a business model whose objective is to collect the contractual cash flows ("Asset held to collect contractual cash-flows"), and that have contractual cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI), are measured at amortized cost;
- b) Financial assets that are held within a business model whose objective is both to collect the contractual cash flows and to sell the assets, ("Contractual cash flows of Asset collected through hold and sell model") and that have



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

contractual cash flows that are SPPI, are measured at FVTOCI.

- c) All other financial assets (e.g. managed on a fair value basis or held for sale) and equity investments are measured at FVTPL.

2) *Development of ECL model and its stages*

When determining whether the risk of default on a financial instrument has increased significantly since initial recognition, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and credit assessment and including forward-looking information. In certain cases, the assessment based on past experience is required for future estimation of cash flows which requires significant judgment.

The inputs used and process followed by the Company in determining the increase in credit risk has been detailed in Note to accounts on impairment.

3) *Fair Value Measurement of Investments*

Company's investments are measured at fair value. Fair value is the price that would be received on sale of an investment at the measurement date, regardless of whether that price is directly observable or estimated using another technique.

In determining the fair value of such Investments, the company uses quoted prices (unadjusted) in active markets for identical assets or based on inputs which are observable either directly or indirectly. However in certain cases, the company adopts valuation techniques and inputs which are not based on market data. When Market observable information is not available, the Company has applied appropriate valuation techniques and inputs to the valuation model. The company uses valuation techniques that

are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

4) *Provision for Taxes*

The company's tax jurisdiction is in India. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

5) *Defined Benefit Plans*

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

2. SIGNIFICANT ACCOUNTING POLICIES

2.1. PROPERTY, PLANT AND EQUIPMENT (PPE)

PPE is recognized when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All PPE are stated at cost of acquisition, less accumulated depreciation and impairment losses, if any. Direct costs are capitalized until the assets are ready for use and include freight, duties, taxes and expenses incidental to acquisition and installation. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

Subsequent expenditures related to an item of PPE are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance. Losses arising from the retirement of, and gains or losses arising from disposal of PPE are recognized in the Statement of Profit and Loss.

Depreciation is provided on a pro-rata basis on the Written Down Value method ('WDV') over the estimated useful lives of the assets specified in Schedule II of the Companies Act, 2013. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

The estimated useful lives of Property, Plant and Equipment are as below:

| | |
|---------------------------------|-----------------------|
| Office Equipment | 5 Years |
| Furniture and fixtures | 10 Years |
| Vehicle (Motor Car) | 8 Years |
| Vehicle (Two Wheeler) | 10 Years |
| Computer Hardware and software* | 3 years |
| Right to use Asset | Over the lease period |

*For the above class of assets, based on internal assessment, the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence, the useful lives for these assets are different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013

2.2. INTANGIBLE ASSETS

Intangible Assets comprising application software are recognized when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Intangible assets are stated at original cost less accumulated amortization and cumulative impairment. Administrative and other general overhead expenses that are specifically attributable to acquisition of intangible assets are

allocated and capitalized as a part of the cost of the intangible assets.

Intangible assets are amortized on Written Down Value basis over the estimated useful life of 3 years. The method of amortization and useful life are reviewed at the end of each accounting year with the effect of any changes in the estimate being accounted for on a prospective basis.

An intangible asset is derecognized on disposal or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in profit or loss when the asset is derecognized.

2.3 FINANCIAL INSTRUMENTS

Financial instruments comprise of financial assets and financial liabilities. Financial assets and financial liabilities are recognized in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument. Financial assets primarily comprise of loans and advances, deposits, trade receivables and cash and cash equivalents. Financial liabilities primarily comprise of borrowings and trade payables.

Financial Assets and Financial Liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial Assets and Financial Liabilities are initially measured at fair value.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in Statement of Profit or Loss Account.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

1) Financial Assets

Financial Assets include cash, or an equity instrument of another entity, or a contractual right to receive cash or another financial asset from another entity. Few examples of financial assets are loan receivables, investment in equity and debt instruments, trade receivables and cash and cash equivalents.

a. Recognition and Initial measurement

All financial assets are recognized and derecognized on a trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at FVTPL. Transaction costs directly attributable to the acquisition of financial assets classified as at FVTPL are recognized immediately in profit or loss. All recognized financial assets that are within the scope of Ind AS 109 are required to be subsequently measured at amortized cost or fair value on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

b. Classification of Financial Assets

- Debt instruments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are Solely Payments of principal and Interest on the principal amount outstanding (SPPI), are subsequently measured at amortized cost;
- All other debt instruments (e.g. debt instruments managed on a fair value basis, or held for sale) and equity investments are subsequently measured at FVTPL.

However, the Company may make the following irrevocable election /

designation at initial recognition of a financial asset on an asset-by-asset basis:

- The Company may irrevocably designate a debt instrument that meets the amortized cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch (referred to as the fair value option).

c. Subsequent Measurement

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:

- Amortized Cost
- Fair Value through Other Comprehensive Income ("FVOCI")
- Fair Value through Profit and Loss ("FVTPL")

d. Debt instruments at Amortized Cost

The Company assesses the classification and measurement of a financial asset based on the contractual cash flow characteristics of the asset individually and the Company's business model for managing the asset. For an asset to be classified and measured at amortised cost or at FVTOCI, its contractual terms should give rise to cash flows that are meeting SPPI test.

For the purpose of SPPI test, principal is the fair value of the financial asset at initial recognition. That principal amount may change over the life of the financial asset (e.g. if there are repayments of principal). Interest consists of consideration for the time value of money, for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as a profit margin.

Contractual cash flows that are SPPI are consistent with a basic lending arrangement.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

Contractual terms that introduce exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement, such as exposure to changes in equity prices or commodity prices, do not give rise to contractual cash flows that are SPPI. An originated or an acquired financial asset can be a basic lending arrangement irrespective of whether it is a loan in its legal form.

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

The expected credit loss (ECL) calculation for debt instruments at amortized cost is explained in subsequent notes in this section

e. Debt instruments at FVTPL

The Company classifies financial assets which are held for trading under FVTPL category. Held for trading assets are recorded and measured in the balance sheet at fair value. Interest and dividend income is recorded in interest income and dividend income respectively according to the terms of the contract, or when the right to receive the same has been established. Gain and losses on changes in fair value of debt instruments are recognized on net basis through profit or loss.

The Company's investments into mutual funds and bonds for trading.

f. Investment in Equity Instruments at FVTOCI

A financial asset shall be measured at fair value through other comprehensive income if both of the following conditions are met:

- (a) the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and
- (b) 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 Company measures its equity investments at fair value through Other Comprehensive Income.

g. Derecognition of Financial Assets

A financial asset is derecognized only when:

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

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

In accordance with the Ind AS 109, on derecognition of a financial asset under assignment transactions, the difference between the carrying amount and the consideration received shall be recognised in Statement of Profit and Loss.

h. Impairment of Financial Assets:

The measurement of impairment losses across all categories of financial assets requires judgment, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances.

The Company's Expected Credit Loss ("ECL") model comprises of number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL model that are considered accounting judgments and estimates include:

1. The classification of loan portfolio into various stages based on the number of days overdue.
2. Value of collaterals considered for loan loss allowance.
3. The criteria for assessing if there has been a significant increase in credit risk.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months. The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, loan commitments, trade receivables and other contractual rights to receive cash or other financial asset.

The Company uses expected credit loss ("ECL") allowance for financial assets measured at amortized cost, which are not individually significant, and comprise of a

large number of homogeneous loans that have similar characteristics. The expected credit loss is a product of exposure at default, probability of default and loss given default. The measurement of the loss allowance in respect of loans (other than those measured at FVTPL) is based on the present value of the asset's expected cash flows using the asset's original EIR.

The Company has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument.

Based on the above process, the Company categorizes its loans into Stage 1, Stage 2 and Stage 3, as described below:

- **Stage 1** - For exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit impaired upon origination, the portion of the lifetime ECL associated with the probability of default events occurring within the next 12 months is recognized. Exposures with days past due (DPD) less than or equal to 30 days are classified as Stage 1. The Company has provided ECL on the undisbursed loan commitments classified under Stage 1.
- **Stage 2** - For credit exposures where there has been a significant increase in credit risk since initial recognition but that are not credit impaired, a lifetime ECL is recognized. Exposures with DPD equal to 31 days but less than or equal to 90 days are classified as Stage 2. At each reporting date, the Company assesses whether there has been a significant increase in credit risk for the financial asset since initial recognition by comparing the risk of a default occurring over the expected life between the

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

reporting date and the date of initial recognition. The Company has identified cases with DPD equal to or more than 31 days and less than or equal to 60 days and cases with DPD equal to or more than 61 days and less than or equal to 90 days as two separate buckets

- **Stage 3** - A financial asset is assessed as credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred. For a financial asset that has become credit impaired, a lifetime ECL is recognized on outstanding balance. Exposures with DPD more than 90 days are classified as Stage 3

Being a housing finance company, the company has to follow the applicable guidelines given by the Reserve Bank of India on Prudential norms on Asset Classification and provisioning requirement. The company provides for impairment of financial assets on the basis of the Expected Credit Loss Model or the prudential norms of RBI whichever is higher.

i. Write-offs

Impaired loans and receivables are written off, against the related allowance for loan impairment on completion of the Company's internal processes and when the Company concludes that there is no longer any realistic prospect of recovery of part or all of the loan. For loans that are individually assessed for impairment, the timing of write off is determined on a case-by-case basis. A write-off constitutes a derecognition event. The Company has a right to apply enforcement activities to recover such written off financial assets. Subsequent recoveries of amounts previously written off are credited to the statement of profit and loss.

2) Financial liabilities

Financial liabilities include liabilities that represent a contractual obligation to deliver cash or another financial assets to another entity, or a

contract that may or will be settled in the entities own equity instruments few examples of financial liabilities are trade payables, debt securities and other borrowings.

a) Recognition and Initial Measurement

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or it is designated as at FVTPL. Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method.

b) Subsequent Measurement

All financial liabilities are subsequently measured at amortized cost using the effective interest rate method or at FVTPL.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

c) Derecognition of Financial Liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between the Company and the lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

d) *Collateral Valuation and Repossession*

The Company provides fully secured, loans to individuals and Corporates to mitigate the credit risk on financial assets, the Company seeks to use collateral, where possible as per the powers conferred on the Housing Finance Companies under the Securitisation and Reconstruction of Financial Assets and Enforcement of Securities Interest Act, 2002 ("SARFAESI")

2.4. EMPLOYEE BENEFITS

a. Short Term Employee Benefits:

Short Term Employee Benefits are recognized during the period when the services are rendered. These short term benefits include Bonus, Incentive and other benefits which fall due within twelve months after the end of the period in which services are rendered.

b. Post-Employment Benefits

1) *Defined Contribution Plan*

Provident Fund:-

The Company contributes to a Government administered Provident Fund in accordance with the provisions of Employees Provident Fund Act. The Amount contributed is recognized as an expense in the period in which the services are rendered by the employees.

Employee state Insurance

The Company contributes certain amount to Employee state Insurance as per the provisions of the Employee state insurance act and is recognized as an expense in the period in which the services are rendered by the employees

2) *Defined Benefit Plan*

The Company's Gratuity liability under the Payment of Gratuity Act, 1972 is determined on the basis of actuarial valuation made at the end of each financial year using the projected unit credit method.

The Company's net obligation in respect of defined benefit plans is calculated by

estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed periodically by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognition of the asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. Measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in Other Comprehensive Income (OCI). Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognized in Statement of Profit and Loss.

2.5 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

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

When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

the time value of money and the risks specific to the liability.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are not recognized in the financial statements. Contingent assets are disclosed where an inflow of economic benefits is probable.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

Commitments

Commitments are future contractual liabilities, classified and disclosed as follows:

The estimated amount of contracts remaining to be executed on capital account and not provided for

- Uncalled liability on shares;
- Undisbursed commitment relating to loans; and
- Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.
- Pending Capital Commitment.

2.6 REVENUE RECOGNITION

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured and there exists reasonable certainty of its recovery.

a) Interest Income

The main source of revenue for the Company is Income from Housing and Other property

loans. Repayment of housing and property loan is generally by way of Equated Monthly Installments (EMIs) comprising of principal and interest. EMIs generally commence once the entire loan is disbursed. Pending commencement of EMIs, pre-EMI interest is payable every month on the loan that has been disbursed. Interest is calculated on monthly rest on the basis of agreed terms with the borrowers.

Interest income on housing and property loans and other financial instruments carried at amortized cost is recognized on a time proportion basis taking into account the amount outstanding and the effective interest rate ("EIR") applicable.

The EIR is the rate that exactly discounts estimated future cash flows of the financial instrument through the expected life of the financial instrument or, where appropriate, a shorter period, to the net carrying amount of the financial instrument. The future cash flows are estimated taking into account all the contractual terms of the instrument.

The calculation of the EIR includes all fees paid or received between parties to the contract that are incremental and directly attributable to the specific lending arrangement, transaction costs, and all other premiums or discounts. For financial assets at Fair Value through Profit or Loss (FVTPL), transaction costs are recognized in profit or loss at initial recognition.

The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortized cost of the financial asset before adjusting for any expected credit loss allowance). For credit-impaired financial assets the interest income is calculated by applying the EIR to the amortized cost of the credit-impaired financial assets [i.e. the gross carrying amount less the allowance for expected credit losses (ECLs)].

Delayed payment interest (penal interest) levied on customers for delay in repayments/nonpayment of contractual cash flows is recognized on realization.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

b) Fee and other charges

Processing fees and other loan related charges are recognized when it is reasonable to expect ultimate collection which is generally at the time of Login/ disbursement of the loan. Fees on delayed EMI/Pre-EMI Interest are recognized on receipt basis, when the ultimate collection is made.

c) Investment Income

Income from interest on deposits and interest bearing securities is recognized on the time proportionate method taking into account the amount outstanding and the rate applicable. The gains/losses on sale of investments are recognized in the Statement of Profit and Loss on trade date.

d) Dividend Income

Dividend income from investments is recognized when the Company's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of dividend income can be measured reliably).

e) Other Income

Other Income represents income earned from the activities incidental to the business and is recognised when the right to receive the income is established as per the terms of the contract

f) Finance Cost

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the statement of profit and loss using the effective interest method (EIR).

g) Exceptional Items

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such items is disclosed separately as Exceptional items.

The company does not have any items of income and expense which categorized as exceptional items during the year 2023-24.

2.7 LEASES

With effect from 1 April 2019, the Company has applied Ind AS 116 'Leases' for all long term and material lease contracts covered by the Ind AS. The Company has adopted modified retrospective approach as stated in Ind AS 116 for all applicable leases on the date of adoption.

a) Measurement of Lease Liability

At the time of initial recognition, the Company measures lease liability as present value of all lease payment discounted using the Company's incremental cost of borrowing rate and directly attributable cost. Subsequently, the lease liability is

- (i) increased by interest on lease liability;
- (ii) reduce by lease payment made; and
- (iii) remeasured to reflect any reassessment or lease modifications specified in Ind AS 116 'Leases', or to reflect revised fixed lease payments.

b) Measurement of ROU

At the date of commencement of the lease, the Company recognizes a right-of-use asset (ROU) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a lease term of twelve months or less (short-term leases) and low value assets.

For these short-term and low-value assets, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

The ROU assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

2.8 TAXES

a) Income Tax

Income tax expense represents the sum of the tax currently payable and deferred tax. Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the Statement of Profit and Loss except when they relate to items that are recognized outside profit or loss (whether in other comprehensive income or directly in equity), in which case tax is also recognized outside profit or loss.

i. Current Tax

The tax currently payable is based on the estimated taxable profit for the year for the Company and is calculated using applicable tax rates and tax laws that have been enacted or substantively enacted. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The current tax is calculated using applicable tax rates that have been enacted or substantively enacted by the end of the reporting period.

ii. Deferred Tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilized business loss and depreciation carry-forwards and tax credits. Such deferred tax assets and liabilities are computed separately for each taxable entity. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilized.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

b) Goods and Services Input Tax Credit

Goods and Services tax input credit is accounted for in the books in the period in which the supply of goods or service received is accounted and when there is no uncertainty in availing/ utilizing the credits.

2.9 CASH AND CASH EQUIVALENTS

Cash and cash equivalents includes cash on hand, balance in current account and Balances with banks in deposits accounts with original maturity of less than 3 months. Short term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

2.10 SEGMENT REPORTING

The Company is engaged mainly in the business of Housing finance. This in the context of Ind AS 108 - operating segments reporting is considered to constitute one reportable segment.

2.11 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.12 SECURITIES PREMIUM

Securities premium is credited when shares are issued at premium. It can be used to issue bonus shares, to provide for premium on redemption of shares and issue expenses of securities which qualify as equity instruments.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

2.13 STATEMENT OF CASH FLOW

Statement of Cash Flows is prepared segregating the cash flows into operating, investing and financing activities. Cash flow from operating activities is reported using indirect method.

Cash and cash equivalents (including bank balances) shown in the Statement of Cash Flows exclude items which are not available for general use as on the date of Balance Sheet

2.14 STANDARD ISSUED BUT NOT YET EFFECTIVE

No new standards as notified by Ministry of Corporate Affairs ("MCA"), through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules are effective for the current year.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 3

(a) Cash and Cash Equivalents

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|-------------------------|------------------------|------------------------|
| (i) Cash on hand | 30.58 | 23.02 |
| (ii) Balances with bank | | - |
| -On Current Account | 214.18 | 369.36 |
| -Remittances in transit | - | - |
| Total | 244.76 | 392.38 |

(b) Bank Balance other than Cash and Cash Equivalents

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| (i) In Other Deposit Accounts | | |
| - Original Maturity for more than 3 months but upto 12 months | 249.92 | 112.89 |
| - Original Maturity for more than 12 months | 1,630.27 | 1,840.65 |
| (ii) Earmarked balances with banks | | |
| - Unclaimed Dividend Accounts | - | - |
| Total | 1,880.19 | 1,953.54 |

** Other Bank Balance in deposit accounts of ₹1,880.19 Lakhs (As on March 31, 2023 : ₹1,849.65 lakhs) includes deposits under lien against borrowings from Banks and Financial institutions and lien against bank guarantee.

NOTE 4 LOANS

At Amortised Cost

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| (A) Loans | | |
| Loans repayable on Demand | | |
| Housing Loans | 42,018.47 | 28,993.17 |
| Property Loans | 18,140.88 | 14,843.06 |
| Total Gross (A) | 60,159.35 | 43,836.23 |
| Less: Impairment Loss Allowance (Expected Credit Loss) | 1,166.25 | 1,026.69 |
| Total Net (A) | 58,993.11 | 42,809.54 |
| (B) (i) Secured by tangible assets | 60,159.35 | 43,836.23 |
| (ii) Unsecured | - | - |
| Total Gross (B) | 60,159.35 | 43,836.23 |
| Less: Impairment Loss Allowance (Expected Credit Loss) | 1,166.25 | 1,026.69 |
| Total Net (B) | 58,993.11 | 42,809.54 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| (C) (I) Loans in India | | |
| (i) Public Sector | - | - |
| (ii) Others | 60,159.35 | 43,836.23 |
| Total Gross (C) (I) | 60,159.35 | 43,836.23 |
| Less: Impairment Loss Allowance (Expected Credit Loss) | 1,166.25 | 1,026.69 |
| Total Net (C) (I) | 58,993.11 | 42,809.54 |
| (II) Loans outside India | - | - |
| Less: Impairment Loss Allowance (Expected Credit Loss) | - | - |
| Total Net (C) (II) | - | - |
| Total Net (C) (I) and (II) | 58,993.11 | 42,809.54 |

4.1 Impairment Allowance

(a) An analysis of changes in the gross carrying amount and the corresponding ECL allowances is as follows:

All amount are in lakhs unless otherwise stated

| Particulars | 31-Mar-24 | | | | 31-Mar-23 | | | |
|--|------------------|-----------------|-----------------|------------------|------------------|---------------|-----------------|------------------|
| | Stage 1 | Stage 2 | Stage 3 | Total | Stage 1 | Stage 2 | Stage 3 | Total |
| Gross carrying amount - opening balance | 41,796.79 | 942.53 | 1,096.91 | 43,836.23 | 31,944.98 | 1,216.23 | 840.16 | 34,001.37 |
| New assets originated | 28,361.92 | - | - | 28,361.92 | 19,073.90 | - | - | 19,073.90 |
| Assets derecognised or repaid | (13,308.40) | 1,326.54 | (56.94) | (12,038.80) | (8,916.29) | (267.07) | (55.68) | (9,239.04) |
| Amounts written off | - | - | - | - | - | - | - | - |
| Transfers from Stage 1* | (2,228.02) | 1,847.34 | 380.68 | - | (931.86) | 604.80 | 327.06 | - |
| Transfers from Stage 2* | 748.52 | (791.54) | 43.02 | - | 545.49 | (611.43) | 65.94 | - |
| Transfers from Stage 3* | 87.42 | - | (87.42) | - | 80.57 | - | (80.57) | - |
| Gross carrying amount - closing balance | 55,458.23 | 3,324.87 | 1,376.25 | 60,159.35 | 41,796.79 | 942.53 | 1,096.91 | 43,836.23 |

**For current financial year i.e. March 2024, Stage I includes from 'on time' to '0-30' bucket whereas March 2023's stage I includes from 'on time' to '30-60' bucket.

The gross carrying value includes Housing Loan and other Loan & Advances

*Represents the balance outstanding as at beginning of the year.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

(b) Reconciliation of ECL balance is given below:

All amount are in lakhs unless otherwise stated

| Particulars | 31-Mar-24 | | | | 31-Mar-23 | | | |
|---|---------------|--------------|---------------|-----------------|---------------|--------------|---------------|-----------------|
| | Stage 1 | Stage 2 | Stage 3 | Total | Stage 1 | Stage 2 | Stage 3 | Total |
| ECL allowance - opening balance | 123.54 | 23.79 | 879.36 | 1,026.69 | 105.57 | 4.93 | 698.82 | 809.33 |
| New assets originated/ significant increase in credit risk | 52.16 | 1.79 | 85.61 | 139.56 | 17.97 | 18.86 | 180.54 | 217.36 |
| Assets derecognised or repaid | - | - | - | - | - | - | - | - |
| Write Off | - | - | - | - | - | - | - | - |
| ECL allowance - closing balance | 175.70 | 25.58 | 964.97 | 1,166.25 | 123.54 | 23.79 | 879.36 | 1,026.69 |

4.2 Loans and instalments due from borrowers are secured by mortgage of property and/or personal guarantees.

4.3 No loan & Advances given to KMP, Promoters, Directors and other related parties.

4.4 The company is not granting any loans against gold jewellery as collateral.

4.5 The company is not granting any Loans against security of shares as collateral.

NOTE 5 INVESTMENTS

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | | | | As at 31 March 2023 | | | |
|--|---------------------|--|---|---------------|---------------------|--|---|-----------------|
| | Amortised Cost | At Fair Value Through Other Comprehensive Income | At Fair Value Through Profit and Loss Account | Total | Amortised Cost | At Fair Value Through Other Comprehensive Income | At Fair Value Through Profit and Loss Account | Total |
| Equity instruments | - | 39.00 | - | 39.00 | - | 22.05 | - | 22.05 |
| Debt Instruments | - | - | 842.47 | 842.47 | - | - | 966.94 | 966.94 |
| Mutual Funds | - | - | - | - | - | - | 199.99 | 199.99 |
| Total Gross (A) | - | 39.00 | 842.47 | 881.47 | - | 22.05 | 1,166.93 | 1,188.98 |
| (i) Investments outside India | - | - | - | - | - | - | - | - |
| (ii) Investments in India | - | 39.00 | 842.47 | 881.47 | - | 22.05 | 1,166.93 | 1,188.98 |
| Total (B) | - | 39.00 | 842.47 | 881.47 | - | 22.05 | 1,166.93 | 1,188.98 |
| Less: Impairment Loss Allowance (Expected Credit Loss) (C) | - | - | - | - | - | - | - | - |
| Total - Net (D)= (A)-(C) | - | 39.00 | 842.47 | 881.47 | - | 22.05 | 1,166.93 | 1,188.98 |

* The Company has not recognised any provision under Expected Credit Loss on Investments made in Debt Securities.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 5.1: DETAILS OF INVESTMENT HELD IN DEBT SECURITIES CARRIED AT FVTPL

All amount are in lakhs unless otherwise stated

| Debt Securities | March 31 st 2024 | March 31 st 2023 |
|--|-----------------------------|-----------------------------|
| 9.62% ANDHRA PRADESH STATE BEVERAGES CORPORATION Ltd 29 Nov 2030 | - | 161.92 |
| 9.62% ANDHRA PRADESH STATE BEVERAGES CORPORATION Ltd 30 Nov 2026 | - | 161.92 |
| 9.62% ANDHRA PRADESH STATE BEVERAGES CORPORATION Ltd 30 Nov 2023 | - | 333.80 |
| 8.25% BOB PERPETUAL 2025 BONDS | - | 309.30 |
| 9.62% ANDHRA PRADESH STATE BEVERAGES CORPORATION Ltd 30 Nov 2025 | 150.67 | |
| 8.15% Tata Capital Housing Finance Ltd. (19-Aug-2032) | 691.80 | - |
| Total | 842.47 | 966.94 |

NOTE 5.2: DETAIL OF EQUITY INSTRUMENT CARRIED AT FVTOCI

All amount are in lakhs unless otherwise stated

| Equity Fully Paid up | March 31 st 2024 | March 31 st 2023 |
|---|-----------------------------|-----------------------------|
| SRG Securities Finance Limited (150000 Shares, Face Value ₹10/- each) | 39.00 | 22.05 |
| Total | 39.00 | 22.05 |

NOTE 5.3: DETAIL OF MUTUAL FUND CARRIED AT FVTPL

All amount are in lakhs unless otherwise stated

| Equity Fully Paid up | March 31 st 2024 | March 31 st 2023 |
|-------------------------------------|-----------------------------|-----------------------------|
| SBI CORPORATE BOND FUND DIRECT PLAN | - | 199.99 |
| Total | - | 199.99 |

NOTE 6 OTHER FINANCIAL ASSETS

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Security Deposit - Unsecured; considered good | 284.59 | 203.77 |
| Advances recoverable in cash or in kind or for value to be received | 31.76 | 29.10 |
| Deferred Income | 869.99 | 643.37 |
| Total | 1,186.34 | 876.24 |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 7 CURRENT TAX ASSETS (NET)

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---------------------|------------------------|------------------------|
| Advance Tax and TDS | - | - |
| Total | - | - |

* Advance tax & TDS has been set off against provision of taxation

NOTE 8 DEFERRED TAX ASSET

Deferred tax assets/(liabilities) recorded in Balance Sheet

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Opening Balance of Deferred Tax Asset | 392.72 | 289.84 |
| Changes in deferred tax assets/(liabilities) recorded in profit or Loss | 117.92 | 101.86 |
| Changes in deferred tax recorded in other comprehensive income | (1.48) | 1.02 |
| Changes in deferred tax recorded in Retained Earning | - | - |
| Closing Balance of Deferred Tax Asset | 509.16 | 392.72 |

Changes in deferred tax assets/liabilities recorded in profit or Loss

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| Deferred tax relates to the following | | |
| Disallowance u/s 43B of the Income Tax Act, 1961 | - | - |
| Impairment on financial instruments | (35.13) | (54.71) |
| Depreciation and amortisation expenses | (81.67) | (51.92) |
| Financial instruments measured at EIR | (16.47) | (25.78) |
| Lease liability impact | 18.72 | 24.28 |
| Unrealised net gain/(loss) on fair value changes | (2.62) | 3.31 |
| Others | (0.76) | 2.95 |
| Deferred Tax Liabilities | (117.92) | (101.86) |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

Changes in deferred tax recorded in other comprehensive income

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| Deferred tax relates to the following | | |
| Disallowance u/s 43B of the Income Tax Act, 1961 | - | - |
| Remeasurement of Post Employment Benefit Obligations | (2.78) | (0.21) |
| Net Gain on equity instrument designated at FVOCI for the year | 4.26 | (0.81) |
| Deferred Tax Liabilities | 1.48 | (1.02) |

Changes in deferred tax recorded in Retained Earning

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| Deferred tax relates to the following | | |
| Disallowance u/s 43B of the Income Tax Act, 1961 | - | - |
| Lease liability impact | - | - |
| Deferred Tax Liabilities | - | - |

NOTE 8.1 The evaluation of uncertain tax positions involves an interpretation of relevant tax laws which could be subject to challenge by the tax authorities and an assessment of whether the tax authorities will accept the position taken. The Corporation does not currently consider that assumptions or judgements made in assessing tax liabilities have a significant risk resulting in a material adjustment within the next financial year.

NOTE 8.2 Ind AS does not require the creation of deferred tax liability on the amount transferred to Special Reserve. Accordingly, DTL created on special reserves is reversed.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 9 INVESTMENT PROPERTY, PROPERTY, PLANT AND EQUIPMENT, CAPITAL WORK IN PROGRESS, OTHER INTANGIBLE ASSETS AND INTANGIBLE ASSET UNDER DEVELOPMENT

All amount are in lakhs unless otherwise stated

| | 9 (a) Property, Plant and equipment | | | | | | | | | | 9 (b) Capital Work in Progress | 9 (c) Other Intangible Asset | 9 (d) Intangible asset Under Development | Total | | |
|---|-------------------------------------|---------------|---------------|--------------------|--------------|-----------------|---------------------|-----------------|----------------------|---------------------------------|--------------------------------|------------------------------|--|-------|----------|--|
| | 9. Investment Property | Land | Computers | Office Equip-ments | Motor Cars** | Motor Cycles | Furniture & Fixture | Right to use* | Total Tangible Asset | Furniture & Fixture & Other WIP | | | | | Software | |
| Gross carrying Value | | | | | | | | | | | | | | | | |
| As at March 31 2022 | 4.34 | 87.78 | 182.68 | 185.64 | 1.03 | 113.19 | 519.50 | 1,089.82 | 521.16 | 7.15 | 2.78 | | | | | |
| Purchase | - | 50.48 | 29.02 | 57.77 | - | 967.68 | 1,336.73 | 2,441.68 | 291.76 | 0.65 | 54.61 | | | | | |
| Disposal | - | 22.18 | 8.80 | - | - | - | 519.50 | 550.48 | 796.43 | 1.77 | - | | | | | |
| As at March 31 2023 | 4.34 | 116.08 | 202.90 | 243.41 | 1.03 | 1,080.87 | 1,336.73 | 2,981.02 | 16.49 | 6.03 | 57.39 | | | | | |
| Purchase | - | 26.61 | 58.73 | 104.19 | - | 83.47 | 398.78 | 671.78 | 31.28 | 129.94 | 26.88 | | | | | |
| Disposal | - | - | - | - | - | - | - | - | - | - | 84.27 | | | | | |
| As at March 31 2024 | 4.34 | 142.69 | 261.63 | 347.60 | 1.03 | 1,164.34 | 1,735.51 | 3,652.80 | 47.77 | 135.97 | - | | | | | |
| Accumulated depreciation / amortisation | | | | | | | | | | | | | | | | |
| As at March 31 2022 | - | 55.91 | 64.88 | 137.42 | 0.88 | 67.44 | 27.52 | 354.05 | - | 4.83 | - | | | | | |
| Disposal | - | 22.18 | 7.32 | - | - | - | 114.34 | 143.84 | - | 1.77 | - | | | | | |
| Charge for the period | - | 42.60 | 59.69 | 35.32 | 0.04 | 53.33 | 153.07 | 344.05 | - | 1.73 | - | | | | | |
| As at March 31 2023 | - | 76.33 | 117.25 | 172.74 | 0.92 | 120.77 | 66.25 | 554.26 | - | 4.79 | - | | | | | |
| Disposal | - | - | - | - | - | - | - | - | - | - | - | | | | | |
| Charge for the period | - | 33.73 | 52.48 | 41.30 | 0.03 | 261.91 | 146.61 | 536.06 | - | 41.65 | - | | | | | |
| As at March 31 2024 | - | 110.06 | 169.73 | 214.04 | 0.95 | 382.68 | 212.86 | 1,090.32 | - | 46.44 | - | | | | | |
| Net Carrying Value | | | | | | | | | | | | | | | | |
| As at March 31 2023 | 4.34 | 39.75 | 85.65 | 70.67 | 0.11 | 960.10 | 1,270.48 | 2,426.76 | 16.49 | 1.24 | 57.39 | | | | | |
| As at March 31 2024 | 4.34 | 32.63 | 91.90 | 133.56 | 0.08 | 781.66 | 1,522.65 | 2,562.48 | 47.77 | 89.53 | - | | | | | |

*Right of Use Assets are combined with all other tangible assets and presented through a single line item 'Property, Plant and Equipment' under Non-Financial Assets on the face of the Balance Sheet.

**Specific Motor Car hypothecated under car Loan from Banks.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

The capital work-in-progress ageing schedule for the years ended March 31, 2024 and March 31, 2023 is as follows :

All amount are in lakhs unless otherwise stated

| Particulars | Amount in capital work- in- progress for a period of | | | | Total |
|-----------------------------|--|------------------------|------------------------|-------------------|--------------|
| | Upto 1 Year | Over 1 Year to 2 Years | Over 2 Year to 3 Years | More than 3 years | |
| As at March 31, 2024 | | | | | |
| Project in Progress | 31.28 | 16.49 | - | - | 47.77 |
| As at March 31, 2023 | | | | | |
| Project in Progress | 16.49 | - | - | - | 16.49 |

The intangible asset under development ageing schedule for the years ended March 31, 2024 and March 31, 2023 is as follows :

All amount are in lakhs unless otherwise stated

| Particulars | Amount in intangible asset under development for a period of | | | | Total |
|-----------------------------|--|------------------------|------------------------|-------------------|--------------|
| | Upto 1 Year | Over 1 Year to 2 Years | Over 2 Year to 3 Years | More than 3 years | |
| As at March 31, 2024 | | | | | |
| Project in Progress | - | - | - | - | - |
| As at March 31, 2023 | | | | | |
| Project in Progress | 54.61 | 2.78 | - | - | 57.39 |

* There have been no acquisition through business combinations and no change of amount due to revaluation of Property, Plant & Equipment and Other Intangible Assets during the year ended 31-03-2024 & 31-03-2023.

NOTE 10 OTHER NON FINANCIAL ASSETS

All amount are in lakhs unless otherwise stated

| Particulars | As at | As at |
|--|---------------|---------------|
| | 31 March 2024 | 31 March 2023 |
| Prepaid Expenses - Unsecured ; Considered Good | 598.68 | 508.16 |
| Other Advance | 34.02 | 127.78 |
| GST Input Receivable | 3.77 | 9.27 |
| Total | 636.47 | 645.21 |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 11 PAYABLES

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Trade Payables | | |
| Total Outstanding dues of micro enterprises and small enterprises | - | - |
| Total Outstanding dues of creditors other than micro enterprise and small enterprises | 154.75 | 48.93 |
| Other Payables | | |
| Total Outstanding dues of micro enterprises and small enterprises - other payable | - | - |
| Total Outstanding dues of creditors other than micro enterprise and small enterprises - other payable | 231.92 | 223.40 |
| Total | 386.67 | 272.33 |

Note 11.1 Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came in to force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the management and confirmation sought from suppliers on registration with specified authority under MSMED, principal amount, interest accrued and remaining unpaid and interest paid during the year to such enterprise is as follows;

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year; | - | - |
| b) The amount of interest paid by the Company along with the amounts of the payment made to the supplier beyond the appointed day during the year; | - | - |
| c) The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act; | - | - |
| d) The amount of interest accrued and remaining unpaid at the end of the year. | - | - |
| e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise. | - | - |
| Total | - | - |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

11.2 TRADE PAYABLES & OTHER PAYABLES AGEING SCHEDULE

All amounts are in Lakhs unless otherwise stated

| Particulars | Upto 1 Year | Over 1 Year to 2 Years | Over 2 Year to 3 Years | Over 3 Year | Total |
|---|---------------|---------------------------|---------------------------|-------------|---------------|
| As at 31st March 2024 | | | | | |
| 1. MSME | - | - | - | - | - |
| 2. Others | 386.67 | - | - | - | 386.67 |
| 3. Disputed Dues - MSME | - | - | - | - | - |
| 4. Disputed Dues - Others | - | - | - | - | - |
| Total | 386.67 | - | - | - | 386.67 |
| As at 31st March 2023 | | | | | |
| 1. MSME | - | - | - | - | - |
| 2. Others | 272.33 | - | - | - | 272.33 |
| 3. Disputed Dues - MSME | - | - | - | - | - |
| 4. Disputed Dues - Others | - | - | - | - | - |
| Total | 272.33 | - | - | - | 272.33 |

NOTE 12 DEBT SECURITIES & BORROWINGS

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| 12(a) Debt Securities | | |
| Secured | | |
| At Amoritized Cost | | |
| Non-Convertible Debentures | - | 4,109.54 |
| Less: Discount | - | - |
| Net | - | 4,109.54 |
| Unsecured | - | - |
| Total | - | 4,109.54 |
| 12(b) Borrowings (other than debt securities) | | |
| Secured | | |
| At Amoritized Cost | | |
| Term Loans: | | |
| - From Banks | 24,275.42 | 13,610.66 |
| - From NHB | 5,612.12 | 3,878.73 |
| - From FI | 19,238.59 | 14,125.28 |
| Others: | | |
| - Loan Repayable on Demand | - | - |
| Unsecured | - | - |
| Total | 49,126.13 | 31,614.67 |
| Total Borrowing including Debt securities | 49,126.13 | 35,724.21 |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

12.1) NATURE OF SECURITY

- i) Refinance from National Housing Bank (NHB) and other Term Loans from banks and Financial Institutions are secured by first and exclusively charge on the specific book debts/receivables of the company and irrevocable power of attorney given by the company in favour of Banks/FI's/NHB for recovery of dues, Lien on specific FDR's and Personal Guarantee of specific Directors and Third party guarantee.
- ii) Redeemable Non convertible debentures were secured by first and exclusive charge on specific assets by way of hypothecation of book debts in favour of debenture trustee (All are redeemed as on March 31, 2024)
- iii) Car loans secured against hypothecation of Specific Motor Cars of Company and personal guarantee of specified directors and third party guarantee
- iv) The company has not made any default in repayment of instalments due over the reporting year.
- v) The Repayment of the borrowing is done in monthly, quarterly, half yearly & annual Instalment as per the sanctioned terms.
- vi) All the borrowings are availed from India and not from outside India.

12.2) TERMS OF REPAYMENT OF TERM LOANS AND DEBENTURES

All amounts are in Lakhs unless otherwise stated

| As at 31st March 2024 | Upto 1 Year | Over 1 Year to 3 Years | Over 3 Year to 5 year | Over 5 Year | Total |
|-----------------------------|------------------|------------------------|-----------------------|-----------------|------------------|
| Secured | | | | | |
| Term Loans | | | | | |
| From Banks | 5,866.79 | 8,188.42 | 5,796.48 | 4,423.73 | 24,275.42 |
| ROI 10% to 11.82% | | | | | |
| From National Housing Bank | 1,496.91 | 2,231.22 | 1,461.50 | 420.35 | 5,609.98 |
| ROI 7% to 8.35% | | | | | |
| From Financial Institutions | 4,066.96 | 7,679.31 | 4,531.05 | 2,937.94 | 19,215.26 |
| ROI 10.50% - 13.00% | | | | | |
| Non- convertible Debentures | - | - | - | - | - |
| ROI 10.45% - 11.45% | | | | | |
| Total | 11,430.66 | 18,098.95 | 11,789.03 | 7,782.02 | 49,100.66 |
| EIR Impact | | | | | 25.47 |
| Total | | | | | 49,126.13 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| As at 31 st March 2023 | Upto 1 Year | Over 1 Year to 3 Years | Over 3 Year to 5 year | Over 5 Year | Total |
|-----------------------------------|------------------|------------------------|-----------------------|-----------------|------------------|
| Secured | | | | | |
| Term Loans | | | | | |
| From Banks | 3,767.18 | 4,274.34 | 2,756.68 | 2,812.46 | 13,610.66 |
| ROI 9.90% to 11.82% | | | | | |
| From National Housing Bank | 921.43 | 1,807.76 | 856.16 | 290.00 | 3,875.35 |
| ROI 6.05% to 7.85% | | | | | |
| From Financial Institutions | 3,556.60 | 5,318.57 | 3,243.71 | 1,980.70 | 14,099.58 |
| ROI 9.80% - 13.00% | | | | | |
| Non- convertible Debentures | 4,110.00 | - | - | - | 4,110.00 |
| ROI 10.45% - 11.45% | | | | | |
| Total | 12,355.21 | 11,400.67 | 6,856.55 | 5,083.16 | 35,695.59 |
| EIR Impact | | | | | 28.62 |
| Total | | | | | 35,724.21 |

12.3 DETAILS OF REDEEMABLE NON CONVERTIBLE DEBENTURES

All amounts are in Lakhs unless otherwise stated

| Particulars | Redemption Date | ROI (p.a.) | Original Maturity | As at 31 March 2024 | As at 31 March 2023 |
|--|-------------------|------------|-------------------|---------------------|---------------------|
| INE559N07017 | August 21, 2022 | 9.90% | 5 Years | - | - |
| INE559N07041 | December 31, 2023 | 10.45% | 3 Years | - | 610.00 |
| INE559N07033 | July 31, 2023 | 11.00% | 3 Years | - | 2,500.00 |
| INE559N07025 | June 30, 2023 | 11.35% | 3 Years | - | 1,000.00 |
| Total Debt Security | | | | - | 4,110.00 |
| Adjustment of unamortized porcessing fee (EIR) | | | | - | (0.46) |
| Total Adjusted Debt Security | | | | - | 4,109.54 |

NOTE 13 OTHER FINANCIAL LIABILITIES

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|---------------------|---------------------|
| Interest Accrued But Not Due on Deb. | - | 272.68 |
| Interest Accrued But Not Due on Borrowings | 37.76 | 11.89 |
| Unpaid Dividends (Note 13.1) | - | - |
| Others | - | - |
| - Statutory Dues | 66.97 | 80.58 |
| Lease Liability* (Refer Note 36) | 1,284.90 | 1,038.19 |
| Total | 1,389.62 | 1,403.34 |

*Disclosures as required by Ind AS 116 - Leases are stated below:

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

a. Lease Liability Movement

All amount are in lakhs unless otherwise stated

| Particulars | As at | |
|--|-----------------|-----------------|
| | 31 March 2024 | 31 March 2023 |
| Balance as at the beginning of the year | 1,038.19 | 457.68 |
| Add : | | |
| Addition during the year | 321.09 | 1,069.82 |
| Interest on Lease Liability | 109.72 | 75.12 |
| Lease modification/ adjustments | - | - |
| Less : | | |
| Derecognised during the year | - | 392.83 |
| Lease rental payments | 184.10 | 171.60 |
| Balance as at the end of the year | 1,284.90 | 1,038.19 |

b. Lease rentals of ₹200.67 Lakhs (Previous year ₹168.65 Lakhs) pertaining to short-term leases has been charged to statement of profit and loss.

c. Maturity Analysis of Lease Liability as at 31 March 2024:

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | |
|-----------------|---------------------|-----------------|
| | Within 12 months | After 12 months |
| Lease Liability | 120.34 | 1,164.56 |

d. Maturity Analysis of Lease Liability as at 31 March 2023:

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2023 | |
|-----------------|---------------------|-----------------|
| | Within 12 months | After 12 months |
| Lease Liability | 67.18 | 971.01 |

NOTE 14 PROVISIONS

All amount are in lakhs unless otherwise stated

| Particulars | As at | |
|---------------------|---------------|---------------|
| | 31 March 2024 | 31 March 2023 |
| Employee Benefits | | |
| - Gratuity (Funded) | 48.26 | 27.40 |
| Provision for Tax | 71.32 | 8.33 |
| Other Provisions | 46.79 | 3.00 |
| Total | 166.37 | 38.74 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 15 EQUITY SHARE CAPITAL

Equity Share Capital

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| AUTHORISED CAPITAL : | | |
| Equity Shares | 1,600.00 | 1,600.00 |
| 1,60,00,000 Equity shares of INR 10 each | | |
| (PY: 1,60,00,000 Equity shares of ₹10 each | | |
| | 1,600 | 1,600 |
| ISSUED,SUBSCRIBED & PAID UP: | | |
| 1,33,00,000 Equity shares of ₹10 each | 1,300.00 | 1,300.00 |
| (PY : 1,30,00,000 Equity Shares of ₹10 each | | |
| Addition during the period | 30.00 | - |
| Total | 1,330.00 | 1,300.00 |

NOTE 15.1 :

Reconciliation of the number of shares outstanding

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | | As at 31 March 2023 | |
|---|---------------------|--------------------|---------------------|--------------------|
| | No of Shares | Amount | No of Shares | Amount |
| Shares outstanding at the beginning of the year | 13,000,000 | 130,000,000 | 13,000,000 | 130,000,000 |
| Shares Issued during the year | 300,000 | 3,000,000 | - | - |
| Shares bought back during the year | - | - | - | - |
| Shares outstanding at the end of the year | 13,300,000 | 133,000,000 | 13,000,000 | 130,000,000 |

NOTE 15.2 :

Terms/ Rights attached to equity shares

The company has only one class of Equity shares having par value of ₹10 each. Each holder of equity shares is entitled to one vote per share.

The holders of equity shares are entitled to dividends,if any,proposed by the Board of Directors and approved by Shareholders at the Annual General Meeting.

In the event of Liquidation of the company, the holders of equity shares will be entitled to receive any of the remaning assets of the company, after distribution of all preferential amounts.

However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 15.3 :

Details of Shareholders holding more than 5% shares in Company

All amount are in lakhs unless otherwise stated

| Name of Shareholder | As at 31 March 2024 | | As at March 31, 2023 | |
|------------------------------|---------------------|--------------|----------------------|--------------|
| | No. of Shares held | % of Holding | No. of Shares held | % of Holding |
| Vinod Kumar Jain | 3,216,387 | 24.18% | 2,916,387 | 22.43% |
| Archis Jain | 1,176,392 | 8.85% | 1,356,392 | 10.43% |
| Ambitious Associates Pvt Ltd | 756,060 | 5.68% | 756,060 | 5.82% |
| Seema Jain | 746,401 | 5.61% | 746,401 | 5.74% |
| Vinod Jain HUF | 662,148 | 4.98% | 661,876 | 5.09% |

NOTE 15.4 :

For the period of five years immediately preceding the FY 2023-24

- (A) Aggregate number and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash is NIL
- (B) During the year 2014-15, pursuant to approval of shareholders at the Extra-Ordinary General Meeting (EOGM) of SRG Housing Finance Limited held on May 12, 2014, the Company allotted 3,232,200 Bonus Equity Shares of ₹10/- each fully paid up shares in the proportion of 2:5 i.e. two shares for every five shares held.
- (C) Aggregate number and class of shares bought back is NIL”

NOTE 15.5 :

The Company has not:

- A) issued any securities convertible into equity/preference shares, except 5,00,000 Share Warrants convertible into Equity Shares each carrying a right to subscribe to 1 (one) equity share at an issue price of ₹ 200/- per equity share (face value of ₹ 10/- each at a premium of ₹ 190/-), which may be exercised in one or more tranches during the period commencing from the date of allotment of the warrants i.e. 24.11.2022 until expiry of 18 months from the date of allotment of the warrants out of which 3, 00,000 share warrants were exercised by the allottee and 3,00,000 Equity shares allotted to him pursuant to the covnersion in the month of March 2024.
- B) Issued any shares where calls are unpaid.
- C) Forfeited any shares.
- D) Issued any shares reserved for issue under options and contracts or commitments for sale of shares or divestment.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 15.6 :

Shareholding of Promoters in the Company

All amount are in lakhs unless otherwise stated

| Equity Shares | As at March 31, 2024 | | As at March 31, 2023 | | % change during the year |
|------------------|----------------------|-------------------|----------------------|-------------------|--------------------------|
| | No. of Shares | % of total shares | No. of Shares | % of total shares | |
| Vinod Kumar Jain | 3,216,387 | 24.18% | 2,916,387 | 22.43% | 1.75% |
| Seema Jain | 746,401 | 5.61% | 746,401 | 5.74% | (0.13)% |

Shareholding of Promoters Group in the Company

All amount are in lakhs unless otherwise stated

| Equity Shares | As at March 31, 2024 | | As at March 31, 2023 | | % change during the year |
|-------------------------------------|----------------------|-------------------|----------------------|-------------------|--------------------------|
| | No. of Shares | % of total shares | No. of Shares | % of total shares | |
| Vinod Kumar Jain | 3,216,387 | 24.18% | 2,916,387 | 22.43% | 1.75% |
| Archis Jain | 1,176,392 | 8.85% | 1,356,392 | 10.43% | (1.58)% |
| Ambitious Associates Pvt Ltd | 756,060 | 5.68% | 756,060 | 5.82% | (0.14)% |
| Seema Jain | 746,401 | 5.61% | 746,401 | 5.74% | (0.13)% |
| Vinod Jain HUF | 662,148 | 4.98% | 661,876 | 5.09% | (0.11)% |
| SRG Global Solutions Private Limite | 525,000 | 3.95% | 525,000 | 4.04% | (0.09)% |
| Rhythm Consultants Private Limited | 465,920 | 3.50% | 465,920 | 3.58% | (0.08)% |
| SRG Securities Finance Limited | 366,276 | 2.75% | 366,276 | 2.82% | (0.07)% |
| SRG Global Builders Private Limited | 226,799 | 1.71% | 226,799 | 1.74% | (0.03)% |
| Rajesh Jain Huf . | 204,960 | 1.54% | 204,960 | 1.58% | (0.04)% |
| Jikisha Jain | 591,900 | 4.45% | 591,900 | 4.55% | (0.10)% |
| Hriday Jain | 180,000 | 1.35% | 0.00 | 0.00% | 1.35% |
| Binoy Biz Private Limited | - | 0.00% | 52,500 | 0.40% | (0.40)% |

NOTE 16 OTHER EQUITY

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---------------------------------------|---------------------|---------------------|
| Other Equity | | |
| Special Reserves | 2,632.56 | 2,211.38 |
| Securities Premium | 1,947.02 | 1,377.02 |
| Share Based Payments Reserve | 80.26 | - |
| Money received against share warrants | 100.00 | 250.00 |
| General Reserve | - | - |
| Retained Earnings | 9,876.99 | 8,187.81 |
| Total | 14,636.83 | 12,026.21 |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Special Reserve | | |
| 1. In terms of Section 29C(1) of the National Housing Bank Act,1987 | | - |
| Balance at the beginning of the year | 312.19 | 274.82 |
| Add : Transferred during the year | 69.32 | 37.37 |
| Balance at the end of the year | 381.51 | 312.19 |
| In terms of Section 36(1)(viii) of the Income tax Act, 1961) | | |
| Balance at the beginning of the year | 1,899.19 | 1,594.56 |
| Add : Transferred during the year | 351.86 | 304.63 |
| Balance at the end of the year | 2,251.05 | 1,899.19 |
| Total | 2,632.56 | 2,211.38 |
| Securities Premium | | |
| Balance at the beginning of the year | 1,377.02 | 1,377.02 |
| Add : Transferred during the year | 570.00 | - |
| Balance at the end of the year | 1,947.02 | 1,377.02 |
| General Reserve | | |
| Balance at the beginning of the year | - | - |
| Add : Transferred during the year | - | - |
| Add: DTL created on Special Reserve - reversed | - | - |
| Balance at the end of the year | - | - |
| Surplus In Statement Of Profit And Loss | | |
| Balance at the beginning of the year | 8,187.81 | 6,827.57 |
| Profit for the Year | 2,105.88 | 1,705.71 |
| Item of other comprehensive income recognised directly in retained earnings | 4.41 | (3.03) |
| Amount available for Appropriations | 10,298.10 | 8,530.25 |
| Appropriations | | |
| Transferred to General Reserve | - | - |
| Transferred to Special Reserve | 421.18 | 342.00 |
| Excess Prov for Tax | (0.07) | 0.44 |
| Balance at the end of the year | 9,876.99 | 8,187.81 |
| Money received against share warrants | | |
| Balance at the beginning of the year | 250.00 | - |
| Add : Transferred during the year | (150.00) | 250.00 |
| Balance at the end of the year | 100.00 | 250.00 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---------------------------------------|------------------------|------------------------|
| Share Based Payments Reserve | | |
| Balance at the beginning of the year | - | - |
| Add : Transferred during the year | 80.26 | - |
| Balance at the end of the year | 80.26 | - |
| Total | 14,636.83 | 12,026.21 |

NOTE 16.1 :

Nature and purpose of reserve

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 such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

Special Reserve

As per Section 29C of the National Housing Bank Act, 1987, the Company is required to transfer at least 20% of its net profit every year to a reserve before any dividend is declared. For this purpose any Special Reserve created by the Company under Section 36(1) (viii) of the Income Tax Act, 1961 is considered to be an eligible transfer. The Company has transferred an amount of ₹421.18 Lakhs (Previous year ₹342 Crores) to Special Reserve in terms of Section 36(1) (viii) of the Income Tax Act, 1961.

General reserve

It is a free reserve which is created by appropriation from profits of the current year and/or undistributed profits of previous years, before declaration of dividend duly complying with any regulations in this regard.

Retained earnings

Retained earnings represents the amount of accumulated earnings of the Company

Share Based Payments Reserve

This Reserve relates to stock options granted by the Company to employees under various ESOP Schemes. This Reserve is transferred to Securities Premium Account on exercise of vested options.

NOTE 17 INTEREST INCOME

On Financial Assets measured at Amortised Cost

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Interest on Housing and Property Loans* | 10,818.17 | 8,003.70 |
| Interest on FDR | 131.50 | 122.18 |
| Total | 10,949.67 | 8,125.88 |

As per Effective Interest Rate (EIR).

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 18 (A) FEES AND COMMISSION INCOME

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|------------------------|------------------------|------------------------|
| Fees and Other Charges | 560.32 | 344.99 |
| Total | 560.32 | 344.99 |

NOTE 18 (B) OTHER INCOME FROM OPERATION

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|-----------------------------|------------------------|------------------------|
| Other Income from Operation | 934.59 | 622.49 |
| Total | 934.59 | 622.49 |

NOTE 19 NET GAIN ON DERECOGNITION OF FINANCIAL INSTRUMENTS

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--------------|------------------------|------------------------|
| Loans | 38.79 | 34.74 |
| Borrowings | (4.74) | - |
| Total | 34.05 | 34.74 |

NOTE 20 NET GAIN/LOSS ON FAIR VALUE CHANGES

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Total net gain on fair value changes on financial instruments measured at fair value through profit and loss | | |
| Investment in units of mutual funds | - | - |
| Investment in Debt securities | 0.85 | 11.24 |
| Total | 0.85 | 11.24 |

*Fair value changes in this schedule are other than those arising on account of accrued interest income/expense.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 21 OTHER INCOME

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Income From Mutual Fund & Bonds | 164.83 | 199.23 |
| Others | 2.85 | 10.20 |
| Gain/Loss on modification of lease | - | (12.33) |
| Unwinding of discount on security deposit | - | 32.67 |
| Bad Debt Recover | 1.00 | - |
| Interest on Deposit | 17.83 | 13.48 |
| Total | 186.51 | 243.25 |

NOTE 22 FINANCE COST

On Financial liabilities measured at Amortised Cost

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Interest on Loans from Banks & FI's, on Refinance from NHB and on NCD | 4,851.09 | 3,536.28 |
| Bank Charges and other borrowing cost | 119.93 | 102.17 |
| Interest on Lease Liability | 109.72 | 75.12 |
| Other Interest | 0.04 | 1.03 |
| Total | 5,080.78 | 3,714.60 |

NOTE 23 IMPAIRMENT ON FINANCIAL INSTRUMENTS

All amount are in lakhs unless otherwise stated

| Particulars | For The period Ended March 31, 2024 | | | For The Year Ended March 31,2023 | | |
|--------------|--|------------------|-------------------------|-------------------------------------|------------------|-------------------------|
| | On Financial Instruments measured | | | On Financial Instruments measured | | |
| | At FVTOCI | At Fair Value | At Amortised Cost | At FVTOCI | At Fair Value | At Amortised Cost |
| Loans | - | - | 139.56 | - | - | 217.37 |
| Total | - | - | 139.56 | - | - | 217.37 |

The details relating to movement in Impairment on Loans (Expected credit loss) is disclosed in note 4.1

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 24 EMPLOYEE BENEFIT EXPENSES

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|---|------------------------|------------------------|
| Salaries and Bonus | 2,493.29 | 1,791.67 |
| Company's Contribution to Provident and Other Funds | 153.55 | 99.01 |
| Staff Welfare Expenses | 83.34 | 6.08 |
| Total | 2,730.18 | 1,896.76 |

NOTE 25 DEPRECIATION AND AMORTISATION EXPENSES

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|--|------------------------|------------------------|
| Depreciation on Property, Plant and Equipment Refer Note 9, (a), (b), (c), (d) | 577.70 | 345.78 |
| Total | 577.70 | 345.78 |

NOTE 26 OTHER EXPENSES

All amount are in lakhs unless otherwise stated

| Particulars | As at 31 March 2024 | As at 31 March 2023 |
|----------------------------------|------------------------|------------------------|
| Advertisement | 43.68 | 9.58 |
| Auditors Remuneration | 3.50 | 4.41 |
| Bad Debts | - | - |
| Vehicle Running & Maintenance | 2.47 | 2.75 |
| CIBIL EXP. | 35.74 | 23.63 |
| Computer Maintenance | 6.35 | 4.79 |
| Donation | 0.11 | 0.19 |
| Electricity | 35.39 | 27.13 |
| Insurance | 20.47 | 16.77 |
| Legal & Professional Fees | 418.35 | 296.88 |
| Office Expenses | 290.81 | 169.58 |
| Postage and Telegramme | 23.88 | 12.48 |
| Printing and Stationery | 28.38 | 22.29 |
| Lease Expense | 200.67 | 168.65 |
| Communication Expenses | 37.05 | 27.19 |
| Travelling and Conveyance | 132.28 | 148.06 |
| Business Promotion Exp. | 105.59 | 60.95 |
| Recovery and Inspection | 3.43 | 0.50 |
| Rates & Taxes | 1.20 | 0.98 |
| CSR Expenses | 65.10 | 48.33 |
| Software License and Maintenance | 50.17 | 37.58 |
| Other Expenses | 20.90 | 18.42 |
| Sitting Fees | 2.41 | 2.65 |
| Total | 1,527.94 | 1,103.79 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 27. AUDITOR'S REMUNERATION INCLUDES:

All amount are in lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|-------------------------------------|--------------|---------------|
| Audit Fees | 2.75 | 2.75 |
| Certification Fees & Limited Review | 0.75 | 1.50 |
| Total | 3.50 | 4.25 |

Note: Above figures are excluding GST impact.

NOTE 28. SPECIAL RESERVE:

As per Section 29C of the National Housing Bank Act, 1987, the Company is required to transfer at least 20% of its net profits every year to a reserve before any dividend is declared. For this purpose, any Special Reserve created by the Company under Section 36(1) (viii) of the Income Tax Act, 1961 is considered to be an eligible transfer u/s 29C of the NHB Act, 1987 also. Refer note 16.1.

NOTE 29. DISCLOSURE ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES U/S 135 OF THE COMPANIES ACT, 2013:-

Disclosure on Corporate Social Responsibility (CSR) activities u/s 135 of the Companies Act, 2013 is as under:

All amount are in lakhs unless otherwise stated

| Particulars | Year ended 31 March 2024 | Year ended 31 March 2023 |
|--|-----------------------------|-----------------------------|
| (a) Total amount required to be spent during the year | 46.80 | 48.41 |
| (b) Total amount of expenditure incurred during the year | 65.10 | 48.43 |
| (c) Shortfall at the end of the year | 0.00 | 0.00 |
| (d) Total amount of previous years shortfall | 0.00 | 0.00 |
| (e) Reason for shortfall | NA | NA |

Nature of CSR activities

Promoting education, Protection of national heritage, art and culture, ensuring environmental sustainability, promoting health care including preventive health, training to promote rural sports, nationally recognised sports

Details of related party transactions, e.g. Contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard: -

All amount are in lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|----------------|--------------|---------------|
| SRG Foundation | 1.60 | 5.00 |

Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision: -

| Current Year | Previous Year |
|--------------|---------------|
| NA | NA |

No amount has been spent by the Company for the construction/ acquisition of any new asset during the year ended 31 March 2024 and 31 March 2023.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 30. TAX EXPENSE:

Income Tax recognized in Profit or Loss

All amount are in lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|--|---------------|---------------|
| Current Tax | | |
| In respect of the current year | 621.87 | 500.44 |
| Deferred Tax (Net) | | |
| In respect of the current year | (117.92) | (101.86) |
| Total Tax Expense recognised in the current year relating to Continuing Operations (Refer note 30.1) | 503.95 | 398.58 |

* The Company opted for income tax rate under section 115BAA of the Income Tax Act, 1961; the effective tax rate is at 25.168%.

30.1 RECONCILIATION OF INCOME TAX EXPENSE OF THE YEAR CAN BE RECONCILED TO THE ACCOUNTING PROFIT AS FOLLOWS:

The tax charge shown in the statement of profit and loss differs from the tax charge that would apply if all profits had been charged at India corporate tax rate. A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended 31 March 2024 and 31 March 2023 is as follow:

All amount are in lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|--|---------------|---------------|
| Profit Before Tax | 2,609.83 | 2,104.29 |
| Income Tax Expense | 656.84 | 529.61 |
| Effect of Expenses for which deduction under tax laws is allowed | (34.97) | (29.17) |
| Others | (117.92) | (101.86) |
| Income Tax Expense recognised in Statement of Profit and Loss | 503.95 | 398.58 |

The tax rate used for the reconciliations above is the corporate tax rate of 25.168% (Previous year 25.168%) for the financial year ended March 31, 2024 payable by corporate entities in India on taxable profits under tax law in Indian jurisdiction.

NOTE 31. EARNING PER SHARE (EPS):

In accordance with the Indian Accounting Standard (Ind AS) 33 on 'Earnings Per Share':

The following is the computation of earnings per share on basic and diluted earnings per equity share:

All amount are in lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|---|----------------|----------------|
| Net profit after tax attributable to equity shareholders (₹In Lakhs) | 2,105.89 | 1,705.71 |
| Weighted Average Number of Equity Shares for calculating basic EPS (No's) | 1,30,11,507.00 | 1,30,00,000.00 |
| Effect of Dilutive Potential Equity shares – Share Warrants | 4,88,493.00 | 1,66,666.67 |
| Weighted Average Number of Equity Shares for calculating diluted EPS (No's) | 1,35,00,000.00 | 1,31,66,666.67 |
| Earnings Per Share- Basic (₹) | 16.18 | 13.12 |
| Earnings Per Share- Diluted (₹) | 15.60 | 12.95 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 32. EMPLOYEE BENEFIT EXPENSE:

The Company provides for gratuity, a defined benefit plan, to its employees. The Plan provides a lump sum payment to eligible employees, an amount based on the respective employee's last drawn salary and years of employment with the Company. The Company has employees' gratuity fund managed by the Life Insurance Corporation of India.

a. Defined Contribution Plan

The company makes contributions to provident fund for qualifying employees to Regional Provident Fund Commissioner under defined contribution plan under the Provident Fund Act.

The company's contribution to provident fund aggregating ₹114.34 Lakhs (Previous year ₹79.90 Lakhs) has been recognized as an expense and included under the head "Contribution to Provident and Other Funds" of Statement of Profit and Loss.

b. Defined Obligation Benefit:

The company provides gratuity to its employees which are defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The details of post-retirement benefits for the employees (including Key Management Personnel) as mentioned hereunder are based on the report as provided by Independent Actuary as mentioned above and relied upon by the Auditors.

Gratuity (Funded)

All amount are in lakhs unless otherwise stated

| Table Showing Change in the Present Value of Defined Benefit Obligation | Current Year | Previous year |
|--|--------------|---------------|
| Present Value of Benefit Obligation | 27.40 | 25.66 |
| Interest Cost | 1.81 | 1.57 |
| Current Service Cost | 8.68 | 6.72 |
| Past Service Cost | - | - |
| Liability Transferred In/ Acquisitions | - | - |
| (Liability Transferred Out/ Divestments) | - | - |
| (Gains)/ Losses on Curtailment | - | - |
| (Liabilities Extinguished on Settlement) | - | - |
| (Benefit Paid Directly by the Employer) | (0.56) | (7.21) |
| (Benefit Paid From the Fund) | - | - |
| The Effect Of Changes in Foreign Exchange Rates | - | - |
| Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions | - | - |
| Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions | 1.80 | (1.86) |
| Actuarial (Gains)/Losses on Obligations - Due to Experience | 9.13 | 2.52 |
| Present Value of Benefit Obligation at the End of the Period | 48.26 | 27.40 |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Table Showing Change in the Fair Value of Plan Assets | Current Year | Previous Year |
|--|---------------------|----------------------|
| Fair Value of Plan Assets | 20.17 | 16.42 |
| Interest Income | 1.27 | 0.93 |
| Contributions by the Employer | 1.40 | 2.99 |
| Expected Contributions by the Employees | - | - |
| Assets Transferred In/Acquisitions | - | - |
| (Assets Transferred Out/ Divestments) | - | - |
| (Benefit Paid from the Fund) | - | - |
| (Assets Distributed on Settlements) | - | - |
| Effects of Asset Ceiling | - | - |
| The Effect Of Changes In Foreign Exchange Rates | - | - |
| Return on Plan Assets, Excluding Interest Income | (0.13) | (0.17) |
| Fair Value of Plan Assets at the End of the Period | 22.71 | 20.17 |

All amount are in lakhs unless otherwise stated

| Amount Recognized in the Balance Sheet | Current Year | Previous year |
|--|---------------------|----------------------|
| (Present Value of Benefit Obligation at the end of the Period) | 48.26 | (27.40) |
| Fair Value of Plan Assets at the end of the Period | 22.71 | 20.17 |
| Funded Status (Surplus/ (Deficit)) | (25.55) | (7.23) |
| Net (Liability)/Asset Recognized in the Balance Sheet | (25.55) | (7.23) |

All amount are in lakhs unless otherwise stated

| Net Interest Cost for Current Period | Current Year | Previous Year |
|--|---------------------|----------------------|
| Present Value of Benefit Obligation at the Beginning of the Period | 27.40 | 25.66 |
| (Fair Value of Plan Assets at the Beginning of the Period) | (20.17) | (16.42) |
| Net Liability/(Asset) at the Beginning | 7.23 | 9.24 |
| Interest Cost | 1.81 | 1.57 |
| (Interest Income) | (1.27) | (0.93) |
| Net Interest Cost for Current Period | 0.54 | 0.64 |

All amount are in lakhs unless otherwise stated

| Expenses Recognized in the Statement of Profit or Loss | Current Year | Previous Year |
|---|---------------------|----------------------|
| Current Service Cost | 8.67 | 6.72 |
| Net Interest Cost | 0.54 | 0.64 |
| Past Service Cost | - | - |
| (Expected Contributions by the Employees) | - | - |
| (Gains)/Losses on Curtailments And Settlements | - | - |
| Net Effect of Changes in Foreign Exchange Rates | - | - |
| Expenses Recognized | 9.21 | 7.36 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Expenses Recognized in Other Comprehensive Income (OCI) | Current Year | Previous Year |
|--|---------------------|----------------------|
| Actuarial (Gains)/Losses on Obligation For the Period | 10.93 | 0.67 |
| Return on Plan Assets, Excluding Interest Income | 0.13 | 0.16 |
| Change in Asset Ceiling | - | - |
| Net (Income)/Expense For the Period Recognized in OCI | 11.06 | 0.83 |

All amount are in lakhs unless otherwise stated

| Balance Sheet Reconciliation | Current Year | Previous Year |
|--|---------------------|----------------------|
| Opening Net Liability | 7.23 | 9.24 |
| Expense Recognized in Statement of Profit or Loss | 9.21 | 7.36 |
| Expenses Recognized in OCI | 11.06 | 0.83 |
| Net Liability/(Asset) Transfer In | - | - |
| Net (Liability)/Asset Transfer Out | - | - |
| (Benefit Paid Directly by the Employer) | (0.55) | (7.21) |
| (Employer's Contribution) | (1.40) | (2.99) |
| Net Liability/(Asset) Recognized in the Balance Sheet | 25.55 | 7.23 |

Maturity Analysis

All amount are in lakhs unless otherwise stated

| Projected Benefits Payable in Future Year | Current Year | Previous Year |
|--|---------------------|----------------------|
| 1 st Following Year | 4.23 | 3.67 |
| 2 nd Following Year | 1.29 | 0.65 |
| 3 rd Following Year | 1.44 | 0.77 |
| 4 th Following Year | 1.65 | 0.85 |
| 5 th Following Year | 9.42 | 0.99 |
| Sum of Years 6 to 10 | 9.10 | 10.73 |
| Sum of Years 11 to above | 176.63 | 100.60 |

All amount are in lakhs unless otherwise stated

| Sensitivity Analysis | Current Year | Previous Year |
|--|---------------------|----------------------|
| Projected Benefit Obligation on Current Assumptions | 48.26 | 27.40 |
| Delta Effect of +1% Change in Rate of Discounting | (6.14) | (3.24) |
| Delta Effect of -1% Change in Rate of Discounting | 7.83 | 4.14 |
| Delta Effect of +1% Change in Rate of Salary Increase | 7.19 | 3.91 |
| Delta Effect of -1% Change in Rate of Salary Increase | (5.84) | (3.17) |
| Delta Effect of +1% Change in Rate of Employee Turnover | 2.45 | 1.12 |
| Delta Effect of -1% Change in Rate of Employee Turnover | (3.11) | (1.46) |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

Assumptions (Current Period)

All amount are in lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|----------------------------------|---|---|
| Expected Return on Plan Assets | 7.19% | 7.46% |
| Rate of Discounting | 7.19% | 7.46% |
| Rate of Salary Increase | 5.00% | 5.00% |
| Rate of Employee Turnover | For service 4 years and below 25.00% p.a. For service 5 years and above 2.00% p.a. | For service 4 years and below 25.00% p.a. For service 5 years and above 2.00% p.a. |
| Mortality Rate During Employment | Indian Assured Lives Mortality 2012-14 (Urban)" | Indian Assured Lives Mortality 2012-14 (Urban) |

Employee stock options

During the financial year 2023-24 Company has granted ESOPs as per the ESOP scheme 2023 approved by the shareholders of the Company be way of postal ballot on May 11,2023.

There were no ESOP scheme exist in the Company before financial year 2023-24.

The Company has granted ESOPs under ESOP Scheme 2023

| | |
|-------------------------------|------------|
| No of Options Approved | 13,00,000 |
| No of Options Granted | 2,51,000 |
| Date of Grant | 29.06.2023 |
| Exercise price per option | 200 |

Vesting Conditions

- Continued Employment with the Company;
- The options granted to ESOP grantee shall be eligible to be vested subject to the achievement of the KRA scores/targets as communicated /assigned on time to time basis as decided by the Management.

Unvested options shall be carried forward to the next tranches maximum upto 1 years thereby providing due opportunity to the ESOP grantee to vest the options by achieving the specified ratings/targets.

Vesting Period:

The Options shall be vested as per the following schedule:

| Time Period | % of Options to be vested |
|--|-------------------------------|
| At the end of 1 st year from the grant date | [30] % of the Options Granted |
| At the end of 2 nd year from the grant date | [30] % of the Options Granted |
| At the end of 3 rd year from the grant date | [40] % of the Options Granted |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

Contractual life

ESOP- 2023 scheme - The contractual life (vesting period plus exercise period) range from maximum 2 years – 6 years i.e. vesting period ranging from maximum 2 to 4 years and exercise period of maximum 2 years from the date of each vesting of the option. In case of resignation/ termination of any employee, the exercise period shall be before expiry of exercise period or by last working day, whichever is earlier.

Method of settlement: ESOP 2023 is to be settled through issue of equity shares.

Computation of fair value of options granted- ESOP Scheme 2023

| Particulars | Vest I | Vest II | Vest III |
|------------------------|--------|---------|----------|
| Share price | 218.30 | 218.30 | 218.30 |
| Exercise price | 200 | 200 | 200 |
| Volatility | 51.73% | 51.21% | 57.48% |
| Risk free rate | 6.84% | 6.87% | 6.89% |
| Dividend yield | 0.00% | 0.00% | 0.00% |
| Fair value of options* | ₹21.23 | ₹26.63 | ₹44.28 |

* We have used the Black Scholes model for estimating the Fair Value of the Option

Reconciliation of outstanding share options:

| Particulars (No. of options) | ESOP 2023 |
|---|-----------|
| Outstanding at beginning of year | 0 |
| Vested at beginning of year | 0 |
| Granted during the year | 2,51,000 |
| Vested during the year | 0 |
| Lapsed | 0 |
| Forfeited | 0 |
| - Lapsed (unvested - lapsed) | 0 |
| Exercised | 0 |
| Outstanding at end of the year | 2,51,000 |
| Vested and exercisable at end of the year | 0 |
| Weighted average exercise price per option of options outstanding | - |
| Weighted average remaining contractual life of options | - |

* Disclosure of weighted average share price at the time of exercise is applicable only for plans where there has been an exercise of options in the current financial year

Sensitivity Analysis

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years

Notes-

- Gratuity is payable as per entity's scheme as detailed in the report.
- Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI).
- Salary escalation & attrition rate are considered as advised by the entity; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.
- Maturity Analysis of Benefit Payments is undiscounted cash flows considering future salary, attrition & death in respective year for members as mentioned above.
- Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.
- Weighted Average Duration of the Defined Benefit Obligation is the weighted average of cash flow timing, where weights are derived from the present value of each cash flow to the total present value.
- Any benefit payment and contribution to plan assets is considered to occur end of the year to depict liability and fund movement in the disclosures.
- Value of asset provided by the entity is not audited by us and the same is considered as unaudited fair value of plan asset as on the reporting date.
- In absence of specific communication as regards contribution by the entity, Expected Contribution in the Next Year is considered as the sum of net liability/assets at the end of the current year and current service cost for next year, subject to maximum allowable contribution to the Plan Assets over the next year as per the Income Tax Rules.

Characteristics of defined benefit plan:

The entity has a defined benefit gratuity plan in India (funded). The entity's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy

Gratuity is a defined benefit plan and entity is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines which mitigate risk.

During the year, there were no plan amendments, curtailments and settlements.

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

NOTE 33. CONTINGENT LIABILITIES AND COMMITMENTS:

There are no Contingent Liabilities as on 31 March 2024 (31 March 2023: Nil).

All amount are in lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|---|--------------|---------------|
| Commitments | | |
| i) Claims against the Company not acknowledged as debts | - | - |
| ii) Disputed Income tax Liability | 9.28 | - |
| iii) Commitment towards sanction pending disbursement including part disbursement | 3,873.36 | 2,080.33 |
| iv) Pending Capital Commitment | - | 1.44 |

NOTE 34. RELATED PARTY DISCLOSURES:

As per IND AS 24 on "Related Party Disclosure" details of transactions with related parties as defined therein are given below:

A. List of Related Parties (in accordance with IND AS 24 "Related Party Disclosures")

| Name of Related Party | Nature of Relationship |
|-----------------------|--|
| Vinod Kumar Jain | Managing Director (KMP) |
| Seema Jain | Non-Executive Director & Relative of KMP |
| Ashok Kabra | Non-Executive Independent Director |
| Vikas Gupta | Non-Executive Independent Director |
| Nishant Badala | Non-Executive Independent Director |
| Garima Soni | Non-Executive Director |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

| Name of Related Party | Nature of Relationship |
|--|--|
| Suresh K Porwal | Non-Executive Independent Director |
| Vinod Jain HUF | HUF of Vinod Kumar Jain, Managing Director |
| Archis Jain | KMP |
| Rajesh Jain | Relative of KMP |
| Ashok Kumar | Chief Financial Officer (KMP) |
| Divya Kothari | Company Secretary (KMP) |
| Hriday Jain | Relative of KMP |
| S R G Securities Finance Limited | Related Party Entity |
| SRG Foundation | Related Party Entity |
| SRG Housing Finance Limited Employee Group Gratuity Trust Fund | Related party entity |

Transactions with key management personnel of the Company

The Company enters into transactions, arrangements and agreements involving directors, senior management or close family members, in the ordinary course of business under the same commercial and market terms that apply to non-related parties.

B. Transactions carried out with the Related Parties in the ordinary course of business during the year are as follows

All amount are in lakhs unless otherwise stated

| Short Term Employee Benefits | Current Year | Previous Year |
|---------------------------------|--------------|---------------|
| Vinod Kumar Jain | 319.49 | 294.30 |
| Archis Jain | 45.80 | 23.80 |
| Ashok Kumar | 22.98 | 20.63 |
| Sunaina Nagar | - | 8.05 |
| Divya Kothari | 7.74 | 3.15 |
| Hriday Jain | 3.33 | - |
| Post-employment Benefits | | |
| Ashok Kumar | 0.22 | 0.22 |
| Sunaina Nagar | - | 0.09 |
| Divya Kothari | 0.13 | - |
| Hriday Jain | 0.16 | - |
| Sitting Fee | | |
| Nishant Badala | 0.49 | 0.50 |
| Ashok Kabra | 0.46 | 0.46 |
| Vikas Gupta | 0.24 | 0.30 |
| Suresh K Porwal | 0.46 | 0.46 |
| Seema Jain | 0.36 | 0.36 |
| Garima Soni | 0.20 | 0.35 |
| Lease/ Rent Expenses | | |
| Vinod Kumar Jain | 182.67 | 182.67 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Short Term Employee Benefits | Current Year | Previous Year |
|--|--------------|---------------|
| Seema Jain | 15.50 | 15.50 |
| Vinod Jain HUF | 10.73 | 10.73 |
| Rajesh Jain | 1.39 | 1.33 |
| CSR | | |
| SRG Foundation Contribution as Settler | 1.60 | 5.00 |
| SRG Foundation (Corpus) | 0.11 | 0.11 |
| Rent Deposit- Vinod Kumar Jain | 100.00 | 250.00 |

C. Details of balances with Related Parties

All amount are in lakhs unless otherwise stated

| Rent Deposit | Current Year | Previous Year |
|--------------------------------|--------------|---------------|
| Vinod Kumar Jain | 510.00 | 410.00 |
| Seema Jain | 14.00 | 14.00 |
| Vinod Jain HUF | 10.00 | 10.00 |
| Investment (Shares) | | |
| SRG Securities Finance Limited | 41.95 | 41.95 |

D. Amount due to related parties

All amount are in lakhs unless otherwise stated

| Particulars | Nature | Current Year | Previous Year |
|------------------|--------------|--------------|---------------|
| Vikas Gupta | Sitting Fee | - | 0.12 |
| Ashok Kabra | Sitting Fee | - | 0.22 |
| Nishant Badala | Sitting Fee | - | 0.22 |
| Garima Soni | Sitting Fee | 0.02 | - |
| Seema Jain | Rent | 1.16 | 1.31 |
| Vinod Kumar Jain | Remuneration | 40.29 | 59.80 |
| Vinod Jain HUF | Rent | 0.80 | 0.80 |
| Rajesh Jain | Rent | 0.12 | 0.12 |
| Archis Jain | Remuneration | 3.56 | 1.65 |
| Ashok Kumar | Remuneration | 1.77 | 1.40 |
| Divya Kothari | Remuneration | 0.71 | 0.41 |
| Hriday Jain | Remuneration | 0.35 | - |

Notes-

- All the Related party transactions are in ordinary course of business and at arm's length basis.
- Expenses towards gratuity are determined actuarially on overall Company basis at the end of the year and, accordingly have not been considered in the above information.
- The transactions disclosed above are excluding GST.
- During the Financial Year 2023-24, no payment is made to Non-Executive Directors and Independent Directors except Rent to Mrs. Seema Jain & Sitting Fee Amount to Non-Executive Director/ Independent Director as disclosed above.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 35. SEGMENT REPORTING:

35.1 Operating Segment: The Company's main business is to provide loans for purchase, construction, repairs and renovation etc. of residential house. All other activities of the company revolve around the main business. As such, there are no separate reportable segments, as per IND AS 108 "Operating Segment" specified under section 133 of the Companies Act, 2013. Accordingly, the amounts appearing in the financial statements relate to the Company's single business segment.

35.2 Entity Wide Disclosures: No revenue from transactions with a single external customer or counterparty amounted to 10% or more of the Company's total revenue in the year ended 31 March 2024 and 31 March 2023.

The Company operates in **single geography** i.e. India and therefore geographical information is not required to be disclosed separately.

NOTE 36. LEASE DISCLOSURE:

Where the Company is the lessee:

The Company has entered into agreements for taking its office premises under lease/rent agreements. These agreements are for tenures between 11 months and 10 years and majority of the agreements are renewable by mutual consent on mutually agreeable terms, lease rentals have an escalation upto 10%. Leases for which the lease term is less than 12 months have been accounted as short term leases.

All amount are in lakhs unless otherwise stated

| Contractual cash maturities of lease liabilities on an undiscounted basis | As at March 31, 2024 | As at March 31, 2023 |
|--|-----------------------------|-----------------------------|
| Not later than one year | 247.23 | 171.60 |
| Later than one year and not later than five years | 1,012.70 | 686.40 |
| Later than five years | 600.60 | 772.20 |
| Total undiscounted lease liabilities | 1,860.53 | 1,630.20 |
| Lease liabilities included in the balance sheet | | |
| Total Lease Liability | 1,284.90 | 1,038.19 |

All amount are in lakhs unless otherwise stated

| Amount recognized in the statement of profit and loss account | As at March 31, 2024 | As at March 31, 2023 |
|--|-----------------------------|-----------------------------|
| Interest on lease liabilities | 109.72 | 75.12 |
| Depreciation charge for the year | 146.61 | 153.07 |
| Expenses relating to short term leases | 200.67 | 168.65 |
| Gain/(Loss) on modification of lease | - | (12.33) |
| Unwinding of discount on security deposit | - | 32.67 |

The Company does not face significant liquidity risk with regards to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

37. FAIR VALUE MEASUREMENT:

Financial Instruments by Category

All amount are in lakhs unless otherwise stated

| Particulars | As At March 31, 2024 | | | As At March 31, 2023 | | |
|---|----------------------|--------------|------------------|----------------------|--------------|------------------|
| | FVTPL | FVTOCI | Amortised cost | FVTPL | FVTOCI | Amortised cost |
| Financial Assets | | | | | | |
| Investments | 842.47 | 39.00 | - | 1,166.93 | 22.05 | - |
| Loans (Net of ECL) | - | - | 58,993.11 | - | - | 42,809.54 |
| Cash and Cash Equivalents | - | - | 244.76 | - | - | 392.38 |
| Bank Balance other than above | - | - | 1,880.19 | - | - | 1,953.54 |
| Other Financial Assets | - | - | 1,186.34 | - | - | 876.24 |
| Total Financial Assets | 842.47 | 39.00 | 62,304.40 | 1,166.93 | 22.05 | 46,031.71 |
| Financial Liabilities | | | | | | |
| Trade Payables | - | - | 154.75 | - | - | 48.93 |
| Other Payables | - | - | 231.92 | - | - | 223.40 |
| Debt Securities | - | - | - | - | - | 4,109.54 |
| Borrowings (Other than Debt Securities) | - | - | 49,126.13 | - | - | 31,614.67 |
| Other Financial Liabilities | - | - | 104.72 | - | - | 365.16 |
| Total Financial Liabilities | - | - | 49,617.52 | - | - | 36,361.70 |

* Other financial liabilities exclude liability pertaining to lease liability covered under Indian accounting standard - 116 (31 March 2024: ₹1,284.90 Lakhs ; 31 March 2023: ₹1,038.19 Lakhs).

The Company had acquired equity instrument for the purpose of holding for a longer duration and not for the purpose of selling in near term for short term profit. Such instruments have been categorized as FVTOCI.

a. Fair Value Hierarchy:

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| As at March 31, 2024 | Carrying Amount | Routed through P/L | Routed through OCI | | | | Carried at Amortized cost | | | |
|--|------------------|--------------------|--------------------|----------|----------|--------------|---------------------------|----------|------------------|------------------|
| | | | Level 1 | Level 2 | Level 3 | Total | Level 1 | Level 2 | Level 3 | Total |
| Financial Assets | | | | | | | | | | |
| Cash and Cash Equivalents | 244.76 | - | - | - | - | - | - | - | 244.76 | 244.76 |
| Bank Balance other than Cash and Cash Equivalent | 1,880.19 | - | - | - | - | - | - | - | 1,880.19 | 1,880.19 |
| Loans | 58,993.11 | - | - | - | - | - | - | - | 58,993.11 | 58,993.11 |
| Investments | 881.47 | 842.47 | 39.00 | - | - | 39.00 | - | - | - | - |
| Other Financial Assets | 1,186.34 | - | - | - | - | - | - | - | 1,186.34 | 1,186.34 |
| Total Financial Assets | 63,185.87 | 842.47 | 39.00 | - | - | 39.00 | - | - | 62,304.40 | 62,304.40 |
| Financial Liabilities | | | | | | | | | | |
| Trade Payable | 154.75 | - | - | - | - | - | - | - | 154.75 | 154.75 |
| Other Payable | 231.92 | - | - | - | - | - | - | - | 231.92 | 231.92 |
| Debt securities | - | - | - | - | - | - | - | - | - | - |
| Borrowings (other than debt securities) | 49,126.13 | - | - | - | - | - | - | - | 49,126.13 | 49,126.13 |
| Other Financial Liabilities | 104.72 | - | - | - | - | - | - | - | 104.72 | 104.72 |
| Total Financial Liabilities | 50,902.43 | - | - | - | - | - | - | - | 50,902.43 | 50,902.43 |

All amount are in lakhs unless otherwise stated

| As at March 31, 2023 | Carrying Amount | Routed through P/L | Routed through OCI | | | | Carried at Amortized cost | | | |
|--|------------------|--------------------|--------------------|----------|----------|--------------|---------------------------|----------|------------------|------------------|
| | | | Level 1 | Level 2 | Level 3 | Total | Level 1 | Level 2 | Level 3 | Total |
| Financial Assets | | | | | | | | | | |
| Cash and Cash Equivalents | 392.38 | - | - | - | - | - | - | - | 392.38 | 392.38 |
| Bank Balance other than Cash and Cash Equivalent | 1,953.54 | - | - | - | - | - | - | - | 1,953.54 | 1,953.54 |
| Loans | 42,809.54 | - | - | - | - | - | - | - | 42,809.54 | 42,809.54 |
| Investments | 1,188.98 | 1,166.93 | 22.05 | - | - | 22.05 | - | - | - | - |
| Other Financial Assets | 876.24 | - | - | - | - | - | - | - | 876.24 | 876.24 |
| Total Financial Assets | 47,220.68 | 1,166.93 | 22.05 | - | - | 22.05 | - | - | 46,031.70 | 46,031.70 |
| Financial Liabilities | | | | | | | | | | |
| Trade Payable | 48.93 | - | - | - | - | - | - | - | 48.93 | 48.93 |
| Other Payable | 223.40 | - | - | - | - | - | - | - | 223.40 | 223.40 |
| Debt securities | 4,109.54 | - | - | - | - | - | - | - | 4,109.54 | 4,109.54 |
| Borrowings (other than debt securities) | 31,614.67 | - | - | - | - | - | - | - | 31,614.67 | 31,614.67 |
| Other financial liabilities | 365.16 | - | - | - | - | - | - | - | 365.16 | 365.16 |
| Total Financial Liabilities | 36,361.70 | - | - | - | - | - | - | - | 36,361.70 | 36,361.70 |

*Other financial liabilities exclude liability pertaining to lease liability covered under Indian accounting standard - 116 (31 March 2024: ₹1,284.90 Lakhs ; 31 March 2023: ₹1,038.19 Lakhs).

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments and mutual funds that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds) is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

observable, the instrument is included in level 2, , this level of hierarchy includes financial assets, measured using inputs other than quoted prices included within Level 1 that are observable for the asset, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: This level of hierarchy includes financial instruments measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data..

There were no transfers between levels 1, 2 and 3 during the year.

The Company's policy is to recognize transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

b. Valuation technique used to determine fair value

The fair value of a financial instrument on initial recognition is normally the transaction price (fair value of the consideration given or received). Subsequent to initial recognition, the Company determines the fair value of financial instruments that are quoted in active markets using the quoted prices and using valuation techniques for other instruments. Valuation techniques include discounted cash flow method, market comparable method, recent transactions happened in the Company and other valuation models. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The Fair Value of the financial assets and financial liabilities are considered at the amount, at which the instrument could be exchanged in current transaction between willing parties, other than in forced or liquidation sale.

Other Financial Assets and Liabilities

With respect to Bank Balances and Cash and Cash Equivalents (Refer Note 3 (a) and (b)), Other Financial Assets (Refer Note 6), Trade Payables (Refer Note 11) and Other Financial Liabilities (Refer Note 13), the carrying value approximates the fair value.

NOTE 38. FINACIAL RISK MANANGEMENT:

The Company is exposed to certain financial risks namely credit risk, liquidity risk and market risk i.e. interest risk, foreign currency risk and price risk. The Company's primary focus is to achieve better predictability of financial markets and minimise potential adverse effects on its financial performance by effectively managing the risks on its financial assets and liabilities.

The principal objective in Company's risk management processes is to measure and monitor the various risks associated with the Company and to follow policies and procedures to address such risks. The Company's risk management framework is driven by its Board and its subcommittees including the Audit Committee, the Asset Liability Management Committee and the Risk Management Committee. The Company gives due importance to prudent lending practices and have implemented suitable measures for risk mitigation, which include verification of credit history from credit information bureaus, personal verification of a customer's business and residence, valuation of collateral, technical and legal verifications, conservative loan to value, and required term cover for insurance

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

a. Liquidity Risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities - borrowing, trade payables and other financial liabilities.

The Company's Asset Liability Committee (ALCO) monitors asset liability mismatches to ensure there are no imbalances or excessive concentrations on either side of the balance sheet.

The Company continuously monitors liquidity in the market; and as a part of its ALCO strategy, it maintains a liquidity buffer managed by an active treasury desk to reduce this risk.

The Company maintains a judicious mix of borrowings from banks and other Financial Institutions, including NHB. The Company continues to diversify its sources of borrowings with an emphasis on longer tenor borrowings, which generally matches with the different types of Loan Facilities offered by the company. This strategy of balancing varied sources of funds and long tenor borrowings has helped the Company maintain a healthy asset liability position.

The tables below summarize the maturity profile of the undiscounted cash flows of the Company's financial liabilities.

As at March 31, 2024

All amount are in lakhs unless otherwise stated

| Particulars | Within 1 year | 1 - 5 years | Beyond 5 Years | Total |
|--|---------------|-------------|----------------|-----------|
| Trade & Other Payables | 386.68 | - | - | 386.68 |
| Debt Securities s (Refer note (i) below) | - | - | - | - |
| Borrowings (other than debt securities) (Refer note (i) below) | 11,430.66 | 29,887.98 | 7,807.49 | 49,126.13 |
| Other Financial Liabilities (Refer note (ii) below) | 104.72 | - | - | 104.72 |

As at March 31, 2023

All amount are in lakhs unless otherwise stated

| Particulars | Within 1 year | 1 - 5 years | Beyond 5 Years | Total |
|--|---------------|-------------|----------------|-----------|
| Trade & Other Payables | 272.33 | - | - | 272.33 |
| Debt Securities s (Refer note (i) below) | 4,109.54 | - | - | 4,109.54 |
| Borrowings (other than debt securities) (Refer note (i) below) | 12,355.21 | 18,257.22 | 5,111.78 | 35,724.21 |
| Other Financial Liabilities (Refer note (ii) below) | 365.16 | - | - | 365.16 |

Notes:

- (i) Debt securities and borrowings (other than debt securities) carry adjustment of unamortized processing fee (EIR).
- (ii) Other financial liabilities exclude liability pertaining to lease liability covered under Indian accounting standard - 116 (31 March 2024: ₹1,284.90 Lakhs ; 31 March 2023: ₹1,038.19 Lakhs).
- (iii) Amounts repayable on demand are included in 'within 1 year'



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

b. Market Risk

Market risk is the risk that the fair value of future cash flow of financial instruments will fluctuate due to changes in the market variables such as interest rates, foreign exchange rates and equity prices. The Company does not have any exposure to foreign exchange rate and equity price risk

- (i) Foreign currency risk - Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign currency rates.

There was no foreign currency exposure as at 31 March 2024 and 31 March 2023.

- (ii) Interest Rate Risk Exposure- The Company is subject to interest rate risk, since the rates of loans and borrowings might fluctuate over the tenure of instrument. Interest rates are highly sensitive to many factors beyond control, including the monetary policies of the Reserve Bank of India, deregulation of the financial sector in India, domestic and international economic and political conditions, inflation and other factors. In order to manage interest rate risk, the Company seeks to optimize borrowing profile between short-term and long-term loans. The liabilities are categorized into various time buckets based on their maturities and Asset Liability Management Committee supervise an interest rate sensitivity report periodically for assessment of interest rate risks

The exposure of the Company's borrowing (including debt securities and term loans) face value to interest rate changes at the end of the reporting period are as follows:

All amount are in lakhs unless otherwise stated

| Particulars | 31-Mar-24 (Amount) | % | 31-Mar-23 (Amount) | % |
|----------------------------|-----------------------|-------------|-----------------------|-------------|
| Borrowings | | | | |
| Variable rate Instruments | 38,142.12 | 77.64% | 24,276.86 | 68% |
| Fixed rate Instruments | 10,984.01 | 22.36% | 11,447.35 | 32% |
| Total borrowings | 49,126.13 | 100% | 35,724.21 | 100% |
| Loans (Gross) | | | | |
| Variable rate Instruments | - | - | - | - |
| Fixed rate Instruments | 60,159.35 | 100% | 43,836.23 | 100% |
| Total Loans (Gross) | 60,159.35 | 100% | 43,836.23 | 100% |

Sensitivity

100% of the Company's Loan Assets are at fixed rate of interest, and 32% of the borrowings are at fixed rate interest. Company is not in a position to pass on increase in cost of borrowings/benefit on reduction of cost of borrowings to its customers. Thus an impact on profit is as under:

All amount are in lakhs unless otherwise stated

| Particulars | Impact on Profit Before Tax | |
|--|-----------------------------|---------------|
| | Current Year | Previous Year |
| Interest rates - increase by 25 basis points (25 bps)* | (95.56) | (60.69) |
| Interest rates - decrease by 25 basis points (25 bps)* | 95.56 | 60.69 |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

(iii) Price Risk Exposure- The Company's exposure to price risk arises from investments held by the Company and classified in the balance sheet at fair value through profit or loss. The Company's exposure to Mutual Funds is not significant and hence the Company's exposure to price risk is insignificant.

c. Credit Risk Management

Credit risk is the risk that the Company will incur a loss because the counterparty might fail to discharge their contractual obligations. The Company has a comprehensive framework for monitoring credit quality of its retail and other loans primarily based on number of days past due.

The credit risk is governed by the Credit Policy approved by the Board of Directors. The Policy outlines the type of products that can be offered, customer categories, the targeted customer profile and the credit approval process and limits.

The Company measures, monitors and manages credit risk at an individual borrower level and at the group exposure level for other borrowers. The credit risk for retail borrowers is being managed at portfolio level for both Home loans and Mortgage Loans. The Company has a structured and standardized credit approval process, which includes a well-established procedure of comprehensive credit appraisal. The Risk Management Policy addresses the recognition, measurement, monitoring and reporting of the Credit risk. The policy is amended periodically to ensure compliance with the guidelines of the RBI as well as other regulatory bodies

Credit Risk Methodology

Housing and Other Property Loans:

Company's customers for retail loans are primarily low and middle income segment, salaried and self-employed individuals.

The Company's credit officers evaluate credit proposals on the basis of active credit policies as on the date of approval. The criteria typically include factors such as the borrower's income & obligations, the loan-to-value ratio, fixed obligation to income ratio and demographic parameters subject to regulatory guidelines. Any deviations need to be approved at the designated levels.

The various process controls such as KYC check, Credit Bureau Report analysis are undertaken. In addition to due diligence process including visits to offices and homes in the case of loans made to retail borrowers done by External agencies such as field investigation agencies, company's staff also performs comprehensive due diligence process including visits to customer's business and residence premises.

Company analyses the portfolio performance of each product segment regularly, and use these as inputs in revising the product programs, target market definitions and credit assessment criteria to meet the twin objectives of combining volume growth and maintenance of asset quality.

The loans are secured by the mortgage of the borrowers' property and third party guarantee.

Portfolio quality, credit limits, collateral quality and credit exposure limits are regularly monitored at various levels.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

The Company considers a financial instrument as defaulted and considers it as Stage 3 (credit-impaired) for expected credit loss (ECL) calculations, when the assets become equal to or more than 90 days past due on its contractual payments. These assets continue to be classified as Stage 3 till they become standard, in accordance with RBI guidelines and the Board approved ECL Policy.

The following table sets out information about credit quality of loans measured at amortized cost based on days past due information. The amount represents gross carrying amount.

All amount are in lakhs unless otherwise stated

| Loans | As at March 31, 2024 | | | |
|----------------|----------------------|-----------------|-----------------|------------------|
| | Stage 1 | Stage 2 | Stage 3 | Total |
| Housing Loan | 39,006.36 | 2,215.68 | 796.43 | 42,018.47 |
| Property Loans | 16,451.88 | 1,109.18 | 579.82 | 18,140.88 |
| Total | 55,458.24 | 3,324.86 | 1,376.25 | 60,159.35 |

All amount are in lakhs unless otherwise stated

| Loans | As at March 31, 2023 | | | |
|----------------|----------------------|---------------|-----------------|------------------|
| | Stage 1 | Stage 2 | Stage 3 | Total |
| Housing Loan | 27,721.59 | 603.63 | 667.94 | 28,993.16 |
| Property Loans | 14,075.20 | 338.90 | 428.97 | 14,843.07 |
| Total | 41,796.79 | 942.53 | 1,096.91 | 43,836.23 |

All amount are in lakhs unless otherwise stated

| Customer Type | As at March 31, 2024 | | | |
|---------------|----------------------|-----------------|-----------------|------------------|
| | Stage 1 | Stage 2 | Stage 3 | Total |
| Self Employed | 41,227.85 | 2615.93 | 1186.82 | 45030.60 |
| Salaried | 14,230.39 | 708.93 | 189.43 | 15128.75 |
| Total | 55,458.24 | 3,324.86 | 1,376.25 | 60,159.35 |

All amount are in lakhs unless otherwise stated

| Customer Type | As at March 31, 2023 | | | |
|---------------|----------------------|---------------|-----------------|------------------|
| | Stage 1 | Stage 2 | Stage 3 | Total |
| Self Employed | 31,678.07 | 737.71 | 966.90 | 33,382.68 |
| Salaried | 10,118.72 | 204.82 | 130.01 | 10,453.55 |
| Total | 41,796.79 | 942.53 | 1,096.91 | 43,836.23 |

Risk Management and Portfolio Review

The Company ensures effective monitoring of credit facilities through a risk-based asset review framework under which the frequency of asset review is determined depending on the risk associated with the product.

For both Housing and other borrowers, the company staff verifies adherence to the terms of the credit approval prior to the commitment and disbursement of credit facilities.

It also reviews the completeness of documentation, creation of security and compliance with regulatory guidelines.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

The Company regularly reviews the credit quality of the portfolio. A summary of the reviews carried out is submitted to the concern teams.

Collateral and other credit enhancements- The Company holds collateral and other credit enhancements to cover its credit risk associated with its Loans, credit risk associated are mitigated because the same are secured against the collateral.

Impairment assessment (Expected Credit Loss)

The reference below show where the Company's impairment assessment and measurement approach is set out in these notes.

Definition of Default

The Company considers a financial instrument as defaulted and considers it as Stage 3 (credit-impaired) for expected credit loss (ECL) calculations, when the assets become equal to or more than 90 days past due on its contractual payments. These assets continue to be classified as Stage 3 till the assets become standard, in accordance with RBI guidelines and the ECL Policy.

Exposure at Default (EAD) The exposure at default (EAD) represents the gross carrying amount of the financial instruments subject to the impairment calculation, addressing both the client's ability to increase its exposure while approaching default and potential early repayments too.

To calculate the EAD for a Stage 1 loan, the Company assesses the possible default events within 12 months for the calculation of the 12 months ECL. For Stage 2 and Stage 3 financial assets, the exposure at default is considered for events over the lifetime of the instruments.

Probability of Default (PD) represents the likelihood of default over a defined time horizon.

Loss Given Default (LGD) LGD has been calculated by taking into account the recovery experience across the Company's loan accounts post default. The recoveries are tracked and discounted to the date of default using the interest rate.

Delinquency buckets have been considered as the basis for the staging of all loans with for FY 24:

- 0-30 days past due loans classified as Stage 1
- 31- 89 days past due loans classified as Stage 2
- 90 days or above past due loans classified as Stage 3.

Whereas delinquency buckets have been considered as the basis for the staging of all loans with for FY 23:

- 0-60 days past due loans classified as Stage 1
- 61- 89 days past due loans classified as Stage 2
- 90 days or above past due loans classified as Stage 3.

For individual and other loans vintage analysis has been used to create PD terms structure which incorporates both 12 months PD for Stage 1 loans and life time PD for stage 2 and 3 loans. The vintage analysis captures a vintage default experience across a particular portfolio by tracking the yearly slippages from advances originating in a particular year. The vintage slippage experience/default rate is then used to build the PD term structure. This methodology has been used to create the LGD vintage which takes into account the recovery experience across accounts of a particular portfolio post default. The recoveries are tracked and discounted to the date of default using the interest rate.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

Significant increase in credit risk: The Company continuously monitors all assets subject to ECL. In order to determine whether an instrument or a portfolio of instruments is subject to 12 months ECL or Lifetime ECL, the Company assesses whether there has been a significant increase in credit risk since initial recognition. The Company considers an exposure to have significantly increased in credit risk when contractual payments are more than 30 days past due. When estimating ECLs on a collective basis for a group of similar assets, the Company applies the same principles for assessing whether there has been a significant increase in credit risk since initial recognition.

Grouping financial assets measured on a collective basis: As explained above, the Company calculates ECL on a collective basis on the following asset classes:

- Housing Loan
- Property Loan

Risk assessment model

The Company has designed and operates its risk assessment model that factors in both quantitative as well as qualitative information on the loans and the borrowers. The model uses historical empirical data to arrive at factors that are indicative of future credit risk and segments the portfolio on the basis of combinations of these parameters into smaller homogenous portfolios from the perspective of credit behaviour.

Collateral

The Company holds collateral to mitigate credit risk associated with financial assets. The main types of collateral majorly include residential properties. The collateral presented relates to instruments that are measured at amortised cost.

Assets possessed under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002

Loan Portfolio includes gross loans amounting to ₹116.62 lakhs (31 March 2023: ₹137 Lakhs) against which the Company has taken possession of the properties under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 and held such properties for disposal. The value of assets possessed against these loans is ₹167.70 lakhs. (31 March 2023: ₹233.08 Lakhs).

Reconciliation of Loss Allowance

All amount are in lakhs unless otherwise stated

| Particulars | Loss Allowance measured at life-time expected losses | | |
|---|---|--|--|
| | Loss Allowance measured at 12 month expected losses (Stage 1) | Financial Assets for which credit risk has increased significantly and not credit-impaired (Stage 2) | Financial Assets for which credit risk has increased significantly and credit impaired (Stage 3) |
| Loss allowance on April 1, 2022 | 105.57 | 4.93 | 698.82 |
| Add (Less) : Changes in loss allowances | 17.97 | 18.86 | 180.54 |
| Loss allowance on March 31, 2023 | 123.54 | 23.79 | 879.36 |
| Add (Less) : Changes in loss allowances | 52.15 | 1.80 | 85.61 |
| Loss allowance on March 31, 2024 | 175.69 | 25.59 | 964.97 |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

d. Regulatory Risk

The Company requires certain statutory and regulatory approvals for conducting business and failure to obtain retain or renew these approvals in a timely manner, may adversely affect operations. Any change in laws or regulations made by the government or a regulatory body that governs the business of the Company may increase the costs of operating the business, reduce the attractiveness of investment and / or change the competitive landscape.

NOTE 39. MATURITY ANALYSIS OF ASSETS AND LIABILITIES

The table below shows an analysis of assets and liabilities analyzed according to when they are expected to be recovered or settled. With regard to loans and advances to customers, the Company uses the same basis of expected repayment behavior as used for estimating the EIR. Issued debt reflects the contractual coupon amortizations.

All amount are in lakhs unless otherwise stated

| ASSETS | 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 | 244.76 | - | 244.76 | 392.38 | - | 392.38 |
| Bank Balances other than above | 249.92 | 1,630.27 | 1,880.19 | 112.89 | 1,840.65 | 1953.54 |
| Loans | 11,571.89 | 47,421.22 | 58,993.11 | 7,951.21 | 34,858.33 | 42809.54 |
| Investments | 842.47 | 39.00 | 881.47 | 1,166.93 | 22.05 | 1188.98 |
| Other Financial Assets | 927.12 | 259.22 | 1186.34 | 672.46 | 203.78 | 876.24 |
| Non-Financial Assets | | | | | | |
| Current Tax Assets (Net) | - | - | - | - | - | - |
| Deferred Tax Assets (Net) | - | 509.16 | 509.16 | - | 392.72 | 392.72 |
| Investments Property | - | 4.34 | 4.34 | - | 4.34 | 4.34 |
| Property, Plant and Equipment | - | 2,562.48 | 2,562.48 | - | 2,426.76 | 2426.76 |
| Capital Work-in-progress | - | 47.77 | 47.77 | - | 16.49 | 16.49 |
| Other Intangible Assets | - | 89.53 | 89.53 | - | 1.24 | 1.24 |
| Intangible Assets under Development | - | - | - | - | 57.39 | 57.39 |
| Other Non-Financial Assets | 37.79 | 598.68 | 636.47 | 137.05 | 508.16 | 645.21 |
| Total Assets | 13,873.95 | 53,161.67 | 67,035.65 | 10,432.92 | 40,331.92 | 50,764.84 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| ASSETS | 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 Liabilities | | | | | | |
| Trade Payables | | | | - | - | - |
| (i) total Outstanding dues of micro enterprises and small enterprises | | | | | | |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprise | 154.75 | - | 154.75 | 48.93 | - | 48.93 |
| Other Payables | | | | | | |
| (i) total Outstanding dues of micro enterprises and small enterprises | - | - | - | - | - | - |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprise | 231.92 | - | 231.92 | 223.40 | - | 223.40 |
| Debt Securities | - | - | - | 4,109.54 | - | 4,109.54 |
| Borrowings (Other than Debt Securities) | 11,430.66 | 37,695.47 | 49,126.13 | 8,245.67 | 23,369.00 | 31,614.67 |
| Other Financial Liabilities | 225.06 | 1,164.56 | 1,389.62 | 432.34 | 971.00 | 1,403.34 |
| Non-Financial Liabilities | | | | | | |
| Provisions | 143.65 | 22.72 | 166.37 | 18.57 | 20.17 | 38.74 |
| Other Non Financial Liabilities | - | - | - | - | - | - |
| Total Liabilities | 12,186.04 | 38,882.75 | 51,068.79 | 13,078.45 | 24,360.17 | 37,438.62 |

Note: The Company has undrawn facilities amounting to ₹7,000 Lakhs as at 31 March 2024 (31 March 2023 ₹8,000 Lakhs)

NOTE 40. CAPITAL MANAGEMENT

The Company's capital management strategy is to effectively determine, raise and deploy capital to cover risk inherent in business and meeting the capital adequacy requirements of the Reserve Bank of India (RBI). The same is done through a mix of either equity and / or combination of short term / long term debt as may be appropriate. The Company determines the amount of capital required on the basis of operations and capital expenditure. The adequacy of the Company's capital is monitored using, among other measures, the regulations issued by the RBI. The capital structure is monitored on the basis of net debt to equity and maturity profile of overall debt portfolio. The Company's policy is in line with Master Direction - Non-Banking Financial Company - Housing Finance Company (Reserve Bank) Directions, 2021 which currently permits HFCs to borrow up to 12 times of their net owned funds ("NOF"). Refer NOTE for Capital to risk-weighted assets ratio (CRAR).

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

The Company has complied in full with all its externally imposed capital requirements over the reported periods.

The Company has issued and allotted 5,00,000 share warrants on private placement basis to promoter and non promoter investor out of which 3,00,000 warrants were converted into equity shares of the Company in the month of March 2024 and 2,00,000 warrants will be converted into Equity Shares by May 24, 2024.

a. Risk management

The Company's objectives when managing capital are to :

- Safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- Maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio: Net debt (total borrowings net of cash and cash equivalents) divided by Total 'equity' (as shown in the balance sheet).

The Company's strategy is to maintain a gearing ratio within stipulated by RBI. The gearing ratios were as follows:

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| Gross Debt | 49,126.13 | 35,724.21 |
| Less: | | |
| Cash and cash equivalent | 244.76 | 392.38 |
| Other Bank deposits | 1,880.19 | 1,953.54 |
| Adjusted Net Debt (A) | 47,001.18 | 33,378.28 |
| Total Equity (B) | 15,966.83 | 13,326.21 |
| Adjusted Net Debt to Equity Ratio (in times) (A/B) | 2.94 | 2.50 |

Loan covenants

Under the terms of the borrowing facilities, the Company has complied with the covenants throughout the reporting period.

NOTE 41. There are no indications which reflects that any of the assets of the company had got impaired from its potential use and therefore no impairment loss was required to be accounted in the current year as per Indian Accounting Standard on 'Impairment of Assets' (Ind AS 36).

NOTE 42. The Company does not have any exposure in foreign currency at the year end.

NOTE 43. The Indian Parliament has approved the Code on Social Security, 2020 which subsumes the Provident Fund and the Gratuity Act and rules thereunder. The Ministry of Labour and Employment also released draft rules thereunder on 13 November 2020 and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will evaluate the rules, assess the impact, if any, and account for the same, once the rules are notified and become effective.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 44. The Company has not invoked or implemented resolution plan under the “Resolution Framework for COVID-19 related Stress” as per RBI circular dated 6 August 2020 for any of its borrower accounts.

NOTE 45. The Company has not invoked or implemented resolution plan under the “RBI Resolution Framework - 2.0: Resolution of COVID-19 related stress of Individuals and Small Businesses dated 05 May 2021 with reference to disclosures stated under Format-B prescribed in the Resolution Framework - 1.0.

NOTE 46. Pursuant to the RBI circular dated 12 November 2021 - “ Prudential norms on Income Recognition, Asset Classification and Provisioning (IRACP) pertaining to Advances – Clarifications”, on 15 February 2022, the RBI allowed deferment pertaining to the up gradation of Non Performing accounts till 30 September 2022. Hence, the Company has opted for such deferment. There is no material impact on Financial Results for period ended March 31, 2024 due to such revised classification.

NOTE 47. All the lease agreements are duly executed in favour of the Company for properties where the Company is the lessee.

NOTE 48. No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder, as at 31 March 2024 and 31 March 2023.

NOTE 49. The Company is not a declared wilful defaulter by any bank or financial Institution or other lender, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India, during the year ended 31 March 2024 and 31 March 2023.

NOTE 50. The Company does not have any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 during the year ended 31 March 2024 and 31 March 2023.

NOTE 51. REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES (ROC)

No charges or satisfaction yet to be registered with ROC beyond the statutory period

NOTE 52. ANALYTICAL RATIOS

All amounts are in Lakhs unless otherwise stated

| Ratio | Numerator | Denominator | As at March 31, 2024 | As at March 31, 2023 |
|--------------------------------------|-----------|-------------|-------------------------|-------------------------|
| (a) Current Ratio | | | Not Applicable | |
| (b) Debt-Equity Ratio | 49,126.13 | 15,966.83 | 3.08 | 2.68 |
| (c) Debt Service Coverage Ratio | 7,903.92 | 19,455.71 | 0.41 | 0.38 |
| (d) Return on Average Equity Ratio | 2,105.88 | 14,646.52 | 14.38% | 13.81% |
| (e) Inventory turnover ratio | | | Not Applicable | |
| (f) Trade Receivables turnover ratio | | | Not Applicable | |
| (g) Trade payables turnover ratio | | | Not Applicable | |
| (h) Net capital turnover ratio | | | Not Applicable | |
| (i) Net profit ratio | 2,105.88 | 12,665.99 | 16.63% | 18.18% |
| (j) CRAR | 14,812.94 | 41,530.28 | 35.67% | 36.44% |
| Tier I CRAR | 14,611.67 | 41,530.28 | 35.18% | 36.00% |
| Tier II CRAR | 201.27 | 41,530.28 | 0.48% | 0.44% |

* The Company is not required to comply with the guidelines on Liquidity Coverage Ratio (LCR) in line with Master Direction - Non-Banking Financial Company - Housing Finance Company (Reserve Bank) Directions, 2021 as at 31 March 2024 and 31 March 2023.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 53. The Company has borrowings from banks and financial institutions on the basis of security of current assets and the quarterly returns filed by the Company with the banks and financial institutions are in accordance with the books of accounts of the Company for the respective quarters.

NOTE 54. The Company has taken borrowings from banks and financial institutions and utilized them for the specific purpose for which they were taken as at the Balance sheet date. Unutilized funds as at 31 March 2024 are held by the Company in the form of short term fund till the time the utilization is made subsequently.

NOTE 55. There have been no transactions which have not been recorded in the books of accounts, that have been surrendered or disclosed as income during the year ended 31 March 2024 and 31 March 2023, in the tax assessments under the Income Tax Act, 1961. There have been no previously unrecorded income and related assets which were to be properly recorded in the books of account during the year ended 31 March 2024 and 31 March 2023.

NOTE 56. As a part of normal lending business, the company grants loans and advances on the basis of security / guarantee provided by the Borrower/ co-borrower. These transactions are conducted after exercising proper due diligence. Other than the transactions described above-

- a. No funds have been advanced or loaned or invested by the Company to or in any other person(s) or entity(ies) including foreign entities ("Intermediaries") with the understanding that the Intermediary shall lend or invest in a party identified by or on behalf of the Company (Ultimate Beneficiaries);
- b. No funds have been received by the Company from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly, lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTE 57. The Company has not traded or invested in Crypto currency or Virtual Currency during the year ended 31 March 2024 and 31 March 2023.

NOTE 58. The Company has used an accounting software for maintaining its books of account for the year ended 31 March 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there is not any instance of the audit trail feature being tampered with. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 01 April 2023, reporting under Rule 11 (g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the year ended 31 March 2024.

NOTE 59. DISCLOSURES REQUIRED BY THE RBI CIRCULAR ON IMPLEMENTATION OF INDIAN ACCOUNTING STANDARDS DATED 13 MARCH 2020 INCLUDING DISCLOSURES AS REQUIRED UNDER RBI VIDE SCALE BASED REGULATION (SBR): A REVISED REGULATORY FRAMEWORK FOR NBFCS DATED 22 OCTOBER 2021

The following disclosures are in accordance with Master Direction – Non-Banking Financial Company – Housing Finance Company (Reserve Bank) Directions, 2021 dated February 17, 2021 issued by the Reserve Bank of India.

Regulatory ratios, limits and disclosures are based on Ind AS figures in accordance with RBI circular dated October 22, 2020 read with RBI circular dated March 13, 2020 relating to Implementation of Ind AS.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

Summary of Significant Accounting Policies

The accounting policies regarding key areas of operations are disclosed as Note 2 to the Standalone Financial Statement for the year ended March 31, 2024.

a. CAPITAL TO RISK ASSETS RATIO (CRAR):

The following table sets forth, for the years indicated, the details of capital to risk assets ratio under RBI Guidelines

All amounts are in Lakhs unless otherwise stated

| Items | Current Year | Previous Year |
|---|--------------|---------------|
| i) CRAR (%) | 35.67 | 36.44 |
| ii) CRAR - Tier I Capital (%) | 35.18 | 36.00 |
| iii) CRAR - Tier II Capital (%) | 0.48 | 0.44 |
| iv) Amount of Subordinated Debt Raised as Tier-II Capital | - | - |
| v) Amount Raised by Issue of Perpetual Debt Instruments | - | - |

b. RESERVE FUND UNDER SECTION 29C OF THE NHB ACT,1987:

All amounts are in Lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|---|-----------------|-----------------|
| Balance at the beginning of the year | | |
| a) Statutory Reserve u/s 29C of the National Housing Bank Act,1987; | 312.19 | 274.82 |
| b) Amount of Special Reserve u/s 36 (1)(viii) of Income Tax Act,1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987 | 1,899.19 | 1,594.56 |
| c) Total | 2,211.38 | 1,869.38 |
| Addition/Appropriation/Withdrawal during the year | | |
| Add: | 69.32 | 37.37 |
| a) Amount transferred u/s 29C of the NHB Act,1987; | | |
| b) Amount of special reserve u/s 36 (1)(viii) of Income Tax Act,1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987; | 351.86 | 304.63 |
| Less: | - | - |
| a) Amount appropriated from the Statutory Reserve u/s 29C of the NHB Act,1987; | | |
| b) Amount withdrawn from the Special Reserve u/s 36(1)(viii) of Income Tax Act, 1961 which has been taken into account for the purpose of provision u/s 29C of the NHB Act,1987 | - | - |
| Balance at the end of the year | | |
| a) Statutory Reserve u/s 29C of the National Housing Bank Act, 1987 | 381.51 | 312.19 |
| b) Amount of Special Reserve u/s 36 (1)(viii) of Income Tax Act,1961 taken into account for the purposes of Statutory Reserve under Section 29C of NHB Act,1987 | 2,251.05 | 1,899.19 |
| c) Total | 2,632.56 | 2,211.38 |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

As Per Section 29C of the National Housing Bank Act, 1987, the Company is required to transfer at least 20% of its net profits every year to a reserve before any dividend is declared. For this purpose, any Special Reserve created by the Company under Section 36(1) (viii) of the Income Tax Act, 1961 is considered to be an eligible transfer u/s 29C of the NHB Act, 1987 also.

c. INVESTMENTS

All amounts are in Lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|--|--------------|---------------|
| (A) Value of Investments | | |
| (i) Gross Value of Investments | | |
| (a) In India | 881.47 | 1,188.98 |
| (b) Outside India | - | - |
| (ii) Provision for Depreciation | | |
| (a) In India | - | - |
| (b) Outside India | - | - |
| (iii) Net Value of Investments | | |
| (c) In India | 881.47 | 1,188.98 |
| (d) Outside India | - | - |
| (B) Movement of Provisions held towards depreciation on investments | | |
| (i) Opening Balance | - | - |
| (ii) Add: Provisions made during the year | - | - |
| (iii) Less: Write-off/Written-back of excess provisions during the year | - | - |
| (iv) Closing Balance | - | - |

d. Derivatives

There are no derivative instruments in the Company for the year ended 31 March 2024 and 31 March 2023

d.1 Forward Rate Agreement (FRA)/ Interest Rate Swap (IRS)

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|--|-------------------------|-------------------------|
| i) The notional principal of swap agreements | - | - |
| ii) Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements | - | - |
| iii) Collateral required by the HFC upon entering into swaps | - | - |
| v) Concentration of credit risk arising from the swaps | - | - |
| v) The fair value of the swap book | - | - |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

d.1 Forward Rate Agreement (FRA)/ Interest Rate Swap (IRS)

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| i) Notional principal amount of exchange traded IR derivatives undertaken during the year (instrument-wise) | - | - |
| ii) Notional principal amount of exchange traded IR derivatives outstanding (instrument-wise) | - | - |
| iii) Notional principal amount of exchange traded IR derivatives outstanding and not "highly effective" (instrument-wise) | - | - |
| iv) Mark-to-market value of exchange traded IR derivatives outstanding and not "highly effective" (instrument-wise) | - | - |

d.3 Disclosures on Risk Exposure in Derivatives : Not applicable

A. Qualitative Disclosure- Since the Company has not involved in derivatives transactions, risk management policy of the Company does not cover any such disclosure.

B. Quantitative Disclosure

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|--|-------------------------|-------------------------|
| i) Derivatives (Notional Principal Amount) | - | - |
| ii) Marked to Market Positions | - | - |
| (a) Assets (+) | - | - |
| (b) Liability (-) | - | - |
| iii) Credit Exposure | - | - |
| iv) Unhedged Exposures | - | - |

e. Securitization:

(a) The Company has not entered into any transactions of securitization / assignment during the current year or previous year.

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|--|-------------------------|-------------------------|
| 1. No. of SPVs sponsored by the HFC for securitization transactions | - | - |
| 2. Total amount of securitized assets as per books of the SPVs sponsored | - | - |
| 3. Total amount of exposures retained by the HFC towards the MRR as on the date of balance sheet | - | - |
| (I) Off-balance sheet exposures towards credit enhancements | - | - |
| (II) On-balance sheet exposures towards credit enhancements | - | - |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|--|-------------------------|-------------------------|
| 4. Amount of exposures to securitization transactions other than MRR | - | - |
| (I) Off-balance sheet exposures towards credit enhancements | - | - |
| (a) Exposure to own securitization | - | - |
| (b) Exposure to third party securitization | - | - |
| (II) On-balance sheet exposures towards credit enhancements | - | - |
| (a) Exposure to own securitization | - | - |
| (b) Exposure to third party securitization | - | - |

(b) Details of Financial Assets sold to Securitisation/Reconstruction Company for Asset Reconstruction:

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| i) No. of accounts | | |
| ii) Aggregate value (net of provisions) of accounts sold to SC / RC | Not Applicable | Not Applicable |
| iii) Aggregate consideration | | |
| iv) Additional consideration realized in respect of accounts transferred in earlier years | | |
| v) Aggregate gain / loss over net book value | - | - |

(c) Details of Assignment transactions undertaken by HFCs:

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| i) No. of accounts | | |
| ii) Aggregate value (net of provisions) of accounts assigned | Not Applicable | Not Applicable |
| iii) Aggregate consideration | | |
| iv) Additional consideration realized in respect of accounts transferred in earlier years | | |
| v) Aggregate gain / loss over net book value | - | - |

(d) Details of non-performing financial assets purchased / sold:

i) Details of non-performing financial assets purchased

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| (a) No. of accounts purchased during the year | | |
| (b) Aggregate outstanding | Not Applicable | Not Applicable |
| (a) Of these, number of accounts restructured during the year | | |
| (b) Aggregate outstanding | - | - |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

ii) Details of Non-performing Financial Assets sold

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|-------------------------------------|-------------------------|-------------------------|
| 1) No. of accounts sold | Not Applicable | Not Applicable |
| 2) Aggregate outstanding | | |
| 3) Aggregate consideration received | | |

f. Gold Loan

The Company does not provide any loans on collateral of gold and gold jewelries.

g. During the year no Non Performing Financial Assets were purchased/ sold from other HFCs.

h. ASSET LIABILITY MANAGEMENT:

(Maturity Pattern of certain items of Assets and Liabilities as at March 31, 2024):

All amount are in lakhs unless otherwise stated

| Particulars | 1 day to 7 days | 8 day to 14 days | 15 day to 30 days | Over 1 month to 2 months | Over 2 months upto 3 months | Over 3 months to 6 months | Over 6 months to 1 year | Over 1 year to 3 years | Over 3 years to 5 years | Over 5 years & Above | Total |
|------------------------------|--------------------|------------------------|-------------------------|-----------------------------------|--------------------------------------|------------------------------------|-------------------------------|------------------------------|-------------------------------|----------------------------|-----------|
| Liabilities: | | | | | | | | | | | |
| Deposits | - | - | - | - | - | - | - | - | - | - | - |
| Borrowing | 1,236.92 | 76.64 | 428.07 | 708.73 | 1,074.54 | 2,713.86 | 5,191.90 | 18,098.95 | 11,789.03 | 7,807.49 | 49,126.13 |
| Market Borrowings | - | - | - | - | - | - | - | - | - | - | - |
| Foreign Currency Liabilities | - | - | - | - | - | - | - | - | - | - | - |
| Assets: | | | | | | | | | | | |
| Advances | 591.36 | 6.45 | 187.47 | 997.78 | 1,108.03 | 2,986.69 | 5,694.11 | 17,255.64 | 15,375.02 | 15,956.80 | 60,159.35 |
| Investments | 730.58 | 214.18 | 287.71 | - | - | - | 104.68 | 1,630.27 | - | 39.00 | 3,006.42 |
| Foreign Currency Assets | - | - | - | - | - | - | - | - | - | - | - |

(Maturity Pattern of certain items of Assets and Liabilities as at March 31, 2023):

All amount are in lakhs unless otherwise stated

| Particulars | 1 day to 7 days | 8 day to 14 days | 15 day to 30 days | Over 1 month to 2 months | Over 2 months upto 3 months | Over 3 months to 6 months | Over 6 months to 1 year | Over 1 year to 3 years | Over 3 years to 5 years | Over 5 years & Above | Total |
|------------------------------|--------------------|------------------------|-------------------------|-----------------------------------|--------------------------------------|------------------------------------|-------------------------------|------------------------------|-------------------------------|----------------------------|-----------|
| Liabilities: | | | | | | | | | | | |
| Deposits | - | - | - | - | - | - | - | - | - | - | - |
| Borrowing | 316.33 | 70.00 | 289.63 | 562.80 | 1,861.57 | 4,793.66 | 4,461.22 | 11,400.67 | 6,856.55 | 5,111.78 | 35,724.21 |
| Market Borrowings | - | - | - | - | - | - | - | - | - | - | - |
| Foreign Currency Liabilities | - | - | - | - | - | - | - | - | - | - | - |
| Assets: | | | | | | | | | | | |
| Advances | 364.09 | 16.21 | 194.28 | 694.72 | 717.29 | 2,437.61 | 4,553.70 | 14,253.70 | 10,892.15 | 9,712.48 | 43,836.23 |
| Investments | 122.38 | 90.00 | 180.00 | 100.00 | 1,446.91 | 1,573.56 | - | 22.05 | - | - | 3,534.90 |
| Foreign Currency Assets | - | - | - | - | - | - | - | - | - | - | - |

*Classification of assets and liabilities under different maturity buckets is based on the estimates and assumptions as used by the Company.

** Investments includes cash and cash equivalents, investment and fixed deposit.

Note: The Company does not have deposits, foreign currency liabilities, foreign currency assets as at 31 March 2024 and 31 March 2023

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

i) EXPOSURE TO REAL ESTATE SECTOR:

All amounts are in Lakhs unless otherwise stated

| Category | As at 31 March 2024 | As at 31 March 2023 |
|--|---------------------|---------------------|
| a) Direct exposure | | |
| (I) Residential Mortgages: | | |
| Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented; Exposure would also include non-fund based (NFB) limits. | 57,757.96 | 42,315.34 |
| (i) Out of the above Individual Housing Loans up to ₹15.00 lakh | 36,747.64 | 25,530.12 |
| (II) Commercial Real Estate: | | |
| Lending secured by mortgages on commercial real estate's (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits; | 2,401.39 | 1,520.89 |
| (III) Investment in Mortgage Backed Securities (MBS) and other securitized exposures: | | |
| a. Residential | - | - |
| b. Commercial Real Estate | - | - |
| b) Indirect Exposure | | |
| Fund based and non-fund based exposure on national Housing Bank (NHB) and Housing Finance Companies (HFCs) | - | - |
| Total Exposure to real estate sector | 60,159.35 | 43,836.23 |

j. Exposure to Capital Market

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|----------------------|----------------------|
| i) Direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt; | - | - |
| ii) Advance against shares/bonds/debentures or other securities or on clean basis to individual for investment in shares (including IPOs/ESOPs), Convertible bonds, convertible debentures, and units of equity -oriented mutual funds; | - | - |
| iii) Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security; | - | - |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| iv) Advances for any other purposes to the extent secured by the collateral security of shares or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares /convertible bonds/convertible debentures/ units of equity oriented mutual funds does not fully cover the advances; | - | - |
| v) Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers; | - | - |
| vi) Loans sanctioned to corporate against the security of shares/ bonds/debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources; | - | - |
| vii) Bridge loans to companies against expected equity flows/ issues; | - | - |
| viii) All exposures to Venture Capital Funds (both registered and unregistered) | - | - |
| ix) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds | - | - |
| x) Financing to stockbrokers for margin trading | - | - |
| xi) All exposures to Alternative Investment Funds: | - | - |
| Category I | - | - |
| Category II | - | - |
| Category III | - | - |
| Total Exposure to Capital Market | - | - |

k. Sectoral Exposure

All amount are in lakhs unless otherwise stated

| Sectors | Current Year | | | Previous Year | | |
|--|---|---------------|--|---|---------------|--|
| | Total Exposure (includes on balance sheet and off-balance sheet exposure) | Gross NPAs | Percentage of Gross NPAs to total exposure in that sector | Total Exposure (includes on balance sheet and off-balance sheet exposure) | Gross NPAs | Percentage of Gross NPAs to total exposure in that sector |
| Agriculture and Allied Activities | - | - | - | - | - | - |
| Industry | - | - | - | - | - | - |
| Services | - | - | - | - | - | - |
| i. Commercial Real Estate | 2,401.39 | - | - | 1,520.89 | - | - |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Sectors | Current Year | | | Previous Year | | |
|---|---|---------------|--|---|---------------|--|
| | Total Exposure (includes on balance sheet and off-balance sheet exposure) | Gross NPAs | Percentage of Gross NPAs to total exposure in that sector | Total Exposure (includes on balance sheet and off-balance sheet exposure) | Gross NPAs | Percentage of Gross NPAs to total exposure in that sector |
| Personal Loans | | - | - | - | - | - |
| i. Housing (Including Priority Sector Housing) | 40,037.05 | 796.43 | 1.89% | 27,619.69 | 667.94 | 2.30% |
| ii. Loan Against Property | 17,720.91 | 579.82 | 3.20% | 14,695.65 | 428.97 | 2.89% |
| Others, if any | - | - | - | - | - | - |
| | 60,159.35 | 1376.25 | 2.29% | 43,836.23 | 1,096.90 | 2.50% |

l. Details of Single Borrower Limit (SGL) / Group Borrower Limit (GBL) exceeded by the Company-

The Company has not exceeded limit prescribed by RBI for Single Borrower Limit (SGL) and Group Borrower Limit (GBL) during the year ended 31 March 2024 and 31 March 2023.

m. Intra-group exposures

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|--|-------------------------|-------------------------|
| Total amount of intra-group exposures | - | - |
| Total amount of top 20 intra-group exposures | - | - |
| Percentage of intra-group exposures to total exposure of the NBFC on borrowers/customers | - | - |

n. Details of financing of parent company products

Not applicable.

o. The Company has not obtained any unsecured loans during the year.

p. Unsecured advances- There are no unsecured advances against intangible securities such as rights, licenses, authorizations as collateral security during the year ended 31 March 2024 and 31 March 2023.

q. Value of Imports on CIF basis- NIL (March 31, 2023-NIL).



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

r. Exposure to group companies engaged in real estate business

All amount are in lakhs unless otherwise stated

| Sectors | As at March 31, 2024 | | As at March 31, 2023 | |
|--|------------------------|--------------------|------------------------|--------------------|
| | Amount (₹ in lakhs) | % of owned Fund | Amount (₹ in Lakhs) | % of owned Fund |
| (i) Exposure to any single entity in a group engaged in real estate business | - | - | - | - |
| (ii) Exposure to all entities in a group engaged in real estate business | - | - | - | - |

s. Registration obtained from other financial sector regulators-

The Company is registered with RBI and has all its operations in India, it has not obtained registration from any other financial sector regulators during the year.

t. Disclosure of penalties imposed by NHB/ RBI and other regulators-

No penalties have been imposed by NHB, RBI or any other regulator on the company during the year 31st March 2024 & 31st March 2023.

u. Related party Disclosure-

Refer note 34 for Related party disclosures in accordance with Indian Accounting standard 24.

A. List of Related Parties (in accordance with IND AS 24 “Related Party Disclosures”)

| Name of Related Party | Nature of Relationship |
|--|--|
| Vinod Kumar Jain | Managing Director (KMP) |
| Seema Jain | Non-Executive Director & Relative of KMP |
| Ashok Kabra | Non-Executive Independent Director |
| Vikas Gupta | Non-Executive Independent Director |
| Nishant Badala | Non-Executive Independent Director |
| Garima Soni | Non-Executive Director |
| Suresh K Porwal | Non-Executive Independent Director |
| Vinod Jain HUF | HUF of Vinod Kumar Jain, Managing Director |
| Archis Jain | Relative of KMP |
| Hriday jain | Relative of KMP |
| Rajesh Jain | Relative of KMP |
| Ashok Kumar | Chief Financial Officer (KMP) |
| Divya Kothari | Company Secretary (KMP) |
| S R G Securities Finance Limited | Related Party Entity |
| SRG Foundation | Related Party Entity |
| SRG Housing Finance Limited Employee Group Gratuity Trust Fund | Related party entity |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

During year ended 31 March 2024:-

All amount are in lakhs unless otherwise stated

| Related Party Items | Key Management Personnel | Relatives of Key Management Personnel | Directors | Entity having significant influence | Others* | Total |
|-------------------------|--------------------------|---------------------------------------|-----------|-------------------------------------|---------|--------|
| Remuneration | 76.86 | 3.49 | 319.49 | - | - | 399.84 |
| Investments | - | - | - | - | 41.95 | 41.95 |
| Rent Paid | - | 1.39 | 198.16 | - | 10.73 | 210.28 |
| Security Deposit | - | - | 100.00 | - | - | 100.00 |
| Contribution as Settler | - | - | - | - | 1.60 | - |
| Other | - | - | 2.21 | - | - | - |

During year ended 31 March 2023:-

All amount are in lakhs unless otherwise stated

| Related Party Items | Key Management Personnel | Relatives of Key Management Personnel | Directors | Entity having significant influence | Others* | Total |
|-------------------------|--------------------------|---------------------------------------|-----------|-------------------------------------|---------|--------|
| Remuneration | 32.14 | 23.80 | 294.30 | - | - | 350.24 |
| Investments | - | - | - | - | 41.95 | 41.95 |
| Rent Paid | - | 1.33 | 198.17 | - | 10.73 | 210.23 |
| Security Deposit | - | - | 250.00 | - | - | 250.00 |
| Contribution as Settler | - | - | - | - | 5.00 | 5.00 |
| Other | - | - | 2.43 | - | - | 2.43 |

v. Loans to Directors, Senior Officers and relatives of Directors- Nil (P.Y.-Nil)

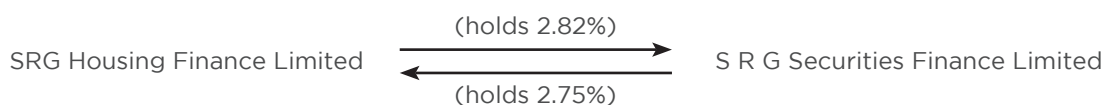
w. There has been no divergence in asset classification and provisioning requirements as assessed by NHB during the year ended 31 March 2024 and 31 March 2023.

x. The Company has complied with the covenants under the terms of major borrowing facilities throughout the year ended 31 March 2024 and 31 March 2023.

y. Group Structure-

The Company does not have any holding, subsidiary or associate company.

Diagrammatic representation of group structure given below:



Apart from above, the Company has following promoter group Companies; Ambitious Associates private limited (holds 5.68%), SRG Global Solutions Private Limited (holds 3.95%), Rhythm Consultants Private Limited (holds 3.50%), SRG Global Builders Private Limited (holds 1.71%).

*shareholding is as of 31 March 2024.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

z. ASSIGNED BY CREDIT RATING AGENCIES AND MIGRATION OF RATING DURING THE YEAR:

All amounts are in Lakhs unless otherwise stated

| Sr. No. | Instrument | Rating Agency | Rating as at March 31, 2024 | Rating as at March 31, 2023 |
|---------|------------|-------------------|-----------------------------|-----------------------------|
| 1 | Bank Loan | Brickwork Ratings | - | BWR BBB Stable |
| 2 | NCD | Brickwork Ratings | - | BWR BBB Stable |
| 3 | NCD | Acuité Rating | ACUITE BBB; Stable | ACUITE BBB; Stable |
| 4 | Bank Loan | CARE Ratings | CARE BBB; Stable | CARE BBB; Stable |
| 5 | NCD | CARE Ratings | CARE BBB; Stable | CARE BBB; Stable |

aa. Net Profit or Loss for the period, prior period items and changes in accounting policies

The Company does not have any prior period items / change in accounting policies during the current year other than disclosed in financials.

bb. Revenue Recognition

There have been no circumstances in which revenue recognition has been postponed pending the resolution of significant uncertainties.

cc. Consolidated Financial Statements (CFS)

The Company does not have any subsidiary, associate or joint venture accordingly CFS is not applicable.

dd. During the year:

- i. Company has not accepted public deposits,
- ii. The company do not have an exposure to teaser rate loans.

ee. PROVISIONS:

All amounts are in Lakhs unless otherwise stated

| Break up of Provisions shown under the head Expenditure in Profit and Loss Account and Reserves | Current Year | Previous Year |
|---|--------------|---------------|
| 1. Provisions for depreciation on Investment | - | - |
| 2. Provisions made towards income tax | 621.87 | 500.44 |
| 3. Provision towards Non Performing Assets | 85.62 | 180.54 |
| 4. Provision for Standard Assets | 53.95 | 36.83 |
| 5. Other Provision and Contingencies – Provision for gratuity | 20.85 | 1.74 |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amount are in lakhs unless otherwise stated

| Break up Loan & Advances and Provisions thereon | Housing | | Non-Housing | |
|---|------------------|------------------|------------------|------------------|
| | Current Year | Previous Year | Current Year | Previous Year |
| Standard Assets | | | | |
| a) Total Outstanding Amount* | 41222.04 | 28,325.23 | 17561.06 | 14,414.10 |
| b) Provisions Made | 124.49 | 84.78 | 76.79 | 62.55 |
| Sub-Standard Assets | | | | |
| a) Total Outstanding Amount | 132.98 | 223.55 | 208.18 | 211.54 |
| b) Provisions Made | 73.11 | 111.78 | 114.48 | 105.77 |
| Doubtful Assets-Category-I | | | | |
| a) Total Outstanding Amount | 221.08 | 55.78 | 151.33 | 110.32 |
| b) Provisions Made | 121.61 | 55.78 | 83.25 | 110.32 |
| Doubtful Assets-Category-II | | | | |
| a) Total Outstanding Amount | 97.28 | 68.61 | 141.44 | 44.27 |
| b) Provisions Made | 62.80 | 68.61 | 85.76 | 44.27 |
| Doubtful Assets-Category-III | | | | |
| a) Total Outstanding Amount | 345.09 | 319.99 | 78.87 | 62.84 |
| b) Provisions Made | 345.09 | 319.99 | 78.87 | 62.84 |
| Loss Assets | | | | |
| a) Total Outstanding Amount | - | - | - | - |
| b) Provisions Made | - | - | - | - |
| TOTAL | | | | |
| a) Total Outstanding Amount | 42,018.47 | 28,993.16 | 18,140.88 | 14,843.07 |
| b) Provisions Made | 727.10 | 640.94 | 439.15 | 385.75 |

*Standard Assets and Total Outstanding amount include interest accrued but not due and provision thereon.

The Category of Doubtful Assets will be as under :

| Period for which the assets has been considered as doubtful | Category |
|---|--------------|
| Up to one year | Category-I |
| One to three years | Category-II |
| More than three years | Category-III |

DETAILS OF MOVEMENT IN PROVISIONS:

All amount are in lakhs unless otherwise stated

| Particulars | Opening as on 01.04.2023 | Provisions made during the year | Provisions reversed/adjusted | Closing as on 31.03.2024 |
|----------------------|--------------------------|---------------------------------|------------------------------|--------------------------|
| Non-Performing Asset | 879.36 | 964.97 | 879.36 | 964.97 |
| Taxation | 500.45 | 621.87 | 500.45 | 621.87 |
| Standard Assets | 147.33 | 201.28 | 147.33 | 201.28 |
| Investment | - | - | - | - |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

ff. Draw down reserves

The Company has not made any draw down from reserves during the year ended 31 March 2024 and 31 March 2023.

gg. Concentration of public deposits, advances, exposures and NPA's

cc 1. Concentration of public deposits (for public Deposit taking/holding HFCs)

The Company does not accept any public deposits and hence the same is not applicable.

All amounts are in Lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|---|----------------|----------------|
| Total Deposits of twenty largest depositors | Not Applicable | Not Applicable |
| Percentage of Deposits of twenty largest depositors to total deposits of the deposit taking HFC | | |

cc 2. Concentration of loans and advances

All amounts are in Lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|---|--------------|---------------|
| Total Loans & Advances to Twenty largest borrowers | 4,013.00 | 3,061.36 |
| Percentage of Loans & Advances to Twenty largest borrowers to Total Advances of the HFC | 6.67% | 6.98% |

cc 3. Concentration of all exposures (including off - balance sheet exposure)

All amounts are in Lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|---|--------------|---------------|
| Total Exposures to Twenty largest Borrowers/Customers | 4,013.00 | 3,061.36 |
| Percentage of Exposures to Twenty largest Borrowers/Customers to Total Exposure of the HFC on Borrowers/Customers | 6.67% | 6.98% |

cc 4. Concentration of Non performing assets (NPA)

All amounts are in Lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|--|--------------|---------------|
| Total Exposure to Top Ten NPA Accounts | 289.93 | 272.11 |

hh. SECTOR-WISE NPAs:

All amounts are in Lakhs unless otherwise stated

| S. Sector No. | Percentage of NPAs to Total Advances in that Sector | |
|---------------------------|---|---------------|
| | Current Year | Previous Year |
| A. Housing Loans: | - | - |
| 1. Individuals | 1.89% | 2.30% |
| 2. Builders/Project Loans | - | - |
| 3. Corporates | - | - |
| 4. Other (Specify) | - | - |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| S. Sector No. | Percentage of NPAs to Total Advances in that Sector | |
|------------------------------|---|---------------|
| | Current Year | Previous Year |
| B. Non-Housing Loans: | | |
| 1. Individuals | 3.20% | 2.89% |
| 2. Builders/Project Loans | - | - |
| 3. Corporates | - | - |
| 4. Other (Specify) | - | - |

ii. MOVEMENT OF NPAs

All amounts are in Lakhs unless otherwise stated

| Particulars | Current Year | Previous Year |
|--|--------------|---------------|
| (I) Net NPAs to Net Advances (%) | 0.69% | 0.51% |
| (II) Movement of NPAs (Gross) | | |
| (a) Opening Balance | 1096.91 | 840.16 |
| (b) Additions during the year | 419.74 | 435.10 |
| (c) Reductions during the year | 140.40 | 178.35 |
| (d) Closing Balance | 1376.25 | 1,096.91 |
| (III) Movement of Net NPAs | | |
| (a) Opening Balance | 217.55 | 141.34 |
| (b) Additions during the year | 411.28 | 217.55 |
| (c) Reductions during the year | 217.58 | 141.34 |
| (d) Closing balance | 411.28 | 217.55 |
| (Iv) Movement of Provisions for NPAs (excluding provisions on standard assets) | | |
| (a) Opening Balance | 879.36 | 698.82 |
| (b) Provisions made during the year | 964.97 | 879.36 |
| (c) Write-off/reversed/write-back of excess provisions | 879.36 | 698.82 |
| (d) Closing Balance | 964.97 | 879.36 |

jj. Overseas Assets

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|-------------|----------------------|----------------------|
| Nil | - | - |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

kk. Off-Balance Sheet SPVs sponsored (which are required to be consolidated as per accounting norms)

| Name of SPV sponsored | As at March 31, 2024 | | As at March 31, 2023 | |
|-----------------------|----------------------|----------|----------------------|----------|
| | Domestic | Overseas | Domestic | Overseas |
| Nil | - | - | - | - |

II. DISCLOSURE OF COMPLAINTS

CUSTOMERS COMPLAINTS:

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|--|-------------------------|-------------------------|
| No. of Complaints pending at the beginning of the year | 2 | 0 |
| No. of Complaints received during the year | 160 | 193 |
| No. of Complaints redressed during the year | 159 | 191 |
| No. of Complaints pending at the end of the year | 3 | 2 |

Top Five Grounds of complaints received by the NBFCs from customers

All amounts are in Lakhs unless otherwise stated

| Grounds of complaints, (i.e. complaints relating to) | Number of complaints pending at the beginning of the year | Number of complaints received during the year | % increase/ decrease in the number of complaints received over the previous year | Number of complaints pending at the end of the year | Of 5, number of complaints pending beyond 30 days |
|--|---|---|--|---|---|
| | | | | | |
| Transaction related (EMI, part payments, ECS, etc) | 1 | 21 | 63.79% decrease | 0 | 0 |
| Pricing related (Rate of interest, fees, etc) | 0 | 0 | 100% decrease | 0 | 0 |
| Document related (Account statement, etc) | 1 | 0 | 100% decrease | 0 | 0 |
| Loan closure related | 0 | 11 | 38.88% decrease | 0 | 0 |
| Credit Report Related | 0 | 58 | 728.57% increase | 0 | 0 |
| Others | 0 | 70 | 84.21% increase | 3 | 0 |
| Total | | 160 | | | |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| Grounds of complaints, (i.e. complaints relating to) | Number of complaints pending at the beginning of the year | Number of complaints received during the year | % increase/ decrease in the number of complaints received over the previous year | Number of complaints pending at the end of the year | Of 5, number of complaints pending beyond 30 days |
|--|---|---|--|---|---|
| | Previous year | | | | |
| Transaction related (EMI, part payments, ECS, etc) | - | 58 | 107% | 1 | 0 |
| Pricing related (Rate of interest, fees, etc) | - | 45 | 150% | 0 | 0 |
| Document related (Account statement, etc) | - | 27 | 108% | 1 | 0 |
| Loan closure related | - | 18 | 80% | 0 | 0 |
| Credit Report Related | - | 7 | -12% | 0 | 0 |
| Others | | 38 | 137% | 0 | 0 |
| Total | | 193 | 107.52% | | |

NOTE 60. DISCLOSURE PURSUANT TO RBI NOTIFICATION - RBI/2019-20/170 DOR (NBFC).CC.PD. NO.109/22.10.106/2019-20 DATED 13 MARCH 2020 -A COMPARISON BETWEEN PROVISIONS REQUIRED UNDER INCOME RECOGNITION, ASSET CLASSIFICATION AND PROVISIONING (IRACP) AND IMPAIRMENT ALLOWANCES AS PER IND AS 109 'FINANCIAL INSTRUMENTS'

All amounts are in Lakhs unless otherwise stated

| As at March 31, 2024 | Asset classification as per Ind AS 109 | Gross Carrying Amount as per Ind AS | Loss Allowances (Provisions) as required under Ind AS 109 | Net Carrying Amount | Provisions required as per IRACP norms | Difference between Ind AS 109 and provisions and IRACP norms |
|--|--|-------------------------------------|---|----------------------|--|--|
| -1 | -2 | -3 | -4 | (5) = (3)-(4) | -6 | (7) = (4)-(6) |
| Asset Classification as per RBI Norms | | | | | | |
| Performing Assets | | | | | | |
| Standard | Stage 1 | 55,458.24 | 175.70 | 55282.54 | 177.99 | (2.29) |
| | Stage 2 | 3,324.87 | 25.58 | 3299.29 | 10.12 | 15.46 |
| Subtotal | | 58,783.11 | 201.28 | 58,581.83 | 188.11 | 13.17 |
| Non-Performing Assets (NPA) | | | | | | |
| Substandard | Stage 3 | 341.16 | 187.59 | 153.57 | 51.18 | 136.41 |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| As at March 31, 2024 | Asset classification as per Ind AS 109 | Gross Carrying Amount as per Ind AS | Loss Allowances (Provisions) as required under Ind AS 109 | Net Carrying Amount | Provisions required as per IRACP norms | Difference between Ind AS 109 and provisions and IRACP norms |
|---|--|-------------------------------------|---|---------------------|--|--|
| Doubtful - up to 1 year | Stage 3 | 372.41 | 204.86 | 167.55 | 93.1 | 111.76 |
| 1 to 3 years | Stage 3 | 238.72 | 148.56 | 90.16 | 95.48 | 53.08 |
| More than 3 years | Stage 3 | 423.96 | 423.96 | - | 423.96 | - |
| Subtotal for doubtful | | 1035.09 | 777.38 | 257.71 | 612.54 | 164.84 |
| Loss | Stage 3 | - | - | - | - | - |
| Subtotal for NPA | | 1,376.25 | 964.97 | 411.28 | 663.72 | 301.25 |
| Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms | - | - | - | - | - | - |
| Subtotal | - | - | - | - | - | - |
| | Stage 1 | 55,458.24 | 175.70 | 55,282.54 | 177.99 | (2.29) |
| | Stage 2 | 3,324.87 | 25.58 | 3,299.29 | 10.12 | 15.46 |
| | Stage 3 | 1,376.25 | 964.97 | 411.28 | 663.72 | 301.25 |
| Total | | 60,159.35 | 1,166.25 | 58,993.11 | 851.83 | 314.42 |

All amounts are in Lakhs unless otherwise stated

| As at March 31, 2023 | Asset classification as per Ind AS 109 | Gross Carrying Amount as per Ind AS | Loss Allowances (Provisions) as required under Ind AS 109 | Net Carrying Amount | Provisions required as per IRACP norms | Difference between Ind AS 109 and provisions and IRACP norms |
|--|--|-------------------------------------|---|----------------------|--|--|
| Asset Classification as per RBI Norms | | | | | | |
| -1 | -2 | -3 | -4 | (5) = (3)-(4) | -6 | (7) = (4)-(6) |
| Performing Assets | | | | | | |
| Standard | Stage 1 | 41,796.80 | 123.54 | 41,673.26 | 135.30 | (11.76) |
| | Stage 2 | 942.53 | 23.79 | 918.74 | 2.90 | 20.89 |
| Subtotal | | 42,739.32 | 147.33 | 42,591.99 | 138.10 | 9.13 |
| Non-Performing Assets (NPA) | | | | | | |
| Substandard | Stage 3 | 435.09 | 217.55 | 217.54 | 65.26 | 152.29 |
| Doubtful - up to 1 year | Stage 3 | 166.10 | 166.10 | - | 41.53 | 124.57 |
| 1 to 3 years | Stage 3 | 112.88 | 112.88 | - | 45.15 | 67.73 |
| More than 3 years | Stage 3 | 382.83 | 382.83 | - | 382.83 | - |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| As at March 31, 2023 | Asset classification as per Ind AS 109 | Gross Carrying Amount as per Ind AS | Loss Allowances (Provisions) as required under Ind AS 109 | Net Carrying Amount | Provisions required as per IRACP norms | Difference between Ind AS 109 and provisions and IRACP norms |
|---|--|-------------------------------------|---|---------------------|--|--|
| Subtotal for doubtful | | 661.81 | 661.81 | - | 469.51 | 192.30 |
| Loss | Stage 3 | - | - | - | - | - |
| Subtotal for NPA | | 1,096.90 | 879.36 | 217.54 | 534.77 | 344.59 |
| Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms | Stage 1 | - | - | - | - | - |
| | Stage 2 | - | - | - | - | - |
| | Stage 3 | - | - | - | - | - |
| Subtotal | | - | - | - | - | - |
| | Stage 1 | 41,796.80 | 123.54 | 41,673.26 | 135.30 | (11.76) |
| | Stage 2 | 942.53 | 23.79 | 918.74 | 2.90 | 20.89 |
| | Stage 3 | 1,096.90 | 879.36 | 217.54 | 534.77 | 344.59 |
| Total | Total | 43,836.23 | 1,026.69 | 42,809.54 | 672.97 | 353.72 |

In terms of the requirement as per RBI notification no. RBI/2019-20/170 DOR (NBFC).CC.PD. No.109/22.10.106/2019-20 dated March 13, 2020 on Implementation of Indian Accounting Standards, Housing Finance Companies (HFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and Income Recognition, Asset Classification and Provisioning (IRACP) norms (including provision on standard assets). The impairment allowances under Ind AS 109 made by the company exceeds the total provision required under IRACP (including standard asset provisioning), as at March 31, 2024 and accordingly, no amount is required to be transferred to impairment reserve.

Provisions required as per IRACP norms amount to ₹851.83 Lakhs as stated in the above table.

NOTE 61. DISCLOSURE IN TERMS OF MASTER DIRECTION - NON-BANKING FINANCIAL COMPANY - HOUSING FINANCE COMPANY (RESERVE BANK) DIRECTIONS, 2021 DATED FEBRUARY 17, 2021 ISSUED BY THE RESERVE BANK OF INDIA READ WITH PARA 15A ON GUIDELINES ON LIQUIDITY RISK MANAGEMENT FRAMEWORK IN MASTER DIRECTION - NON-BANKING FINANCIAL COMPANY - SYSTEMICALLY IMPORTANT NON-DEPOSIT TAKING COMPANY AND DEPOSIT TAKING COMPANY (RESERVE BANK) DIRECTIONS, 2016

Public disclosure on liquidity risk in terms of Guidelines on Liquidity Risk Management Framework.



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

- (i) Funding Concentration based on significant counterparty (both deposits and borrowings)

| Type of Instrument | Number of Significant Counterparties | Amount* (Lakhs) | % of Total deposits | % of Total Liabilities** |
|--------------------|--------------------------------------|-----------------|---------------------|--------------------------|
| Borrowings | 1 | 78.93 | 0 | 15.46% |

#Significant counterparty is defined in RBI Circular RBI/2019-20/88 DOR.NBFC (PD) CC.No.102/ 03.10.001/2019-20 dated 04 November, 2019 on Liquidity Risk Management Framework for Non Banking Financial Companies and Core Investment Companies. Accordingly, Company has considered lender with more than 10% of total outstanding borrowing as significant counterparties.

*Borrowings amount excludes the interest accrued but not due.

**Total liabilities has been computed as sum of all liabilities (balance Sheet figure) less equities and other equities.

- (ii) Top 20 large deposits (amount in ₹Lakhs and % of total deposits)- Not applicable. The Company is registered with National Housing Bank to carry on the business of housing finance institution without accepting public deposits.

- (iii) Top 10 borrowings

All amounts are in Lakhs unless otherwise stated

| Sl. No. | Amount (₹ in Lakhs) | % of Total Borrowings |
|---------|---------------------|-----------------------|
| 1 | 348.00 | 70.84% |

* Borrowings amount excludes the interest accrued but not due Top 10 borrowings have been identified considering the type of facility availed.

- (iv) Funding Concentration based on significant instrument/product

All amounts are in Lakhs unless otherwise stated

| Sr. No. | Name of the instrument/product* | Amount (₹ Lakhs) | % of Total Liabilities** |
|---------|---------------------------------|------------------|--------------------------|
| 1 | Term Loans | 435.14 | 85.21% |
| 2 | Non-Convertible Debentures | 0.00 | 0.00 |
| 3 | NHB Refinance/Other | 56.12 | 10.99% |

* Significant instrument/product is as defined in RBI Circular RBI/2019-20/88 DOR.NBFC (PD) CC.No.102/ 03.10.001/2019-20 dated 04 November, 2019 on Liquidity Risk Management Framework for NBFC.

**Total liabilities does not include equities and other equities of the Company.

- v) Stock Ratios:

| Sl. No. | Stock Ratio | Percentage (%) |
|---------|--|----------------|
| 1 | Commercial papers as a % of total liabilities | Nil |
| 2 | Commercial papers as a % of total assets | Nil |
| 3 | Non-convertible debentures (original maturity of less than one year) as a % of, total liabilities* | Nil |
| 4 | Non-convertible debentures (original maturity of less than one year) as a % of, total assets | Nil |
| 5 | Other short-term liabilities, if any as a % of total liabilities | 1.48% |
| 6 | Other short-term liabilities as a % of total assets | 1.13% |
| 7 | Other short-term liabilities as a % of public funds | Nil |

*Total liabilities has been computed as sum of all liabilities (balance Sheet figure) less equities and other equities.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

vi) Institutional set-up for liquidity risk management

The Board of Directors of the Company has an overall responsibility and oversight for the management of all the risks, including liquidity risk, to which the Company is exposed to in the course of conducting its business. The Board approves the governance structure, policies, strategy and the risk limits for the management of liquidity risk.

The Board of Directors of the Company has constituted an Asset Liability Committee (ALCO). The main objective of ALCO is to assist the Board and Risk Management Committee in effective discharge of the responsibilities of asset-liability management, market risk management, liquidity and interest rate risk management and also to ensure adherence to risk tolerance/limits set up by the Board. ALCO provides guidance and directions in terms of interest rate, liquidity, funding sources, and investment of surplus funds.

The Risk Management Committee constituted by the Board of Directors is primarily responsible for the effective supervision, evaluation, monitoring and review of various aspects and types of risks, including liquidity risk, faced by the Company.

NOTE 62. DISCLOSURE IN TERMS OF IN ACCORDANCE WITH MASTER DIRECTION - NON-BANKING FINANCIAL COMPANY - HOUSING FINANCE COMPANY (RESERVE BANK) DIRECTIONS, 2021 DATED FEBRUARY 17, 2021 ISSUED BY THE RESERVE BANK OF INDIA READ WITH RBI CIRCULAR NO. RBI/DNBS/2016-17/49 MASTER DIRECTION DNBS. PPD.01/66.15.001/2016- 17 ON MONITORING OF FRAUDS IN NBFCs

There were no cases of frauds reported during the Current year & Previous Year.

NOTE 63. BALANCE SHEET DISCLOSURES AS REQUIRED UNDER MASTER DIRECTION - NON-BANKING FINANCIAL COMPANY - HOUSING FINANCE COMPANY (RESERVE BANK) DIRECTIONS, 2021 DATED FEBRUARY 17, 2021 ISSUED BY THE RESERVE BANK OF INDIA.

Schedule to the Balance Sheet

All amounts are in Lakhs unless otherwise stated

| Particulars Liability Side | As at March 31, 2024 | | As at March 31, 2023 | |
|--|-----------------------|-------------------|-----------------------|-------------------|
| | Amount Outstanding | Amount Overdue | Amount Outstanding | Amount Overdue |
| 1 Loans and advances availed by the HFC inclusive of interest accrued thereon but not paid: | | | | |
| a. Debentures : Secured | - | - | 4,109.54 | - |
| : Unsecured | - | - | - | - |
| b. Deferred Credits | | - | - | - |
| c. Term Loans | 49,046.50 | - | 31,600.65 | - |
| d. Inter-corporate loans and borrowing | | - | - | - |
| e. Commercial Paper | | - | - | - |
| f. Public Deposits | | - | - | - |
| g. Other Loans (Car Loan) | 79.63 | - | 14.02 | - |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| Particulars Liability Side | As at March 31, 2024 | | As at March 31, 2023 | |
|---|-----------------------|-------------------|-----------------------|-------------------|
| | Amount Outstanding | Amount Overdue | Amount Outstanding | Amount Overdue |
| - Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid): | | | | |
| a. In the form of Unsecured debentures | | - | - | - |
| b. In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security | | - | - | - |
| c. Other public deposits | | - | - | - |

All amounts are in Lakhs unless otherwise stated

| Assets Side | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| | Amount Outstanding | Amount Outstanding |
| 3 Break-up of Loans and Advances including bills receivables [other than those included in (4) below]: | | |
| a. Secured | 58,993.11 | 42,809.54 |
| b. Unsecured | - | - |
| 4 Break up of Leased Assets and stock on hire and other assets counting towards asset financing activities | | |
| (i) Lease assets including lease rentals under sundry debtors | | |
| a. Financial lease | - | - |
| b. Operating lease | - | - |
| (ii) Stock on hire including hire charges under sundry debtors | | |
| a. Assets on hire | - | - |
| b. Repossessed Assets | - | - |
| (iii) Other loans counting towards asset financing activities | | |
| a. Loans where assets have been repossessed | - | - |
| b. Loans other than (a) above | - | - |

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| Assets Side | As at March 31, 2024 Amount Outstanding | As at March 31, 2023 Amount Outstanding |
|--|--|--|
| 5 Break-up of Investments | | |
| Current Investments | | |
| 1. Quoted | | |
| (i) Shares | | |
| (a) Equity | - | - |
| (b) Preference | - | - |
| (ii) Debenture & Bonds | 842.47 | 966.94 |
| (iii) Units of mutual funds | - | 199.99 |
| (iv) Government Securities | - | - |
| (v) Others - Venture Fund and AIF | - | - |
| 2. Unquoted | | |
| (i) Shares | - | - |
| (a) Equity | - | - |
| (b) Preference | - | - |
| (ii) Debenture & Bonds | - | - |
| (iii) Units of mutual funds | - | - |
| (iv) Government Securities | - | - |
| (v) Others - Venture Fund and AIF | - | - |
| Long Term investments | | |
| 1. Quoted | | |
| (i) Shares | | |
| (a) Equity | 39.00 | 22.05 |
| (b) Preference | - | - |
| (ii) Debenture & Bonds | - | - |
| (iii) Units of mutual funds | - | - |
| (iv) Government Securities | - | - |
| (v) Others - Real Estate Investment Trust | - | - |
| (vi) Others - Security Receipts | - | - |
| 2. Unquoted | | |
| (i) Shares | | |
| (a) Equity | - | - |
| (b) Preference | - | - |
| (ii) Debenture & Bonds | - | - |
| (iii) Units of mutual funds | - | - |
| (iv) Government Securities | - | - |
| (v) Others - Pass Through Certificates | - | - |
| (vi) Others - Security Receipts | - | - |
| (vii) Others - Venture Funds & Other Funds | - | - |



Notes Forming Part of Financial Statements

for the year ended March 31, 2024

All amounts are in Lakhs unless otherwise stated

| Category | As at March 31, 2024 | | | As at March 31, 2023 | | |
|---|--------------------------|-----------|------------------|--------------------------|-----------|------------------|
| | Amount net of provisions | | | Amount net of provisions | | |
| | Secured | Unsecured | Total | Secured | Unsecured | Total |
| 6 Borrower group-wise classification of assets financed as in (3) and (4) above: | | | | | | |
| 1. Related Parties | | | | | | |
| (a) Subsidiaries | - | - | - | - | - | - |
| (b) Companies in the same group | - | - | - | - | - | - |
| (c) Other related parties | - | - | - | - | - | - |
| 2. Other than related parties | 58,993.11 | - | 58,993.11 | 42,809.54 | - | 42,809.54 |
| Total | 58,993.11 | - | 58,993.11 | 42,809.54 | - | 42,809.54 |

All amounts are in Lakhs unless otherwise stated

| Category | As at March 31, 2024 | | As at March 31, 2023 | |
|---|--|---------------|--|-----------------|
| | Market Value / Break up or fair value or NAV | Book Value | Market Value / Break up or fair value or NAV | Book Value |
| 7 Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted): | | | | |
| 1. Related Parties | | | | |
| (a) Subsidiaries | - | - | - | - |
| (b) Companies in the same group | 39.00 | 41.95 | 22.05 | 41.95 |
| (c) Other related parties | - | - | - | - |
| 2. Other than related parties | 842.47 | 841.62 | 1,166.93 | 1,155.68 |
| Total | 881.47 | 883.57 | 1,188.98 | 1,197.63 |

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|----------------------|----------------------|
| | Amount | Amount |
| 8 Other information | | |
| (i) Gross Non-Performing Assets | | |
| (a) Related parties | - | - |
| (b) Other than related parties | 1,376.25 | 1,096.90 |
| (ii) Net Non-Performing Assets | | |
| (a) Related parties | - | - |
| (b) Other than related parties | 411.28 | 217.54 |
| (iii) Assets acquired in satisfaction of debt | - | - |

Note: Loan Portfolio includes gross loans amounting to ₹116.62 lakhs (31 March 2023: ₹137 Lakhs) against which the Company has taken possession of the properties under Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002 and held such properties for disposal. The value of assets possessed against these loans is ₹167.70 lakhs. (31 March 2023: ₹233.08 Lakhs).

**Current investment means an investment which is by its nature readily realizable and is intended to be held for not more than one year from the date on which such investment is made.

Notes Forming Part of Financial Statements

for the year ended March 31, 2024

NOTE 64. There are no Micro, Small and Medium Enterprises (MSME) to whom the Company owes dues, which are outstanding for more than 45 days as at 31-03-2024. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis at information available with the Company.

(Refer Note 11)

NOTE 65. There are no amounts to be reflected under payable to Investor Protection Fund.

NOTE 66. In the opinion of management the Financial Assets are approximately of the value as stated if realized in the ordinary course of business unless otherwise stated. The provisions for all liabilities are adequate and not in excess / shortage of the amount reasonably necessary.

NOTE 67. During the year, there was one employee, Mr. Vinod K. Jain, Managing Director employed throughout the year who was in receipt of remuneration of ₹ 319.49 lakhs (PY ₹ 294.30 lakhs) per annum.

NOTE 68. Figures for the previous year have been regrouped/ re-arranged wherever considered necessary to confirm to the figures presented in the current year. There have been no events after the reporting date that requires disclosure in these financial statements.

NOTE 69. The Company has complied with all the prudential norms prescribed by Reserve bank of India on income recognition, accounting standards, assets classification, provisions for bad & doubtful debts, capital adequacy and credit/investment concentration.

NOTE 70. PRINCIPAL BUSINESS CRITERIA

All amounts are in Lakhs unless otherwise stated

| Particulars | As at March 31, 2024 | As at March 31, 2023 |
|---|-------------------------|-------------------------|
| Housing Loan (₹ in lakhs) | 42,018.48 | 28,993.17 |
| Housing Loan for individual (₹ in lakhs) | 40,037.05 | 27,619.69 |
| Housing Loan* (%) (clauses a to k of para 4.1.16) | 63.80% | 57.62% |
| Housing Loan for individual (%) (clauses a to e of para 4.1.16) | 60.79% | 54.89% |

Notes on Financial statements 1 to 70 are annexed and forming part of the Balance Sheet and Statement of Profit & Loss.

As per our report of even date attached

For **M/S Valawat & Associates,**

Chartered Accountants

FRN : 003623C

Jinendra Jain

Partner

Membership No. 072995

Place : Udaipur

Date : 23-05-2024

For & on Behalf of the Board

Vinod K. Jain

Managing Director

(DIN:00248843)

Divya Kothari

Company Secretary

(M.No. A57307)

Seema Jain

Director

(DIN:00248706)

Ashok Kumar

Chief Financial Officer



SRG Housing Finance Limited

321, S. M. Lodha Complex, Near Shastri Circle,
Udaipur, Rajasthan - 313 001
CIN: L65922RJ1999PLC015440