

39TH ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

September 05, 2024

**To,
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400 001**

Scrip Code: 512441

SUBJECT: ANNUAL REPORT FOR THE FINANCIAL YEAR 2023-24.

Dear Sir/ Madam,

Pursuant to regulation 34 read with Regulation 30 and Regulation 53(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, please find enclosed herewith following documents for FY 2023-24, as circulated to the shareholders today through electronic mode:

- Notice of 39th AGM scheduled to be held on Saturday, September 28, 2024 at 12:30 P.M. (IST) at the Registered Office situated at B4 /C5, God's Gift CHS Ltd, NM Joshi Marg, Lower Parel, Mumbai City-400013 and
- Annual Report for FY 2023-24.

The above is also uploaded on the Company's website viz, **www.enbeetrade.com** and the portal of the stock exchange, where the securities of the Company are listed.

You are requested to kindly take the same on record.

Thanking You,

For Enbee Trade and Finance Limited

AMARR
NARENDRA
GALLA

Digitally signed by
AMARR NARENDRA
GALLA
Date: 2024.09.05
17:11:36 +05'30'

Amarr Narendra Galla
Managing Director
DIN: 07138963



ANNUAL REPORT

2023-24

CONTENTS

PARTICULARS	PAGE
Corporate Information	5-6
Notice of Annual General Meeting	7-32
Director's Report	33-46
Corporate Governance Report	47-65
Secretarial Audit Report	66-68A
Certificate on Corporate Governance	69
Related Party Transaction-Form AOC-2	70
Certificate of Non-Disqualification of Directors	71-72
Management Discussion Analysis Report	73-75
CFO Certification A-6	76
Independent Auditor's Report	77-89
Financial Statements	90-139
Proxy Slip and Attendance Slip	140-142

ETFL AT A GLANCE

Enbee Trade and Finance Limited (ETFL) is a RBI-licensed and BSE-listed NBFC incorporated in on July 24, 1985, as a public limited company under the Companies Act, 1956 with the Registrar of Companies, Mumbai, Maharashtra and consequently a certificate of commencement of business dated August 6, 1985 was issued to our Company.

Enbee Trade & Finance Limited are a Non Deposit Accepting Non-Banking Financial Company (NBFC) registered with RBI to carry on the NBFC activities under Section 45IA of the Reserve Bank of India Act, 1934 bearing Registration no. 13.00691 dated April 20, 1998.

As the Company has been granted NBFC License by RBI, the Company's business model is mainly centered on Loan activities i.e. granting of unsecured loans to body corporate and individuals.

In the year 2015, our Company has been taken over by new management and the present promoter Amarr Narendra Galla completed the acquisition of shares from erstwhile promoters of the Company pursuant to an Open Offer made under Regulation 3(1) and 4 of Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011.

We work under the guidance of our Chairman and Managing Director, Amarr Narendra Galla, who has knowledge in the field of financing activities and been associated with our Company since 2015. He has been instrumental in evolving our business operations, growth and future prospects.

The business model is based on client relationships that are established over period of time rather than a project-based execution approach. Our Company believes that long-term client relationship fetches better dividends. Long-term relations are built on trust and continuous satisfaction of the customers.

Message From The Chairman

Dear Stakeholders,

“It is with great honor and privilege that I present to you the Annual Report for the financial year 2023-24 of Enbee Trade and Finance Limited. I am delighted to share the Auditor’s and Directors’ Reports, as well as the Annual Audited Accounts. This year has been one of significant growth and transformation for our organization.

Despite the challenging global economic environment, we have delivered a robust financial performance, with our profits increasing by more than 100% compared to the previous year. This growth is a testament to our resilient business model, strategic initiatives, and the unwavering dedication of our team.

As the world recovers from the challenges of recent years, India has emerged as a bright spot in terms of economic growth amidst a global slowdown. Our nation’s economic growth rate is stronger than many peer economies, driven by robust domestic consumption and lesser dependence on global demand.

In years to come Non-Banking Financial Companies (NBFCs) will play an even larger role in supporting the socioeconomic fabric of the Indian economy. The opportunity for credit penetration remains high in India, and we are well-positioned to contribute to this growth.

The Reserve Bank of India (RBI) and other regulatory bodies have introduced significant measures to promote the growth and stability of our sector. These steps include streamlining NBFC operations, enhancing risk management practices, and strengthening corporate governance. These regulatory reforms have not only fostered investor confidence but also encouraged NBFCs to adopt more responsible lending practices, ensuring the overall stability of the financial system.

I would like to express my heartfelt gratitude to our shareholders, customers, employees, and partners for their unwavering support and trust. Your confidence in us drives our ambition and commitment to excellence. Together, we will continue to build a stronger, more sustainable, and more prosperous future for Enbee Trade and Finance Limited.”

*Sincerely,
Amarr Narendra Galla*

CORPORATE INFORMATION

Board of Directors		
Mr. Amarr Narendra Galla (Managing Director)	Mrs. Ssamta Gaala (Whole Time Director)	Mr. Hiren Savla* (Independent Director)
Mr. Jayesh G. Patel (Independent Director)	Mr. Akash S. Gangar (Independent Director)	Mr. Rakesh kumar Dinesh Mishra** (Independent Director)

* Cessation due to Demise w.e.f. July 05, 2024

** Appointment as Additional, Non-Executive Independent Director w.e.f. July 26, 2024.

Senior Team	
Mr. Mehul N. Gala (Chief Financial Officer)	Ms. Ruchika Kabra* (Company Secretary)

* Resigned w.e.f. March 26, 2024, and Appointment of Ms. Anshul Bajaj, ACS, as Company Secretary & Compliance Officer w.e.f. June 21, 2024

Statutory Auditors
M/s. Ambavat Jain & Associates LLP (Chartered Accountants, Mumbai)

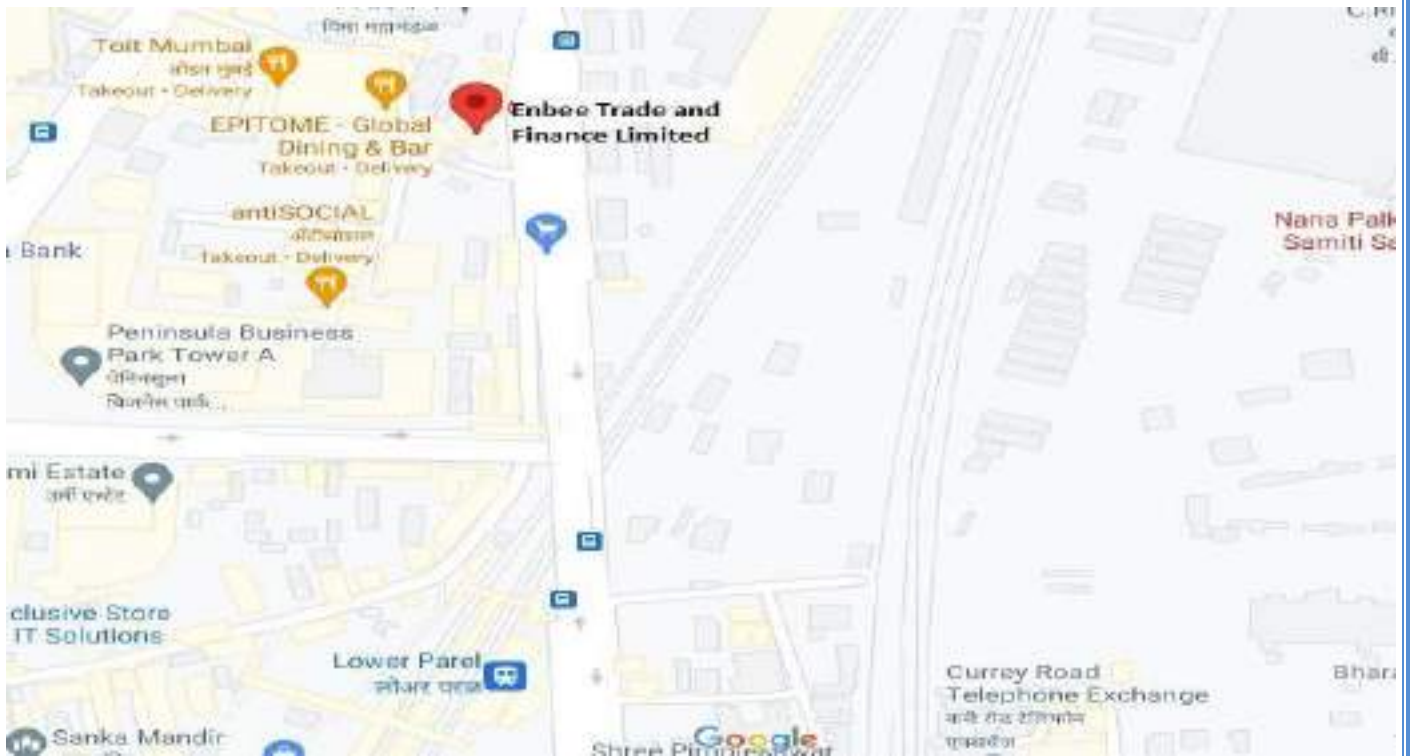
Secretarial Auditors
M/s. Feni Shah & Associates (Practicing Company Secretary, Mumbai)

Registrar & Share Transfer Agent
Adroit Corporate Services Pvt. Ltd (1 st Floor, 19/20, Jaferbhoy Ind Estate, Makwana Road, Marol Naka, Mumbai- 400059)

<h2>Internal Auditors</h2>
M/s. Spire Risk Advisors LLP (Mumbai)

<h2>Banker</h2>
IDBI Bank Ltd.
ICICI Bank Ltd.

Route Map For The AGM Venue



NOTICE OF 39th ANNUAL GENERAL MEETING

Notice is hereby given that the 39th Annual General Meeting of the members of Enbee Trade and Finance Limited will be held on Saturday, September 28, 2024 at 12.30 P.M. at the Registered Office situated at B4 /C5, God's Gift CHS Ltd, NM Joshi Marg, Lower Parel, Mumbai City-400013, to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024, including the Audited Balance-sheet as at 31st March 2024, the statement of Profit and Loss account for the year ended on that date, together with the report of the Board of Director's and Auditor's Report thereon.
2. To appoint a Director in place of Mrs. Ssamta A. Gaala (DIN: 07138965) as a Whole-time director in terms of section 152(6) of the Companies Act, 2013 and being eligible for retire by rotation, offers herself for re-appointment.

SPECIAL BUSINESS:

3. APPOINTMENT OF MR. RAKESHKUMAR DINESH MISHRA (DIN: 06919510) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR:

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

"RESOLVED THAT Mr. Rakeshkumar Dinesh Mishra (DIN : 06919510), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 26th July 2024 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ("Act") but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed a Director of the Company."

"RESOLVED FURTHER THAT, pursuant to the provisions of Section 149, 150, 151 and 160 of the Companies Act, 2013 read with Schedule IV as amended and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and other applicable provisions, if any, on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the members be and is hereby accorded for the appointment of Mr. Rakeshkumar Dinesh Mishra (DIN : 06919510) as a Non-Executive Independent Director on the Board of Directors of the Company, who shall hold office for a term of five years commencing with effect from 26/07/2024 to hold office upto 25/07/2029, shall not be liable to retire by rotation and shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof, as may be determined by the Board from time to time.

RESOLVED FURTHER THAT any Director(s) of the Company, be and is hereby severally authorized to

file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

4 RE-APPOINTMENT OF MR. AMARR GALLA (DIN: 07138963) AS MANAGING DIRECTOR AND CHAIRMAN OF THE COMPANY

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

“RESOLVED THAT based on the recommendation of the Nomination and Remuneration Committee, Board of Directors, pursuant to the provisions of Sections 196, 196(3), 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Schedule V thereto and the Rules made thereunder including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and the Articles of Association of the company and subject to such other approvals as may be necessary, approval of members be and is hereby accorded to the re-appointment of Mr. Amarr Galla (DIN: 07138963) as Managing Director and Chairman of the Company, for a period of 5 years commencing from 1st July, 2025 to 30th June, 2030.

RESOLVED FURTHER THAT, where in any financial year during the tenure of the said Managing Director, the Company has no profits or its profit are inadequate, the remuneration shall be paid as per schedule V of the Companies Act, 2013 as may be approved by the shareholders;

RESOLVED FURTHER THAT, the Board of Directors (including its Nomination and Remuneration Committee thereof) be and is hereby authorized to modify the terms and conditions of appointment / remuneration or the scale or any other perquisites payable within the limit permitted as they may deem fit and proper from time to time;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to sign and execute agreement / amendment and other necessary papers as regards to the amendment of the Service / Employment Agreement of Mr. Amarr Galla, Managing Director and chairman of the Company and to do all such acts, deeds, matters and things including but not limited to filing of requisite application/forms/reports etc. with the Ministry of Corporate Affairs or with such other Statutory Authorities as may be required to give effect to the said resolution.”

5. TO REVISE AND APPROVE THE REMUNERATION PAYABLE TO MR. AMARR N. GALLA (DIN: 07138963) AS MANAGING DIRECTOR, BEING RELATED PARTY HOLDING OFFICE OR PLACE OF PROFIT IN THE COMPANY.

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

“RESOLVED THAT, pursuant to the provisions of Section 188(1)(f) read with Companies (Meetings of Board and its Powers) Rules 2014 and all other applicable provisions, if any, of the Companies Act, 2013 including statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Nomination and Remuneration Committee, the Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded to the Board of Directors to approve the remuneration of Mr. Amarr N. Galla (DIN: 07138963) as Managing Director, Related party, to hold an office or place of profit in the Company effective from 1st April, 2024 as set out in the statement annexed to the Notice convening this meeting..

RESOLVED FURTHER THAT, Mr. Amarr Galla shall also be eligible for any other perquisites and benefits as are granted to other employees of the Company, in accordance with the Company’s practice, rules and

regulations from time to time.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper, or expedient to give effect to the aforesaid resolution”.

6. TO APPROVE THE REMUNERATION PAYABLE TO MRS. SSAMTA AMAR GAALA (DIN: 07138965) AS WHOLE-TIME DIRECTOR, BEING RELATED PARTY HOLDING OFFICE OR PLACE OF PROFIT IN THE COMPANY.

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

“RESOLVED THAT, pursuant to the provisions of Section 188(1)(f) read with Companies (Meetings of Board and its Powers) Rules 2014 and all other applicable provisions, if any, of the Companies Act, 2013 including statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Nomination and Remuneration Committee, the Audit Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded to the Board of Directors to approve the remuneration of Mrs. Ssamta Amar Gaala, Related party, to hold an office or place of profit in the Company effective from 1st April, 2024 as set out in the statement annexed to the Notice convening this meeting..

RESOLVED FURTHER THAT, Mrs. Ssamta Amar Gaala shall also be eligible for any other perquisites and benefits as are granted to other employees of the Company, in accordance with the Company’s practice, rules and regulations from time to time.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things and take all such steps as may be necessary, proper, or expedient to give effect to the aforesaid resolution”.

7. TO APPROVE AND RATIFY RELATED PARTY TRANSACTIONS INCLUDING MATERIAL RELATED PARTY TRANSACTIONS DURING THIS YEAR AND FINANCIAL YEAR-2023-24

To consider and, if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read the with the rules framed thereunder (including any statutory amendment(s) or re- enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to approve and ratify transactions or modification(s) of earlier/ arrangements/transactions (whether individually or series of transaction(s) taken together or otherwise) undertaken during this year and for the Financial Year 2023-24 , with the promoters and members of Promoter Group of the Company or any other related party, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), have exceeded the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time”

RESOLVED FURTHER THAT to give effect to the above resolution, the Board of Directors of the Company (“the Board”), including any Committee of the Board or person authorised by the Board, be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to filing of necessary forms/documents with the appropriate authorities and to execute all such deeds,

documents, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto.”

8. TO APPROVE THE RELATED PARTY TRANSACTION INCLUDING MATERIAL RELATED PARTY TRANSACTIONS DURING FINANCIAL YEAR 2024-25 and 2025-26:

To consider and, if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read the Securities with the rules framed thereunder (including any statutory amendment(s) or re- enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entering into and / or carrying out and / of or continuing with existing contracts / arrangements/ transactions or modification(s) the earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with this notice, Promoters and members of Promoter Group, of the Company or any other related party during the Financial Year 2024-25 and 2025-26, as per the details set out in the explanatory statement annexed to notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby severally authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts / arrangements / transactions, settle all questions, difficulties or doubts that may arise in this regard.”

9. AUTHORITY TO INCREASE THE BORROWING LIMIT FROM RS.50.00 CRORES TO RS.500.00 CRORES UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:

To consider and, if thought fit, to pass the following resolution as SPECIAL RESOLUTION:

“RESOLVED THAT in supersession of the resolution passed in the Board on 26/09/2015, consent of the members be and is hereby accorded in terms of Sections 180(1)(c) and 179 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the authority to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee thereof or any person(s) authorised by the Board to exercise the powers conferred on the Board of Directors by this resolution) for borrowing from time to time for the purposes of the business of the Company, from banks, financial institutions, non-banking finance companies, firms, bodies corporates, investment institutions, mutual funds or other acceptable source, any sum of moneys whether by way of advances, deposits, loans, issue of non-convertible debentures, inter corporate deposits (ICD), external commercial borrowings (ECB), or bonds or otherwise, whether secured or unsecured, notwithstanding that the money to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital and free reserves (reserves not set apart for any specific purpose), provided that the total amount upto which moneys may be borrowed by the Board shall not exceed the aggregate of Rs.500 Crore (Rupees Five Hundred Crore).”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorize to negotiate with the lending entities and to finalize and execute the documents and deeds as may be applicable for creating the appropriate mortgages and/or charges on such of the immovable and/or movable properties of the Company on such terms and conditions as may be decided by the Board and to perform all such acts, deeds and things as may be necessary in this regard;

RESOLVED FURTHER THAT The Board is also authorized to register creation and modification of charge on assets of the Company pursuant to section 77, 78 and 79 of the Companies Act, 2013 or any rules made thereunder or to do any such acts, deeds and things related to charge creation, modification and satisfaction not limited to file necessary e-forms with Registrar of Companies.

10. POWER TO GIVE LOANS OR INVEST FUNDS OF THE COMPANY IN EXCESS OF THE LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

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 the Section 186 and other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called ‘the Board’ which term shall deemed to include any Committee which Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise the securities of any other body corporate, upto a maximum aggregate amount of Rs.500 crores, outstanding at any point of time, over and above the permissible limits under Section 186(2) of the Companies Act, 2013 (presently being 60 percent of the Company’s paid up capital, free reserves and securities premium account or one hundred percent of the Company’s free reserves and securities premium account, whichever is more).

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above loans, guarantees, securities and investment including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment and varying the same either in part or in full as it may deem appropriate and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to this resolution.

11. APPROVAL FOR GIVING LOAN AND GUARANTEE OR PROVIDING SECURITY IN CONNECTION WITH LOAN AVAILED BY ANY SPECIFIED PERSON UNDER SECTION 185 OF THE COMPANIES, ACT, 2013

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 Section 185 and all other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Amendment) Act, 2017 and Rules made thereunder, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and

subject to such other consents, permissions, approvals, as may be required in that behalf, and in supersession of all the earlier resolutions passed in this regard if any, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to advance any loan including any loan represented by a book debt, business advance, advance for securing supplies of

services/goods on a future date or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the Company or any other person in whom any of the Directors of the Company is interested/deemed to be interested, up to limits approved by the shareholders of the Company u/s 186 of the Companies Act, 2013, from time to time, in their absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities. RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file necessary returns/ forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution.”

Date: September 02, 2024
Place: Mumbai
Regd. Office: B4 /C5, God"s Gift CHS Ltd.,
N M Joshi Marg, Lower Parel,
Mumbai - 400013

By Order of the Board
for ENBEE TRADE & FINANCE LIMITED

Sd/-
Amarr Narendra Galla
(Chairman & Managing Director)
DIN: 07138963

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.

2. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority letter, as applicable.

3. Members who attend the Meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the Meeting hall.

4. Members are requested to bring their copy of the Notice at the time of attending the Annual General Meeting.

5. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

6. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company's Registrar and Transfer Agent, Adroit Corporate Services Private Limited details of such folio together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the Member/s after making requisite changes thereon.

7. Non-resident Indian Shareholders are requested to inform the Company immediately:

- a. Change in residential status on return to India for permanent settlement.**
- b. Particulars of bank account maintained in India with complete name, branch, branch code, account type, account number and address of bank, if not furnished earlier.**
- c. Copy of Reserve Bank of India permission.**

8. Members holding shares in physical form are requested to advise immediately change in their address, if any, quoting their folio number(s) to the Registrar & Share Transfer Agent of the Company.

9. Members holding shares in the electronic form are requested to advise immediately change in their address, if any, quoting their Client ID number, to their respective Depository Participants.

10. Members may avail dematerialization facility by opening Demat Accounts with the Depository Participants of either National Securities Depository Limited or Central Depository Services (India) Limited and get the equity share certificates held by them dematerialized. The ISIN No. of the Company is INE993I01011.

11. Members desirous of getting any information in respect of accounts of the Company and proposed resolutions, are requested to send their queries in writing to the Company at its registered office at least 7 days before the date of the meeting, so that the required information

can be made available at the meeting.

12. Corporate members intending to send their authorized representative to attend the meeting are requested to send to the Company, a certified true copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar & Share Transfer Agent i.e. Adroit Corporate Services Private Limited
14. Members may also note that the Notice of the Annual General Meeting will also be available on the Company's website www.enbeetrade.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: enbeetrade@gmail.com.
15. Instructions for members for voting electronically are as under: -

The voting period begins on September 25, 2024 at 9.00 a.m. and ends on September 27, 2024 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 21, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- a. The shareholders should log on to the e-voting website www.evotingindia.com.
- b. Click on Shareholders.
- c. Now Enter your User ID

For CDSL: 16 digits beneficiary ID,

For NSDL: 8 Character DP ID followed by 8 Digits Client ID

Members holding shares in Physical Form should enter Folio Number registered with the Company.

Next enter the Image Verification as displayed and Click on Login.

If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

If you are a first-time user follow the steps given below:

After entering these details appropriately, click on "SUBMIT" tab.

Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach, "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting

through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Click on the EVSN for the relevant <ENBEE TRADE AND FINANCE LIMITED> on which you choose to vote.

On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

If a Demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively.

Please follow the instructions as prompted by the mobile app while voting on your mobile.

- Note for Non - Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to logon to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password.
- The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

16. Inspection of documents:

The following statutory registers of the Company, will be open for inspection by members at the registered office as well as at the corporate office of the Company from Monday to Friday from 10.00 a.m. to 12.30 p.m., except holidays up to the date of AGM and also at the AGM. The following shall remain open for inspection as per the period specified above and be accessible to any member during the continuance of the meeting:

- a. Register of contracts or arrangements in which directors are interested under section 189 of the Act; and
- b. Register of directors and key managerial personnel and their shareholding under section 170 of the Act.

Date: September 02,2024

Place: Mumbai

**Regd. Office: B4 /C5, God"s Gift CHS Ltd.,
N M Joshi Marg, Lower Parel,
Mumbai - 400013**

**By Order of the Board
for ENBEE TRADE & FINANCE LIMITED
Sd/-**

**Amarr Narendra Galla
(Chairman & Managing Director)
DIN: 07138963**

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 for item nos. 3 to 11, setting out all material facts relating to the business mentioned in the accompanying notice is as under:

ITEM NO.3.

The Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee had appointed Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510) as an Additional Director of the Company with effect from July 26, 2024 to hold office upto ensuing AGM of the Company. In accordance with the provisions of Section 161 of Companies Act, 2013, Mr. Rakeshkumar Dinesh Mishra shall hold office up to the date of the forthcoming Annual General Meeting and is eligible to be appointed as an Independent Director for a term upto five years. Mr. Rakeshkumar Dinesh Mishra is not disqualified from being appointed as a Director in terms of Section 164 of the Act, nor has been debarred from holding the office of a director by virtue of any order from Securities and Exchange Board of India (SEBI) or any such regulatory authority and has consented to act as Director of the Company. A brief profile of Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510), including nature of his expertise, is provided herein. The Company has received a declaration of independence from him. In the opinion of the Board, he fulfills the conditions specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for appointment as Independent Director of the Company.

None of the Directors or Key Managerial Personnel and their relatives, except Mr. Rakeshkumar Dinesh Mishra (DIN : 06919510), are concerned or interested (financially or otherwise) in this Resolution.

The Board recommends the Ordinary Resolution set out at Item no. 3 for approval of the Members.

Brief Resume of Directors/persons seeking appointment/ re-appointment at this Annual General Meeting in pursuance of regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), 2015

Name of the Director	Mr. Rakeshkumar Dinesh Mishra
DIN	06919510
Date of Birth	15/05/1987
Date of Appointment	26/07/2024
Designation	Non Executive Independent Director
Brief Profile	Mr. Mishra is having experience in Corporate Legal, Financial and Compliance management department. He has experience of more than a decade in Corporate Laws. He is a Practicing Company Secretary and during his Practice, he was associated with many corporates in assignments such as Mergers & Acquisitions, take overs of listed & unlisted entities, Corporate Restructuring, Preferential Allotments, Buy Back of shares & other Corporate Actions. He also carries with him experience in appearing before various Statutory Authorities such as NCLT and Regional Director.

Qualification	Mr. Rakeshkumar Mishra is MBA in Finance, B. Com and a Law Graduate and Associate Member of The Institute of Companies Secretaries of India (ICSI).
Expertise in specific functional area	Compliance Management
Inter-se relationship between directors	None
List of Public Companies in which outside Directorship held (including Foreign Companies)	Parle Industries Limited
Chairman/Member of the Committee of Board of Directors of Public Companies	NIL
Shareholding	NIL

ITEM NO.-4

Mr. Amar N. Galla was appointed as Managing Director of the Company dated 07/07/2015 for the period of five years w.e.f. 01.07.2015 to 30.06.2020 and further re-appointed in AGM held on 21st December 2020 from 01.07.2020 till 30.06.2025. Now his tenure is getting expired on 30.06.2025. Since on Board he has been rendering valuable services to the Company & considering the requirement of the Company, the Board of Directors of the Company has decided to re-appoint Mr. Amarr N. Galla as a Managing Director and Chairman of the Company for another period of 5 (Five Years) from 01.07.2025 to 30.06.2030 subject to the approval of the Shareholder and Central Government, if required. He possesses a total experience of about 15 years. Your Board is of the opinion that considering the experience of Mr. Amarr N. Galla, his appointment as Managing Director will be beneficial to the Company. The terms and conditions including the remuneration to be paid in the event of loss or inadequacy of profit in any financial year during the tenure of his appointment is mentioned in the draft letter of appointment placed before the meeting approved by the Board of Directors.

1. Basic Salary: The Managing Director shall be entitled to a Monthly Salary in the range upto Rs. 15,00,000/- per month, with an authority to the Board to increase the same from time to time in accordance with the limits specified in Schedule V of the Companies Act, 2013, as amended from time to time. The annual or other increments will be merit based and will take into account the Company's performance.
2. House Rent Allowance & Medical expenses: In addition to the prescribed basic salary, special allowance and performance linked incentive, Mr. Amarr N. Galla will also be entitled to perquisites and allowances like furnished accommodation or house rent allowance in lieu thereof, house maintenance allowance, medical reimbursement, coverage under medical and personal accident insurance scheme, leave travel allowance/ concession for self and his family such that the House rent and medical reimbursement of Rs. within the rules of the Company or as may be agreed to by the Board with Mr. Amarr N. Galla.
3. Perquisites & Allowances: In addition to the prescribed basic salary, special allowance and performance linked incentive; Mr. Amarr N. Galla will also be entitled to perquisites and allowances like dearness allowance and Conveyance expense per month and leave travel allowance on actual basis.
4. General: i. The Managing Director shall perform his duties as such with regard to all the work of the Company and shall manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects ii. The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of Directors. iii. The Managing Director shall adhere to the Company's Code of Ethics & Conduct the Remuneration Committee/Board of Directors will determine the amount of increments payable every year depending on the performance of the Managing Director,

profitability of the Company and other relevant factors Mr. Amar N. Galla satisfy all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under subsection (3) of Section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. Brief resume of Mr. Amar N. Galla, nature of his expertise in specific functional areas, names of companies in which he holds Directorships and Memberships / Chairmanships of Board Committees, his shareholding etc., are separately annexed hereto. Notwithstanding anything to the contrary herein contained where in any financial year during the currency of tenure of aforesaid Director, the Company has no profits or inadequate profits, the Company will pay remuneration by way of salary, perquisites and allowances to the said Director subject to compliance with the applicable provisions of Schedule V of the Companies Act, 2013 and if necessary, with the approval of Central Government.

Mr. Amarr N. Galla is also the Promoter of the Company. Mr. Amarr Galla is husband of Mrs. Ssamta Gaala (Whole-time Director) of the Company.

Mr. Amarr N. Galla is interested in this resolution which pertains to his re-appointment and remuneration payable to him.

None of the other Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, concerned or interested, financially or otherwise, in this resolution except, Mrs. Ssamta Gaala (Whole-time Director) of the Company who is wife of Mr. Amarr N. Galla.

DISCLOSURE AS PER SCHEDULE V OF THE COMPANIES ACT 2013:

GENERAL INFORMATION:

Sr. No	Particular	Information
1	Nature of industry	The Company is NBFC registered with RBI as NBFC (credit and Investment)
2	Date or expected date of commencement of commercial production	The Company is in operation since 1985
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable.
4	Financial performance based on given indicators (23-24)	As per Audited Financials of the Company
5	Foreign investments or collaborations, if any.	NA
II. Information about the appointee:		
1	Background details	Mr. Amar N. Galla was appointed as Managing Director of the Company dated 07/07/2015 for the period of five years w.e.f. 01.07.2015 to 30.06.2020 and further re-appointed in AGM held on 21 st December 2020 from 01.07.2020 till 30.06.2025

2	Past remuneration	5 lakhs per month
3	Recognition or awards	NA
4	Job profile and his suitability	Mr. Amarr Galla is managing Director the Company since 2015 and he is having expertise in NBFC's.
5	Remuneration proposed	Upto Rs.15 Lakh per month
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Considering the responsibility, proposed remuneration is commensurate with Industry standards and Board Level position held in similar sized and similar positioned business.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel 15[or other director], if any.	Mr. Amarr Galla is husband of Ms. Ssamta Gaala (Whole-time director) of the Company. Amarr Galla is also promoter of the Company and holds 3518486 shares in the Company.
III. Other information:		
9	Reasons of loss or inadequate profits	Company is in profits, it has inadequate profit due to repayment of borrowings in recent years.
10	Steps taken or proposed to be taken for improvement	The Company is exploring the fund raising option to increase its revenue
11	Expected increase in productivity and profits in measurable terms	The Company is an NBFC

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015.

Sr No.	Particulars	Details
1	Brief Profile (in case of Appointment);	Mr. Amarr N. Galla is associated with the Company since 2015, Mr. Amarr N. Galla is a Graduate. He also belongs to the promoter group of the Company and manages the financial decision of the Company in support with the well qualified and experienced staff. At present he is being re-appointed as Managing Director of the Company.
2	Reason for change viz. appointment, Appointment resignation, the removal, death or otherwise relinquishment of Directorship;	Re-Appointment
3	Date of appointment/cessation / reappointment	01/07/2025

	(as applicable) & Term of appointment;	
4	Directorships held in other Listed Companies	NIL
5	Disclosure of relationships between directors (in case of Appointment of a Director);	Mr. Amarr Galla is husband of Ms. Ssamta Gaala (Whole-time director) of the Company. Amarr Galla is also promoter of the Company and holds 3518486 shares in the Company.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

ITEM NO.5.

Mr. Amarr N. Galla is associated with the Company since 2015. Mr. Amarr N. Galla is a Graduate. He also belongs to the promoter group of the Company and manages the financial decision of the Company in support with the well qualified and experienced staff. Since his appointment on the Board he has been rendering valuable services to the Company & considering the requirement of the Company, the Board of Directors of the Company has decided to again re-appoint Mr. Amarr N. Galla as a Managing Director for another period of 5 (Five Years) from 01.07.2025 to 30.06.2030. based on the recommendation of the Nomination and Remuneration Committee and Audit Committee Board proposed to revise the remuneration of Mr. Amarr N. Galla upto Rs.15 lakh per month.

Presently, he is drawing remuneration from the Company within the limit prescribed under the Companies (Meetings of Board and its powers) Rules 2014 i.e. Rs.5 lakh per month. However, considering the experience and longevity in the Company, the Board of Directors (on the recommendation of the Nomination and Remuneration Committee and Audit Committee) thought fit to seek approval of shareholders to pay him remuneration upto 15 lakh per month.

Pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013, consent of the Company is, inter alia, required to be accorded by the Company, where a Director or relative of a director is appointed to an office or a place of profit under the Company or a subsidiary of the Company. Mr. Amarr Galla being husband of Mrs. Ssamta Amarr Gaala(whole-time director) of the Company, is a related party within the definition of Section 2(76) of the Companies Act 2013 ("Act"), as requires approval of the shareholder.

Further, fourth proviso to Section 188(1) of the Act prescribes that nothing in this subsection shall apply to any transactions entered into by the company in its ordinary course of business other than the transactions which are not on an arm's length basis. Although, the above transaction is at arms' length basis and in ordinary course of business for the Company, approval of shareholders is sought by way of an Special resolution as a good governance practice.

Brief profile of Related Party and disclosure pursuant to Rule 15(3) of Companies (Meetings of Board and its powers) Rules 2014 are as under:

Name of the related party: Mr. Amarr N. Galla

Name of the Director or key managerial personnel who is related, if any: Mrs. Ssamta Gaala (Whole-time Director)

Nature of relationship: Mr. Amarr N. Galla (Managing Director), being husband of Mrs. Ssamta Gaala (Whole Time Director of the Company).

Nature, material terms, monetary value and particulars of the contract or arrangement: Appointment of Mr. Amarr N. Galla as a Managing Director and remuneration payable upto maximum limit of upto 15 lakh per month effective 1st April, 2024 as may be approved by the Board.

Brief Profile and any other information relevant or important for the members to take a decision on the proposed resolution: Covered above.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mr. Amaar Galla, being the appointee and Mrs. Ssamta Gaala is concerned or interested in the proposed Resolution as set out in the Item No. 5 of the accompanying notice.

The Board of Directors recommends the passing of the resolution at Item No. 5 of the Notice convening the Meeting for the approval of the Members under Section 188 of the Companies Act, 2013 by way of an Ordinary Resolution.

The Board of Directors recommends the passing of the resolution at Item No. 5 of the Notice convening the Meeting for the approval of the Members way of Special Resolution.

ITEM NO.6.

Mrs. Ssamta Gaala is associated with the Company since 2015, Mrs. Samta Gaala is a Graduate and has done her Diploma in Interior Designing. She also belongs to the promoter group of the Company and manages the financial decision of the Company in support with the well qualified and experienced staff. At present she is being appointed as whole Time Director of the Company.

Presently, she is drawing remuneration from the Company within the limit prescribed under the Companies (Meetings of Board and its powers) Rules 2014 i.e. upto ₹ 2 Lakhs per month. However, considering the long service as Whole-time Director, the Board of Directors (on the recommendation of the Nomination and Remuneration Committee and Audit Committee) thought fit to seek approval of shareholders to revise the remuneration upto 15 lakh per month.

Pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013, consent of the Company is, inter alia, required to be accorded by the Company, where a Director or relative of a director is appointed to an office or a place of profit under the Company or a subsidiary of the Company. Mrs. Ssamta Gaala being wife of. Mr. Amarr Galla(Managing director) of the Company, is a related party within the definition of Section 2(76) of the Companies Act 2013 ("Act"), as requires approval of the shareholder.

Further, fourth proviso to Section 188(1) of the Act prescribes that nothing in this subsection shall apply to any transactions entered into by the company in its ordinary course of business other than the transactions which are not on an arm's length basis. Although, the above transaction is at arms' length basis and in ordinary course of business for the Company, approval of shareholders is sought by way of a Special resolution as a good governance practice.

Brief profile of Related Party and disclosure pursuant to Rule 15(3) of Companies (Meetings of Board and its powers) Rules 2014 are as under:

Name of the related party: Mrs. Ssamta Amar Gaala

Name of the Director or key managerial personnel who is related, if any: Mr. Amarr Narendra Galla (Managing Director)

Nature of relationship: Mrs. Ssamta Amar Gaala (Whole Time Director), being wife of. Mr. Amarr Narendra Galla (Managing Director of the Company).

Nature, material terms, monetary value and particulars of the contract or arrangement: Appointment of Mrs. Ssmata Amar Gaala as a Whole Time Director and remuneration payable upto Rs. 15 lakh per month effective 1st April, 2024 as may be approved by the Board.

Brief Profile and any other information relevant or important for the members to take a decision on the proposed resolution: Covered above.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, Ms. Ssmata Amar Gaala, being the appointee and Amarr Narendra Galla is concerned or interested in the proposed Resolution as set out in the Item No. 6 of the accompanying notice.

The Board of Directors recommends the passing of the resolution at Item No. 6 of the Notice convening the Meeting for the approval of the Members under Section 188 of the Companies Act, 2013 by way of an Special Resolution.

The Board of Directors recommends the passing of the resolution at Item No. 6 of the Notice convening the Meeting for the approval of the Members way of a Special Resolution.

ITEM NO.7.

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary (ies), exceed(s) ₹ 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company had entered into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions and pursuant to the approval received from the shareholders wherever applicable however aggregate of such transaction(s), are expected to cross the approved limit and applicable materiality thresholds. Accordingly, as per the SEBI Listing Regulations, approval of the Members is being sought to ratify all such arrangements / transactions undertaken by the Company during this year and financial year 2023-24. All the said transactions are in the ordinary course of business of the Company and on an arm's length basis.

Information required under Regulation 23 of SEBI Listing Regulations read with SEBI Circular dated November 22, 2021 is provided herein below:

S r N o .	PARTICULARS	DETAILS		
		Nature if related party relationship	Nature of transaction	Value of transaction
1	Name of Related Party			
		2023-2024 and During the year		

	AMARR NARENDRA GALLA	PROMOTER	<ol style="list-style-type: none"> 1. Loan Taken on such terms & conditions as the Board of Directors may deem fit. 2. Rent paid 3. Remuneration Paid to the Director. 	<ol style="list-style-type: none"> 1. Rs. 20 Crore per annum. 2. Rs. 12 Lakhs Per annum. 3. Rs. 70 Lakhs Per annum.
	SSAMTA AMAR GAALA	PROMOTER GROUP	<ol style="list-style-type: none"> 1. Loan Taken on such terms & conditions as the Board of Directors may deem fit. 2. Remuneration paid to Director 	<ol style="list-style-type: none"> 1. Rs. 15 Crore per annum. 2. Rs. 70 Lakhs Per annum.
	MEHUL NARENDRA GALA	PROMOTER GROUP	<ol style="list-style-type: none"> 1. Loan Taken on such terms & conditions as the Board of Directors may deem fit. 2. Remuneration paid to CFO 	<ol style="list-style-type: none"> 1. Rs.15 Crore per annum. 2. Rs. 50 lakhs per annum.
	NEEL MAMANIA	PROMOTER GROUP	<ol style="list-style-type: none"> 1. Loan Taken on such terms & conditions as the Board of Directors may deem fit. 	<ol style="list-style-type: none"> 1. Rs. 1 Crore per annum.
	NEHA GALA	PROMOTER GROUP	<ol style="list-style-type: none"> 1. Loan Taken on such terms & conditions as the Board of Directors may deem fit. 	<ol style="list-style-type: none"> 1. Rs. 3 Crore per annum.
	REKHA MAMANIA	PROMOTER GROUP	<ol style="list-style-type: none"> 1. Loan Taken on such terms & conditions as the Board of Directors may deem fit. 	<ol style="list-style-type: none"> 1. Rs.1 Crore per annum.

	BHAARTHI NARENDRA GALA	PROMOTER GROUP	1. Loan Taken on such terms & conditions as the Board of Directors may deem fit.	1. Rs. 9 Crore per annum.
	AMAR NARENDRA GALA HUF	PROMOTER GROUP	1. Loan Taken on such terms & conditions as the Board of Directors may deem fit.	1. Rs. 2 Crore per annum.
	MEHUL NARENDRA GALA HUF	PROMOTER GROUP	1. Loan Taken on such terms & conditions as the Board of Directors may deem fit.	1. Rs. 35 Lakhs per annum.
			Note: any amount above the below mentioned limits shall be extended individually by any one promoter or promoter group	
2.	Tenure material terms and particulars	Repetitive and recurring in nature.		
3.	The percentage of the listed entity's annual audited consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a rp involving a subsidiary, such percentage calculated on the basis of The subsidiary's annual turnover on a standalone basis shall be additionally Provided)	Since the transactions do not have the fixed amount or/and variable so percentage cannot be provided at this stage.		
4.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:			

	i. details of the source of funds in connection with the proposed transaction;	Not Applicable	
	ii. where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, <ul style="list-style-type: none"> •nature of indebtedness; •cost of funds; and • tenure; 	Not Applicable	
	iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable	
	iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant To the RPT	Not Applicable	
5.	Justification as to why the RTP is in the interest of the listed entity	Arrangement will be financially beneficial and it is in the interest of the company. The above transactions shall be in the ordinary course of business of the Company and on an arm's length basis.	
6.	Any valuation or other external report relied upon by the listed entity in relation to the transactions.	Not Applicable	

7.	Any other information that may be relevant.	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.
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The Audit Committee having reviewed the proposals is satisfied that all the related party transactions proposed will be in the ordinary course of business and at arm's length and have accordingly recommended the proposal to the Board for further recommendation to the shareholders' as set out in the above resolutions for approval.

As per the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting on the said resolution.

The Board of Directors on the recommendations of the Audit Committee, recommends the passing of the Ordinary Resolutions as set out in Item nos. 7 of this Notice, for approval by the Members of the Company.

None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their directorship and shareholding in the Company, if any, in the proposed resolutions, as set out in nos. 7 of this Notice.

ITEM NO.8.

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary (ies), exceed(s) ₹ 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company proposes to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

Information required under Regulation 23 of SEBI Listing Regulations read with SEBI Circular dated November 22, 2021 is provided herein below:

Sr No	PARTICULARS	DETAILS		
		Nature if related party relationship	Nature of transaction	Value of transaction
1.	Name of Related Party			
	For the year 2024-2025 and 2025-2026			
	AMARR NARENDRA GALLA	PROMOTER	1. Loan Taken and Given on such terms & conditions as the	1. Rs. 25 Crore per annum.

			Board of Directors may deem fit. 2. Rent paid 3. Remuneration Paid to the Director.	2. Rs. 12 Lakhs Per annum. 3. upto Rs. 15lakhs per month
	SSAMTA AMAR GAALA	PROMOTER GROUP	1. Loan Taken and Given on such terms & conditions as the Board of Directors may deem fit. 2. Remuneration paid to Director	1. Rs. 25 Crore per annum. 2. upto Rs 15lakhs per month
	MEHUL NARENDRA GALA	PROMOTER GROUP	1. Loan Taken and Given on such terms & conditions as the Board of Directors may deem fit. 2. Remuneration paid to CFO	1. Rs. 25 Crore per annum. 2. Rs. 60 lakhs per annum
	NEEL MAMANIA	PROMOTER GROUP	1. Loan Taken and Given on such terms & conditions as the Board of Directors may deem fit.	1. Rs. 25 Crore per annum.
	NEHA GALA	PROMOTER GROUP	1. Loan Taken and Given on such terms & conditions as the Board of Directors may deem fit.	1. Rs. 25 Crore per annum.
	REKHA MAMANIA	PROMOTER GROUP	1. Loan Taken and Given on such terms & conditions as the Board of Directors may deem fit.	1. Rs. 25 Crore per annum.
	BHAARTHI NARENDRA GALA	PROMOTER GROUP	1. Loan Taken and Given on such terms & conditions as the Board of Directors may deem fit.	1. Rs.25 Crore per annum.
	AMAR NARENDRA GALA HUF	PROMOTER GROUP	1. Loan Taken and Given on such terms & conditions as the Board of Directors may deem fit.	1. Rs. 25 Crore per annum.

	MEHUL NARENDRA GALA HUF	PROMOTER GROUP	1. Loan Taken and Given on such terms & conditions as the Board of Directors may deem fit.	1. Rs. 25 Crore per annum.
			Note: any amount above the below mentioned limits shall be extended individually by any one promoter or promoter group	
2.	Tenure material terms and particulars	Repetitive and recurring in nature and approval obtained will be for the year 2024-2025 and 2025-2026.		
3.	The percentage of the listed entity's annual audited consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a rpt involving a subsidiary, such percentage calculated on the basis of The subsidiary's annual turnover on a standalone basis shall be additionally Provided)	Since the transactions do not have the fixed amount or/and variable so percentage cannot be provided at this stage.		
4.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:			
	i. details of the source of funds in connection with the proposed transaction;	Not Applicable		
	ii. where any financial indebtedness is incurred to make or give loans,	Not Applicable		

	inter-corporate deposits, advances or investments, •nature of indebtedness; •cost of funds; and • tenure;	
	iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant To the RPT	Not Applicable
5.	Justification as to why the RTP is in the interest of the listed entity	Arrangement will be financially beneficial and it is in the interest of the company. The above transactions shall be in the ordinary course of business of the Company and on an arm’s length basis.
6.	Any valuation or other external report relied upon by the listed entity in relation to the transactions.	Not Applicable
7.	Any other information that may be relevant.	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

The Audit Committee having reviewed the proposals is satisfied that all the related party transactions proposed will be in the ordinary course of business and at arm’s length and have accordingly recommended the proposal to the Board for further recommendation to the shareholders’ as set out in the

above resolutions for approval.

As per the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting on the said resolution.

The Board recommends passing of the Ordinary Resolutions as set out in Item nos. 8 of this Notice, for approval by the Members of the Company.

None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the proposed resolutions, as set out in nos. 8 of this Notice.

ITEM NO.9.

As per the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of the Company, shall only with the consent of the members by way of Special Resolution, borrow monies in excess of the aggregate of its paid-up share capital of the Company, its free reserves and Securities Premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business.

Taking into consideration the requirements of financial resources for meeting the operational, administrative, working capital and future capital expenditures, your company seek your consent to borrow money upto Rs.500 crores in excess of the aggregate of its paid-up share capital of the Company, its free reserves and Securities Premium, apart from temporary loans obtained from the company's bankers in the ordinary course of business, under Section 180(1)(c) of the Companies Act, 2013.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.9 in the notice.

Your Directors recommend the resolution as at Item No. 9 for your approval.

ITEM NO.10

In terms of the provisions of Section 186 of the Companies Act, 2013 and rules made thereunder, no Company shall directly or indirectly, without prior approval by means of special resolution passed at a general meeting, give any loan to any person or other body corporate or give guarantee or provide security in connection with a loan to any other body corporate or person and acquire by way of subscription, purchase or otherwise the securities of any other body corporate, exceeding 60 percent of its paid up capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

In line with the objectives of the Company and for expanding its business further, the Company may be required to give loans or guarantees or make investments in excess of the limits specified in Section 186 (2) of the 'Act'. Hence, consent of the Members is being sought by way of a special resolution to make investment or to give loan/guarantee or provide security to other body corporate upto Rs.500 crores, in excess of limits specified under Section 186 of the Companies Act, 2013, as set out at item No.10 of this Notice.

ITEM NO.11

As per the provisions of Section 185 of the Companies Act, 2013, no company shall, directly or indirectly, advance any loan including any loan represented by a book debt, business advance, advance for securing

supplies of services/goods on a future date to any of its Directors or to any other person in whom the Director is interested or give any guarantee or provide any security in connection with any loan taken by him or such other person. However, in order to promote ease of doing business, the entire Section 185 of the Companies Act, 2013 has been substituted vide Companies (Amendment) Act, 2017 and the same was notified by the Ministry of Corporate Affairs on 7th May, 2018 In terms of the amended Section 185 of the Act, a company may advance any loan, including any loan represented by a book debt, to any person in whom any of the Directors of the Company is interested or give any guarantee or provide any security in connection with any loan taken by any such person, subject to the condition that approval of the shareholders of the Company is obtained by way of passing a Special Resolution and requisite disclosures are made in the Explanatory Statement. The management is of the view that the Company may be required to invest funds in joint ventures, strategic alliance and other entities in the normal course of its business, make business advances or otherwise, give guarantee or provide any security in connection with any loans/debentures/bonds etc. raised by its associate or wholly owned subsidiary or to any other body corporate(s) in which the Directors of the Company may be interested, as and when required. Hence, as an abundant caution, the Board decided to seek approval of the shareholders pursuant to the amended provisions of Section 185 of the Act to advance any loan, including any loan represented by book debt, to its subsidiary company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested or to give guarantee or provide any security in connection with any loans/debentures/bonds etc. raised by its subsidiary company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested up to an aggregate amount of approved by the shareholder of the Company under Section 186 of the Company Act, 2013 over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more. The Board of Directors recommends resolution for approval of the members of the Company by way of passing a Special Resolution. None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 11 of the Notice, except to the extent of their shareholding, if any.

None of the Directors and / or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.11 in the notice.

Your Directors recommend the resolution as at Item No. 11 for your approval.

Date: September 02, 2024

Place: Mumbai

**Regd. Office: B4 /C5, God's Gift CHS Ltd.,
N M Joshi Marg, Lower Parel,
Mumbai - 400013**

**By Order of the Board
for ENBEE TRADE & FINANCE LIMITED
Sd/-**

**Amarr Narendra Galla
(Chairman & Managing Director)
DIN: 07138963**

DIRECTORS' REPORT

**To,
The Members,
Enbee Trade and Finance Limited**

Your Directors have the pleasure of presenting their 39th Annual Report and the audited financial statement for the financial year ended March 31, 2024.

1. HIGHLIGHTS OF FINANCIAL RESULTS:

The Company's Financial Performance for the year ended as on 31st March, 2024 when contrasted with the earlier year is summed up hereinunder. The financial statements of the Company are prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) notified under Section 133 of the Companies Act, 2013 as amended from time to time.

Particulars	(Rs. in lakhs)	
	2023-2024 (Rs.)	2022-2023 (Rs.)
Net Revenue from Operations	1025.30	486.72
Other Income	00.22	00.00
Total Revenue	1025.52	486.72
Total Expenses	813.85	468.79
Profit before tax	211.67	17.93
Profit after tax	155.77	14.00
Amount Transferred to Reserves	100.34	46.01
Closing Balance of Reserves and Surplus	1065.31	879.97

2. REVIEW OF OPERATIONS AND FUTURE PROSPECTS:

The Company is a Category B Non-Banking Finance Company (NBFC) registered with the Reserve Bank of India (RBI). During the financial year under review, in the current year the Company has generated revenue of Rs. 1025.52 lakhs as compared to the previous year's revenue in the year 2022-23 of Rs. 486.72 lakhs from its operational activity, resulting in the net profit in the current year of Rs. 155.77 lakhs as compared to previous year's net profit of Rs. 14.00 lakhs.

3. CHANGE IN NATURE OF BUSINESS

The Company continues to carry out the same activities and during the period under review there is no change in the nature of business.

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

4. TRANSFER TO RESERVES:

The credit balance of Profit and Loss account is transferred to reserves as shown in Balance Sheet of the Company in accordance with the provision of RBI Act and Companies Act, 2013.

5. DIVIDEND:

Given the company's current growth stage, it aims to retain all earnings generated from its operations. As a result, the Board has decided not to declare any dividends, despite the growth achieved this year. Considering the prevailing economic conditions, the Directors have chosen to preserve the profits to support further organizational growth and development.

6. DIRECTORS OF THE COMPANY:

Pursuant to Sections 149,152 and other applicable provisions of the Companies Act, 2013 one-third of such of the Directors as are liable to retire by rotation shall retire every year and if eligible offer themselves for re-appointment at every Annual General Meeting. Consecutively, Ssamta Amarr Gaala, Director will retire by rotation at the ensuing Annual General Meeting and being eligible offer herself for re-appointment in accordance with the provisions of the Companies Act, 2013.

Following are the Details of Directors on the Board of the Company:

SR. NO.	NAME OF DIRECTORS	DIN	DATE OF APPOINTMENT	OF
1.	Amarr Narendra Galla	07138963	07/07/2015	
2.	Jayesh G. Patel	06942623	20/02/2015	
3.	Ssamta A. Gaala	07138965	27/03/2015	
4.	Akash Shailesh Gangar	09079830	11/03/2021	
5.	Hiren Mahesh Savla	10420786	19/12/2023*	

**Cessation due to Demise w.e.f. July 05, 2024 and the Appointment of Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510), as Additional, Non-Executive Independent Director w.e.f. July 26, 2024.*

Further, during the year under review, the following were the Key Managerial Personnel in the Company as per Section 2(51) and 203 of the Companies Act, 2013:

SR. NO.	NAME OF DIRECTORS	DIN/PAN	DATE OF APPOINTMENT	DESIGNATION
1.	Amarr Narendra Galla	07138963	07/07/2015	Managing Director
2.	Ssamta A. Gaala	07138965	27/03/2015	Whole Time Director
3.	Mehul Narendra Gala	AEIPG9525N	12/11/2016	Chief Financial Officer

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

4.	Ruchika Kabra	DFNPK1412R	22/07/2022**	Company Secretary & Compliance Officer
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*****Resigned w.e.f. March 26, 2024, and Appointment of Ms. Anshul Bajaj, ACS 31882 (PAN: BGKPA6821J), as Company Secretary & Compliance Officer w.e.f. June 21, 2024.***

7. PERFORMANCE EVALUATION:

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 during the year under review, the Board carried out the annual evaluation of its own performance. A structured questionnaire covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligation and governance was distributed to each member of the Board and inputs were received. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

8. SHARE CAPITAL:

At present the securities of the Company are listed on BSE Limited and the Company has been regular in paying the listing fees and other statutory payments to the Stock Exchange and other intermediaries.

As on March 31, 2024, the authorized share capital from Rs. 34,00,00,000/- (Rupees Thirty Four Crores) divided into 3,40,00,000 (Three Crores and Forty Lakh) equity shares of Rs.10/- (Rupees Ten) each. The Subscribed, Issued and Paid up Capital of the Company is Rs. 14,32,39,390/- (Rupees Fourteen Crore Thirty-Two Lakh Thirty-Nine Thousand and Three Hundred Ninety)divided into 1,43,23,939 (One Crore Forty-Three Lakh Twenty-Three Thousand and Nine Hundred Thirty-Nine) equity shares of Rs.10/- (Rupees Ten) each.

Further, The Company has increased its authorized share capital from Rs. 34,00,00,000/- (Rupees Thirty Four Crores) divided into 3,40,00,000 (Three Crores and Forty Lakh) equity shares of Rs.10/- (Rupees Ten) to Rs. 49,00,00,000/- (Rupees Forty Nine Crores) divided into 4,90,00,000 (Four Crore and Ninety Lakh) equity shares of Rs. 10/- (Rupees Ten) each which was duly approved by the members through a Postal Ballot and the results of which were announced at the meeting held on May 18, 2024.

9. MATERIAL CHANGES AND COMMITMENTS BETWEEN END OF THE FINANCIAL YEAR AND DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this Report relates and the date of this report except

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

that Company has filed letter of offer with BSE for Rights issue of 3,20,01,000 Equity Shares of face value of ₹ 10 each for cash at a price of ₹ 15 (Including a premium of ₹ 5) per Rights Equity Share not exceeding an amount of ₹ 4,800.15 lakhs, undertaken by our Company.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement:

- a. That in the presentation of the annual accounts for the year ended March 31, 2024, applicable accounting standards have been followed and that there are no material departures;
- b. That they have, in the selection of the accounting policies, consulted the statutory auditors and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company for the year ended March 31, 2024 and of the profit of the Company for the year ended on that date;
- c. That they have taken proper and sufficient care, to the best of their knowledge and ability, for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. That the annual accounts have been prepared on a going concern basis;
- e. That internal financial controls followed by the Company are adequate and were operating effectively;
- f. That the systems to ensure compliance with the provisions of all applicable laws were adequate and operating effectively.

11. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

The Company does not have any does not have any Holding, subsidiary, associate, or joint venture, during the period under review.

12. CODE OF CONDUCT:

The Company has in place, a Code of Conduct for the Board of Directors and Senior Management Personnel, which reflects the legal and ethical values to which the Company is strongly committed. The Directors and Senior Management Personnel of the Company have complied with the code as mentioned hereinabove. The Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them, for the financial year ended March 31, 2024. The said Code is available on the website of your Company at www.enbeetrade.com

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH & DEVELOPMENT AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Sr. No.	Particulars	Remarks
1	Energy conservation measures taken	NIL
2	Additional investments and proposals if any, being implemented for reduction of consumption of energy	NIL
3	Impact of the measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production of goods	NIL
4	Total energy consumption and energy consumption per unit of Production	NIL

FORM-A: FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY

Sr. No.	Particulars	Remarks
A.	Power and fuel consumption	NIL
B.	Consumption per unit of production	NIL

TECHNOLOGY ABSORPTION

FORM-B: FORM FOR DISCLOSURE OF PARTICULARS WITH RESPECT TO TECHNOLOGY ABSORPTION ETC

Sr. No.	Particulars	Remarks
A.	Research and Development	NIL
B.	Technology Absorption, Adaptation and Innovation	NIL

14. PARTICULARS OF EMPLOYEES:

Particulars of employees as required to be disclosed in terms of Section 134 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are made available at the registered office of the Company. The members desirous of obtaining the same may write to the Company.

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

15. FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars	Current year	Previous Year
Foreign Exchange earnings	NIL	NIL
Foreign Exchange Out go	NIL	NIL

16. DEPOSITS:

The Company is registered as Non-Deposit Accepting NBFC (NBFC-ND) since April 20, 1998. During the period under review, the Company has not accepted or invited any deposits from public.

17. KNOW YOUR CUSTOMER (KYC/ ANTI-MONEY LAUNDERING (AML) MEASURES:

The Company has been implementing KYC/AML policy as approved by the Board of Directors in accordance with the PMLA 2002 (Prevention of Money Laundering Act 2002) and RBI/IBA (Reserve Bank of India/Indian Bank's Association) guidelines.

18. SIGNIFICANT/MATERIAL ORDERS PASSED IMPACTING ONGOING CONCERN STATUS AND COMPANY'S OPERATIONS:

There have been no significant and material orders passed by any regulators or courts or tribunals impacting the going concern status and company's operations in future.

19. BOARD OF DIRECTORS:

- a. The Composition of the Board and the number of directorships, memberships and chairmanship of committees as on March 31, 2024, are given below:**

Name of the Directors	DIN	Designation/category
Amarr Narendra Galla	07138963	Chairman & Managing Director
Ssamta Gaala	07138965	Executive Director
Jayesh G. Patel	06942623	Non-Executive Director
Akash Shailesh Gangar	09079830	Non-Executive Director
Hiren Mahesh Savla***	10420786	Non-Executive Director

*****Cessation due to Demise w.e.f. July 05, 2024 and the Appointment of Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510), as Additional, Non-Executive Independent Director w.e.f. July 26, 2024.**

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

b. Board Meetings during the year:

The Board meets at regular intervals to discuss and decide on Company/ business policy and strategy apart from other Board business. The Board/Committee Meetings are pre-scheduled and a tentative annual calendar of the Board and Committee Meetings is circulated to the Directors in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. However, in case of a special and urgent business need, the Board's approval is taken by passing resolutions through circulation, as permitted by law, which are confirmed in the subsequent Board meeting.

The Board met 9 (Nine) times during the financial year on the following dates;

04-05-2023	31-08-2023	20-12-2023
30-05-2023	06-09-2023	24-01-2024
14-08-2023	07-11-2023	21-03-2024

The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013. The maximum interval between any two meetings did not exceed 120 days as prescribed under the Companies Act, 2013.

c. Attendance Of Board Meetings:

The presence of Directors at the Board meetings and last AGM was as follows:

Name of director	No. of meetings held	No. of meetings Attended	Last AGM Attended
Amarr Narendr a Galla	9	9	Yes
Jayesh G.Patel	9	9	Yes
Ssamta Gaala	9	9	Yes
Akash Shailesh Gangar	9	9	Yes
Hiren Mahesh Savla	2	2	NA

d. Details of Shareholdings of Directors as on March 31, 2024:

The number of equity shares of face value Re.10 each of the Company held by the Directors on March 31, 2024 is as under:

NAME OF DIRECTORS	DESIGNATION	NO. OF SHARES HELD	PERCENTAGE OF TOTAL PAID-UP SHARE CAPITAL
Amarr Narendra	Managing Director	35,18,486	24.56

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

Galla			
Ssamt a Gaala	Whole Director	Time	13,93,012 9.73

e. Appointments/Cessation during the year:

- Appointment of Mr Hiren Mahesh Savla (DIN: 10420786) as a Non-Executive Director w.e.f 19/09/2023
- Cessation of Mrs Ruchika Kabra as a Company Secretary w.e.f 26/03/2024

20. BOARD COMMITTEES:

The Company has the following Committees of the Board:

a. Audit Committee:

Sr No.	Name	DIN	Designation
1	Jayesh G. Patel	06942623	Chairman
2	Ssamta A. Gaala	07138965	Member
3	Akash S. Gangar	09079830	Member

**The Committee has been reconstituted w.e.f March 11, 2021*

b. Stakeholders Relationship Committee:

Sr No.	Name	DIN	Designation
1	Jayesh G. Patel	06942623	Chairman
2	Amarr N. Galla	07138963	Member
3	Akash S. Gangar	09079830	Member

**The Committee has been reconstituted w.e.f March 11, 2021*

c. Nomination & Remuneration Committee:

SrNo.	Name	DIN	Designation
1	Akash S. Gangar	09079830	Chairman
2	Jayesh G. Patel	06942623	Member
3	Hiren Mahesh Savla	10420786	Member

**The Committee has been reconstituted w.e.f January 24, 2024*

21. VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Board of Directors of the Company, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of SEBI (Listing Obligations and Disclosures Requirements), Regulation, 2015 framed a "Vigil Mechanism Policy" for Directors and employees of the Company to provide a mechanism to ensure adequate safeguards to Employees and Directors from any victimization on raising of concerns of any violations of Legal or Regulatory requirements, incorrect or misrepresentation of any Financial Statements, Reports, etc. The Employees of the Company have the right/option to report their concerns/grievances to the Chairperson of the Audit Committee.

The Company as part of the 'vigil mechanism' has in place a Board approved 'Whistle Blower Policy' to deal with instances of fraud and mismanagement, if any. There was no reporting made by any employee in violations of applicable laws, regulations and the Code of Conduct for the F.Y. 2023-24.

22. DECLARATION BY INDEPENDENT DIRECTOR

The Independent Directors of Company have confirmed and declared that they are not disqualified to act as Directors and fulfill the conditions and possess necessary qualifications as applicable to Independent Directors in compliance with the provisions of Section 149 of the Companies Act, 2013. The Board is also of the opinion that the Independent Directors fulfill all the conditions specified in the Companies Act, 2013 making them eligible to act as Independent Directors.

The Company has received declarations from all these Independent Directors confirming that they meet with the criteria of independence prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 read with the Schedules and Rules issued thereunder.

Opinion of the board with regard to integrity, expertise and experience (including the proficiency) of the independent directors appointed during the year:

The Board states that it's present Independent Directors fulfil the conditions of integrity, expertise and experience based on the size and operations of your Company. Further, the Board hereby states that the Independent Directors have registered themselves with the Independent Directors Databank as required as per the MCA circular.

23. FRAUD REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT - 143(12):

During the year under review, the Statutory Auditor or Secretarial Auditor have not reported any instances of fraud in the Company committed by officers or employees of the Company to the Audit Committee under Section 143(12) of the Companies Act, 2013.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR):

Social Welfare Activities has been an integral part of the Company since inception. The Company is committed to fulfill its social responsibility as a good corporate person. Section 135 of the Companies Act,

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

2013, has laid down the requirement for constitution of Corporate Social Responsibility Committee, which shall be responsible for laying down the CSR Policy, to a certain class or classes of Companies.

The compliance with Section 135 is applicable to specific class or classes of the Companies falling under the threshold mentioned under the Act and rules framed there under. However, our Company does not fall under the requisite threshold as mentioned under Section 135 during the financial year under review and thus the compliance with the relevant provision of the Companies Act, 2013 is not applicable.

25. AFFIRMATION ON COMPLIANCE OF SECRETARIAL STANDARDS:

The Company hereby affirms that during the year under review, the Company has complied with all the applicable Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively (including any modifications or amendments thereto) issued by the Institute of Company Secretaries of India.

26. INTERNAL FINANCIAL CONTROL:

The Company believes that internal control is a necessary concomitant of the principle of prudent business governance that freedom of management should be exercised within a framework of appropriate checks and balances. The Company remains committed to ensuring an effective internal control environment that inter alia provides assurance on orderly and efficient conduct of operations, security of assets, prevention and detection of frauds/errors, accuracy and completeness of accounting records and the timely preparation of reliable financial information.

The Company's independent and Internal Audit processes, both at the Business and Corporate levels, provide assurance on the adequacy and effectiveness of internal controls, compliance with operating systems, internal policies and regulatory requirements.

The Company has in place adequate internal financial controls with reference to the Financial Statements. Such controls have been tested during the year and no reportable material weakness in the design or operation was observed. Nonetheless the Company recognizes that any internal financial control framework, no matter how well designed, has inherent limitations and accordingly, regular audit and review processes ensure that such systems are reinforced on an ongoing basis.

27. ANNUAL RETURN:

In pursuance to the provisions of Section 92(3), Section 134(3) (a) of the Companies Act, 2013 and Rule 12 of Companies (Management and Administration) Rules, 2014, the copy of Annual Return for the financial year ended 31st March, 2024 is available on the website of the Company at www.enbeetrade.com

28. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All transactions with related parties are placed before the Audit Committee for its prior approval. Further, only those members of the Committee, who are Independent Directors, approve the related party transactions. An omnibus approval from Audit Committee is obtained for the related party transactions which are repetitive in nature. The Audit Committee of the Board of Directors of your Company has also approved the related party transactions to which subsidiaries of the Company are party but Company is not a party and the aggregate value of which exceeds ten percent of annual standalone turnover of the

39th ANNUAL REPORT 2023-24

ENBEE TRADE & FINANCE LTD

respective subsidiaries as on March 31, 2023.

All transactions with related parties entered into during the year under review were at arm's length basis and in the ordinary course of business and in accordance with the provisions of the Act and the rules made thereunder, the SEBI Listing Regulations and your Company's Policy on Related Party Transactions.

The Audit Committee comprise solely of the Independent Directors and Nominee Directors. The members of the Audit Committee abstained from discussing and voting in the transaction(s) in which they were interested.

During FY24, the Detail of the related party entered between the Company and the related party are given in the Form AOC-2 as **Annexure III**, which is the part of this report, as required under Section 134(3) (h) of the Companies Act, 2013. The Board has approved a policy for related party transactions which has been uploaded on the Company's website.

During the year, the materially significant Related Party Transactions pursuant to the provisions of SEBI Listing Regulations had been duly approved by the shareholders of the Company through postal ballot result of which was declared on May 18, 2024.

The Company did not enter into any related party transactions during the year under review, which could be prejudicial to the interest of minority shareholders.

The Policy on Related Party Transactions is available on your Company's website at www.enbeetrade.com. Pursuant to the provisions of Regulation 23 of the SEBI Listing Regulations, the Company has filed half yearly reports to the stock exchanges, for the related party transactions.

29. CORPORATE GOVERNANCE:

As per Regulation 34(3) read with Schedule V of the SEBI Listing Regulations, 2015, a separate section on corporate governance practices followed by the Company together with a certificate from the Practicing Company Secretary confirming compliance forms an integral part of this Report marked as **Annexure II**.

Further, in compliance of Regulation 17(5) of the SEBI Listing Regulations, 2015, your Company has adopted a 'Code of Conduct and Ethics' for its Directors and Senior Executives.

30. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

As required under Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Circular/ Notifications/ Directions issued by Reserve Bank of India from time to time, the Management Discussion and Analysis of the financial condition and result of operations of the Company for the year under review is presented and attached with this Report and marked as **Annexure V**.

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

31. RISK & MITIGATION:

The Company has identified various risks faced by the Company from different areas. As per the provision of the Companies Act, 2013, the Board had adopted a risks management policy whereby a proper framework is setup. Appropriate structures are present so that risks are inherently monitored and controlled. A combination of policies and procedures attempts to counter risks as and when they evolve.

32. COST AUDITORS:

Since the Company is engaged in the business of Non- Banking Financial Company, therefore the provisions of Section 148 of the Companies Act, 2013 regarding maintenance of Cost Records and Cost Audit is not applicable to the Company

33. AUDITORS AND REPORTS:

The matters related to Auditors and their Reports are as under:

Statutory Auditor

M/s. Ambavat Jain & Associates LLP., Chartered Accountants, Mumbai (Firm Regn. No.109681W) were re-appointed as the Statutory Auditors of the Company at the 35th Annual General Meeting (AGM) till the conclusion of Annual General Meeting for the Financial year 2024-25.

The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

Secretarial Auditor

In terms of the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Board of Directors of the Company in their meeting held on has appointed M/s Feni Shah & Associates, Company Secretaries, as the Secretarial Auditors of the Company, to conduct the Secretarial Audit for the Financial Year ended March 31, 2024 and to submit Secretarial Audit Report in Form No. MR-3. A copy of the Secretarial Audit Report received from M/s Feni Shah & Associates in the prescribed Form No. MR-3 is annexed to this Board's Report and marked as "**Annexure I**" to this Report.

34. DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to provide a protective environment at workplace for all its women employees. To ensure that every woman employee is treated with dignity and respect and as mandated under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013".The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013. An Internal Committee has been set up to redress the complaints received regarding sexual harassment at workplace. All employees including trainees are covered under this policy.

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

The following is the summary of sexual harassment complaints received and disposed off during the current financial year.

Number of Complaints received: NIL

Number of Complaints disposed off: NIL

35. INDUSTRIAL RELATIONS:

The company maintained healthy, cordial and harmonious industrial relations at all levels the enthusiasm and unstinting efforts of employees have enabled the company to remain at the leadership position in the industry it has taken various steps to improve productivity across organization.

36. COMPLIANCE WITH RBI GUIDELINES

Your Company is compliant with all the applicable RBI regulatory norms. The company is complying with all the provisions of the master directions and other applicable circulars, issued in this regard from time to time.

The Company continues to have a provisioning policy which is in line with the RBI norms. It fulfils norms and standards laid down by the RBI relating to the recognition and provisioning of non- performing assets, capital adequacy, statutory liquidity ratio, etc.

37. IBC CODE & ONE TIME SETTLEMENT

There has not been any instance of one - time settlement of the company with any bank or financial Institution.

38. ENHANCING SHAREHOLDERS' VALUE:

The Company recognizes its members as its most vital stakeholders. Therefore, the Company's operations are dedicated to attaining high levels of operational performance and cost efficiency, fostering growth, and strengthening its productive assets and resources while maintaining a strong corporate reputation. Additionally, the Company is committed to creating value for all its stakeholders by ensuring that its corporate actions have a positive impact on socioeconomic and environmental factors, contributing to sustainable growth and development.

39. CUSTOMER ENGAGEMENT

The company is dedicated to fairness in both form and spirit in its dealings with customers. One of its primary objectives is to communicate transparently about terms, rights, and liabilities, empowering customers to make informed financial decisions

39th ANNUAL REPORT 2023-24
ENBEE TRADE & FINANCE LTD

40. ACKNOWLEDGEMENT:

The directors express their appreciation for the sincere co-operation and assistance of Central and State Government authorities, bankers, suppliers, customers and business associates. Your directors also wish to place on record their deep sense of appreciation for the committed services by your company's employees. Your directors acknowledge with gratitude the encouragement and support extended by our valued shareholders.

41. CAUTIONARY STATEMENT

The Board's Report and Management Discussion & Analysis may contain certain statements describing the Company's objectives, expectations or forecasts that appear to be forward-looking within the meaning of applicable securities laws and regulations while actual outcomes may differ materially from what is expressed herein. The Company is not obliged to update any such forward-looking statements. Some important factors that could influence the Company's operations comprise economic developments, pricing and demand and supply conditions in global and domestic markets, changes in government regulations, tax laws, litigation and industrial relations.

Date: September 02, 2024
Place: Mumbai
Regd. Office: B4 /C5, God's Gift CHS Ltd., N M
Joshi Marg, Lower Parel, Mumbai - 400013

By Order of the Board Place
For ENBEE TRADE & FINANCE LIMITED

Sd/
Amarr Narendra Galla
(Chairman & Managing Director)
DIN: 07138963

CORPORATE GOVERNANCE REPORT

REPORT ON CORPORATE GOVERNANCE

Corporate governance embodies principles of fairness, transparency, accountability, and ethical business conduct, prioritizing the interests of all stakeholders in business operations.

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendments (the 'SEBI Listing Regulations'), we present Enbee Trade & Finance Limited's corporate governance policies and practices for the financial year 2023-24.

This report details our adherence to the Companies Act, 2013, as amended (the 'Act'), SEBI Listing Regulations, and Reserve Bank of India regulations applicable to Non-Banking Financial Companies (NBFCs). Our corporate governance practices and disclosures not only meet but exceed the statutory and regulatory requirements mandated for transparency and accountability.

1. THE COMPANY'S PHILOSOPHY

Our approach to Corporate Governance rests on principles of transparency, accountability, comprehensive disclosure, and equitable governance in our interactions with all stakeholders. We are committed to aligning our Corporate Governance standards with the best practices, continually enhancing them as we progress. The company meticulously adheres to regulatory mandates, ensuring compliance not just in form but in essence.

2. BOARD OF DIRECTORS

a) Composition of Board

During the year under review, the Company complied with the provisions relating to corporate governance as provided under the Listing Regulations (hereinafter, "SEBI LODR"), the Companies Act, 2013 and also in terms of Guidelines as issued by Reserve Bank of India with respect to Composition of Board.

As on March 31, 2024, The Board of Directors of the Company comprises of an optimum combination of Executive and Non-Executive Directors as per the regulatory requirements. The Board composition is of 5 (Five) directors out of which 3 (Three) are Non- executive Independent directors and one women director. As on the aforesaid date, the Company has 3 (Three) Non-executive directors and 2 (Two) Executive director. All the Independent Directors have confirmed to the company that they meet the 'independence' criteria as mentioned under Regulation 16(1) (b) of the SEBI (LODR) Regulations, 2015 and Section 149 of the Companies Act, 2013. The required disclosures regarding their directorships as required under Section 184 of the Companies Act, 2013 and on the Committee, positions held by them in other companies have been duly made by all the directors.

The Board of Directors of the Company consists of professionals from varied disciplines. The Board of Directors is made up of highly experienced and persons of repute and eminence, who ensure sound standards of corporate governance is nurtured. Detailed profile of the Directors is available on the Company's website at <http://www.enbeetrade.com>.

As per the requirement under regulatory compliances, none of the Directors on the Board is a member of more than 10 Committees and Chairperson of more than 5 Committees (Committees being Audit Committee and Stakeholders Relationship Committee as per Regulation 26(1) of the Listing Regulations), across all public companies in which he/she is a director. The required disclosures regarding their position in the committees have been duly attained by the Company.

Furthermore, as per the requirement laid under the Section 165(1) of Companies Act, 2013 none of the Directors hold office in more than 20 companies including 10 public companies. No Director holds Directorships in more than 7 listed companies and none of the Non-Executive Directors serve as Independent Director in more than 7 listed companies as required under the Listing Regulations. The Whole-time Directors does not serve as an Independent Director in any listed company.

b) Other Directorship and Attendance of Directors

The details relating to composition and category of Directors, Directorship held by them in other companies and their membership and chairmanship on various committees of Board for other Public Limited Companies as on March 31, 2024 and the names of the listed where they hold Directorship and the category of such Directorship are given below:

Name	Date of Appointment	Category of Director	No. of Directorships in other Companies	No. of Committee positions (Chairman or Member) in other public limited companies*	Directorship held in Other Listed Companies
Mr. Amarr Narendra Galla DIN: 07138963	07-07-2015	Managing Director	0	0	0
Mrs.Ssamta A. Gaala DIN:07138965	27-03-2015	Whole Time Director	0	0	0
Mr. Jayesh G. Patel DIN: 06942623	20-02-2015	Independent Director	0	0	0
Mr. Akash Shailesh Gangar DIN: 09079830	11-03-2021	Independent Director	0	0	0

Mr. Hiren Mahesh Savla** DIN: 10420786	19-12-2023	Independent Director	0	0	0
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**Represents Chairpersonships/Memberships of Audit and Stakeholders Relationship Committees in all public limited companies as required under Regulation 26(1)(b) of the Listing Regulations.*

*** Cessation due to Demise w.e.f. July 05, 2024 and the Appointment of Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510), as Additional, Non-Executive Independent Director w.e.f. July 26, 2024.*

Name	No. of Board Meeting Attended	Attendance at AGM held as on 30.09.2023
Mr. Amarr Narendra Galla	9	Yes
Mrs.Ssamta A. Gaala	9	Yes
Mr.Jayesh G. Patel	9	Yes
Mr.Akash Shailesh Gangar	9	Yes
Mr.Hiren Mahesh Savla	2	NA

A total of 09 meetings of the board of Directors were conducted during FY 2023-24. The dates of board meetings are 04th May 2023; 30th May 2023; 14th August 2023; 31st August 2023; 06th September, 2023; 07th November 2023; 20th December 2023; 24th January 2024 and 21st March 2024.

c) Shareholding of Directors as on March 31, 2024:

The detail of shares held by the directors is as following-:

S.No	DIN	NAME	NO OF SHARES	SHAREHOLDING %
1	07138963	Mr. Amarr Narendra Galla	35,18,486	24.56
2	07138965	Mrs.Ssamta A. Gaala	13,93,012	9.73
3	06942623	Mr. Jayesh G. Patel	NIL	NIL
4	09079830	Mr. Akash Shailesh Gangar	NIL	NIL
5	10420786	Mr. Hiren Mahesh Savla	NIL	NIL

d) Conduct of Board Proceedings

The Board plays a pivotal role in shaping the Company's vision and strategic direction, evaluating management policies for their effectiveness. Regular Board meetings are convened to deliberate on business strategies, policies, and review the Company's financial performance periodically. Meeting dates are scheduled well in advance and communicated to Board members to facilitate their planning. Agenda papers are circulated beforehand, although urgent proposals may be presented with prior approval from the Chairman and consensus of attending Directors.

The Company Secretary attends all Board and Committee meetings, ensuring accurate minutes are recorded.

e) Code of Conduct

The Code of Conduct establishes uniform standards for ethical conduct and business practices throughout the Company. It applies to all directors, whether executive or non-executive, ensuring consistent adherence to ethical guidelines. Additionally, the Board has established a specific Code of Conduct for non-executive Directors, encompassing the responsibilities outlined in Schedule IV of the Companies Act. The approved Code of Conduct is readily accessible on the company's website, underscoring our commitment to transparency and ethical governance.

f) Chart setting out the skills/expertise/competence of the Board of Directors

The Company's Board comprises qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees. The Board members are committed to ensure that the Company's Board is in compliance with the highest standards of corporate governance.

In the table below, the specific areas of focus or expertise of Individual Board members have been highlighted. However, the absence of a mark against a member's name does not necessarily mean the member does not possess the corresponding qualification or skill.

Director Name	Area of Expertise					
	Industrial Expertise	Leadership	Financials Expertise	Corporate Governance	Corporate And Allied Laws	Risk Management
Mr. Amarr Narendra Galla	✓	✓	✓	✓	✓	✓
Mrs.Ssamta A. Gaala	✓	✓	✓	✓	✓	✓
Mr. Jayesh G. Patel	✓	✓	✓	✓	✓	✓
Mr. Akash Shailesh Gangar	✓	✓	✓	✓	✓	✓
Mr. Hiren Mahesh Savla*	✓	✓	✓	✓	✓	✓

** Cessation due to Demise w.e.f. July 05, 2024 and the Appointment of Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510), as Additional, Non-Executive Independent Director w.e.f. July 26, 2024.*

g) Independent Directors

The Board of the Company comprises of Three Non- Executive Independent Directors which formulates 60% of the total strength of the Board Members of the company.

The Non-Executive Independent Directors fulfill the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Listing Regulations. The terms and conditions stating the appointment of Independent Directors is in accordance with the Companies Act, 2013 and the Listing Regulations.

Furthermore, all the Independent Directors have given the declaration in the first Board meeting of the Financial Year 2023-24 that they meet the criteria of independence to the Board of Directors as per the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Meetings of Independent Directors

During the Financial year 2023-24, the Independent Directors met on May 04, 2023. The Independent Directors expressed satisfaction with the overall performance of the Directors and the Board as a whole.

h) Familiarization Programmed for Independent Directors

Under Regulation 25(7) of the SEBI (LODR) Regulations, 2015, the Company is mandated to ensure that Independent Directors are well-versed in the Company's operations, their roles, rights, and responsibilities. This includes understanding the industry dynamics, the Company's business model, and other pertinent aspects. Throughout the year, the Independent Directors participate in various programs designed to update them on significant developments within the Company and its group entities. These sessions not only facilitate interaction with senior leadership but also enhance their comprehension of the Company's strategic direction. The policy, endorsed by the board of directors, is available on the company's website at <https://www.enbeetrade.com/images/pdf/notice/familiralization-programme-for-independent-director.pdf>

i) Whistleblower Policy and Vigil Mechanism

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The objective of the framework is to establish a redressal forum, which addresses all concerns raised on questionable practices and through which the Directors and employees can raise actual or suspected violations. The policy as approved by the board of directors is uploaded on the website of the company at <https://www.enbeetrade.com/images/pdf/notice/whisle-blower-policy.pdf>

j) Re-appointment of Director

As required under Regulations 26(4) and 36(3) of the Listing Regulations and Secretarial Standards, issued by the Institute of Company Secretaries of India (ICSI), particulars of the Director seeking re-appointment are given in the Notice of the AGM.

k) Performance Evaluation

In compliance with the Companies Act, 2013 and Listing Regulations, the Board has conducted its annual performance evaluation, assessing its collective performance, individual Directors, and the effectiveness of its Board Committees. This thorough evaluation utilized a structured questionnaire addressing key aspects of the Board's operations, including the composition and culture of the Board, execution of specific duties, obligations, and overall governance practices. The evaluation of Executive Directors and Non-Independent Directors was overseen by Independent Directors,

ensuring an impartial assessment. Directors have expressed satisfaction with the evaluation process, affirming its value in enhancing Board effectiveness and governance standards.

3.COMMITTEES OF THE BOARD

The Board's Committees are dedicated to specific areas, exercising informed decision-making within their delegated authority and presenting recommendations to the Board as necessary. These Committees operate under their Charter or Terms of Reference, acting as empowered extensions of the Board. Targets and actions set in collaboration with management are periodically reviewed, with adjustments made as needed. Minutes from all Committee meetings are presented to the Board for discussion or acknowledgment. The composition and operations of these Committees adhere to the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and align with the Corporate Governance guidelines issued by the Reserve Bank of India for Non-Banking Financial Institutions. As of March 31, 2024, the following Committees were active:

a) AUDIT COMMITTEE

The Audit Committee has been duly constituted in compliance with Section 177 of Companies Act, 2013 and the relevant Rules made there under read with Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Terms of reference

The broad terms of reference of this Committee inter-alia includes the following:

- Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- recommend appointment, remuneration and terms of appointment of auditors of the Company;
- approve payment to statutory auditors for any other services rendered by them;
- review with the management, the annual financial statements before submission to the Board for approval, focusing particularly on:
 - a) Matters to be included in Director's Responsibility
 - b) Statements to be included in Board's report;
 - c) Any changes in accounting policies and practices;
 - d) Major accounting entries involving estimates based on the exercise of judgment by management
 - e) Significant adjustments resulting from the audit findings;
 - f) Compliance with listing and other legal requirements relating to financial statement;
 - g) Disclosure of related party transactions;
 - h) Qualification in draft audit report.
- Review with the management, the quarterly financial statement before submission to the Board for their approval;

- Recommend appointment, remuneration and terms of appointment of internal auditors, tax auditors, secretarial auditor and any matters of resignation or dismissal;
- Discuss with the statutory auditors before the audit commences, the nature and scope of the audit as well as post audit discussion to ascertain areas of concern;
- Review the internal audit program, ensuring co-ordination between the internal and statutory auditors, ensuring that the internal audit function is adequately resourced and has appropriate standing within the Company and to request internal auditor to undertake specific audit projects, having informed the management of their intentions;
- consider the major findings of internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board;
- consider any material breaches or exposure; breaches of regulatory requirements or of ethical codes of practice to which the Company subscribes, or of any related codes, policies and procedures, which could have a material effect on the financial position or contingent liabilities of the Company;
- discuss significant findings with internal auditors and initiate follow up action thereon;
- look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non- payment of declared dividends) and creditors;
- review performance of statutory and internal auditors and adequacy of internal control systems;
- approve transaction with related parties and subsequent modification to terms of contract/transaction;
- scrutinize inter-corporate loans and investments;
- valuation of any of the undertakings or assets as and when necessary;
- Evaluate adequacy of internal financial control and risk management system;
- review with management, the statement of uses /application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue and making recommendation to the Board for taking steps in relation thereto;
- approve appointment of CFO (i.e. the Whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualification, experience and background of the candidate;
- review functioning of the Whistle Blower Policy;

- Carry out any other functions as may be falling within the terms of reference of the Audit Committee or as may be delegated to the Committee from time to time.

Meeting and Attendance

The Audit Committee met Five times during the year on 30th May 2023, 14th August 2023, 07th November 2023, 24th January 2024 and 21st March 2024. The quorum as required under the statute was maintained at all the meetings.

Composition of the Audit Committee and the details of attendance at the aforementioned meetings are as follows:

Name of the Member	Category	No. of meetings held	No. of meetings attended
Mr. Jayesh Gulabbhai Patel	Chairman, Independent Director	5	5
Mr. Akash Shailesh Gangar	Member, Independent Director	5	5
Mrs. Ssamta Amar Gaala	Member, Executive Director	5	5

The Company Secretary acts as the Secretary to the Committee. The Audit Committee acts as a link between the Management, Statutory Auditors, Internal Auditors and the Board of Directors and oversees the financial reporting process.

Mr. Jayesh Gulabbhai Patel, Chairperson of the Audit Committee, was present at the AGM of the Company held on September 30, 2023.

b) NOMINATION AND REMUNERATION COMMITTEE

Constitution

The Remuneration Committee has been duly constituted in compliance with the provisions of Section 178 of the Act and The SEBI (LODR) Regulations, 2015. As on March 31, 2024 the Nomination and Remuneration Committee comprised of 3 (Three) Members all of whom are Non-Executive Directors. The Chairperson of the Nomination and Remuneration Committee is a Non-Executive Independent Director.

Terms of reference

The Nomination and Remuneration Committee is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria, ongoing succession planning and appointment procedures for both internal and external appointments. Further, the Committee is also responsible for formulating policies as to remuneration, performance evaluation, Board diversity, etc. in line with the Act and the Listing Regulations.

The broad terms of reference of this Committee inter-alia includes the following:

- assess that a person to be appointed as Director is ‘fit and proper’ and fulfils the set criteria as may be required by the Company;
- review & recommend to the Board on the structure and composition of the Board of Directors of the Company;
- evaluate the eligibility of an individual on the basis of his/ her qualification, positive attributes, independence and past experience, for appointment and removal as whole-time director/managing director/senior management of the Company and advising the Board of Directors/ Shareholders with such detailed evaluation in the matter of appointment and removal of such individual;
- review, recommend and /or approve the remuneration that can be offered to the proposed whole-time director/managing director/non-executive director/ senior management of the Company;
- evaluate the performance of the directors of the Company and review and recommend to the Board on their re-appointment;
- review, recommend and /or approve the modification in the remuneration of the Whole-time director/ managing director/manager/ non-executive director and senior managerial personnel;
- formulate remuneration policy relating to directors, key managerial personnel and other senior managerial employees of the Company;
- evaluate performance of directors with respect to their role as Independent Director and Board members;

Meeting and Attendance

The Nomination and Remuneration Committee met three times during the year on 30th May 2023; 31st August 2023 and 24th January 2024. The quorum as required under the statute was duly maintained during the meeting.

Composition of the Nomination and Remuneration Committee and the details of attendance at the aforementioned meeting are as follows:

NameoftheMember	Category	No. of meetings held	No.ofmeetings attended
Mr. Jayesh Gulabbhai Patel	Chairperson, Independent Director	3	3
Mr. Akash Shailesh Gangar	Member, Independent Director	3	3
Mrs. Ssamta Amar Gaala*	Member, ExecutiveDirector	3	3
Mr.Hiren Mahesh Savla**	Member, Independent	1	1

	Director		
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**Resigned on 24th January, 2024*

***Cessation due to Demise w.e.f. July 05, 2024 and the Appointment of Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510), as Additional, Non-Executive Independent Director w.e.f. July 26, 2024.*

The Company Secretary acts as the Secretary to the Committee. Mr. Jayesh GulabbhaiPatel, Chairperson of the Nomination and Remuneration Committee, was present at the AGM of the Company held on September 30th, 2023.

Nomination and Remuneration Policy

The Nomination and Remuneration Policy of the Company empowers the Nomination and Remuneration Committee to formulate a process for effective evaluation of the performance of Individual Directors, Committees of the Board and the Board as a whole.

The Board of Directors of the Company has adopted a Nomination and Remuneration Policy ('Policy') for the Company, inter-alia, to deal with the manner of selection of Board of Directors and KMP and their remuneration.

c) STAKEHOLDER'S RELATIONSHIP COMMITTEE

Constitution

The Stakeholders Relationship Committee was duly constituted by the Board of Directors in accordance with Section 178 of the Act and applicable Rules thereto and in accordance with Regulation 20 of SEBI Listing Regulations.

Terms of Reference

The Stakeholders' Relationship Committee examines the grievances of stakeholders / investors and the system of redressal of the same. It also approves the issuance of share certificates. The Company endeavors to resolve complaints / grievances / queries of stakeholders /investors within a reasonable period of time.

The broad terms of reference of this Committee inter-alia includes the following;

- Review statutory compliance relating to all security Holders;
- Consider and resolve the grievances of security holders of the Company, including complaints related to transfer/transmission of securities, non-receipt of annual report/declared dividends/notices/balance sheet, issue of new/duplicate certificates, general Meetings, etc.;
- Review measures taken for effective exercise of voting rights by shareholders;
- Oversee compliances in respect of dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund;

- Oversee compliances in respect of transfer of shares to the Investor Education and Protection Fund, in accordance with the provisions of the Companies Act, 2013 and Rules made thereunder, as applicable from time to time;
- Review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company;
- Oversee and review all matters related to the transfer of securities of the Company;
- Approve issue of duplicate certificates of the Company;
- Review movements in shareholding and ownership structures of the Company;
- Ensure setting of proper controls, review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agents and oversee performance of the Registrar and Share Transfer Agents;
- Recommend measures for overall improvement of the quality of investor services.

Meeting and Attendance

The Stakeholder and Relationship Committee met once during the year on 14th August 2023. No shareholder complaint was received by the Committee.

Composition of the Stakeholder and Relationship Committee and the details of attendance at the aforementioned meeting is as follows:

Name of the Member	Category	No. of meetings held	No. of meetings attended
Mr. Jayesh Gulabbhai Patel	Chairman, Independent Director	1	1
Mr. Akash Shailesh Gangar	Member, Independent Director	1	1
Mr. Amarr Narendra Galla	Member, Executive Director	1	1

Mr. Jayesh Gulabbhai Patel, Chairperson of the Stakeholder and Relationship Committee, was present at the AGM of the Company held on September 30th, 2023.

4. SENIOR MANAGEMENT:

Particulars of Senior Management including the changes therein during the Financial Year 2023-24:

S. No.	Name	Designation	Changes, if any
1.	Mr. Amarr Narendra Galla	Managing Director	-
2.	Mr. Mehul Gala	Chief Financial Officer	-
3.	Mrs. Ruchika Kabra*	Compliance officer	Cessation w.e.f 26-03-2024

**Appointed Ms. Anshul Bajaj, ACS 31882 (PAN: BGKPA6821J), as Company Secretary & Compliance Officer w.e.f. June 21, 2024.*

5. DIRECTOR'S REMUNERATION

Sl. No.	Name of the Director	Sitting Fees for attending Board & Committee Meetings in a F.Y.	Salary and Perquisites	Incentive/ Bonus	Total
1	Mr. Amarr Narendra Galla	NIL	60,00,000	NIL	60,00,000
2	Mrs. Ssamta A. Gaala	NIL	24,00,000	NIL	36,00,000
3	Mr. Jayesh G. Patel	NIL	NIL	NIL	NIL
4	Mr. Akash Shailesh Gangar	NIL	NIL	NIL	NIL
5	Mr. Hiren Mahesh Savla*	NIL	NIL	NIL	NIL

** Cessation due to Demise w.e.f. July 05, 2024 and the Appointment of Mr. Rakeshkumar Dinesh Mishra (DIN: 06919510), as Additional, Non-Executive Independent Director w.e.f. July 26, 2024.*

None of Directors have been granted any stock options under any scheme. The criteria of making payments to non-executive directors is disseminated on the company website at [https://www.enbeetrade.com/images/pdf/Criteria%20for%20making%20payment%20to%20Non%20Executive%20Directors%20\(1\).pdf](https://www.enbeetrade.com/images/pdf/Criteria%20for%20making%20payment%20to%20Non%20Executive%20Directors%20(1).pdf). The remuneration of directors stated above has only fixed component involved.

6. ANNUAL GENERAL MEETINGS

The details of Annual General Meeting ("AGM") held during the last three Financial Years along with the details of the special resolutions passed there are as under:

Financial Year	Date and Time	Venue	Special Resolution passed
2020-21 (36 th AGM)	September 20, 2021 11.30 A.M.	At Registered Office of the Company	- Re-appointment of Mr. Jayesh Gulabbhai Patel as an Independent Director.
2021-22 (37 th AGM)	September 28, 2022 11.30 A.M.	At Registered Office of the Company	No Special Business was transacted

2022-23 (38 th AGM)	September 30, 2023 11.30 A.M.	At Registered Office of the Company	No Special Business was transacted
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7. SHAREHOLDERS COMMUNICATION

The Board recognizes the importance of two-way communication with shareholders and giving a balanced report of results and progress and responding to questions and issues raised in a timely and consistent manner.

Means of Communication

- I. **Quarterly results and other relevant information:** The Company's quarterly results are normally published in English newspaper (generally "Standard Post") and Marathi daily (generally "Mumbai Mitra") and are also displayed along with other relevant information viz., notices, shareholder communications, policies, Director's profile, annual report, other official news etc. on corporate website i.e., www.enbeetrade.com.
- II. **Website:** The Company's website www.enbeetrade.com contains a separate section 'Investor Relations' for use of investors. The quarterly, half yearly and annual financial results and official news releases are promptly and prominently displayed on the website. Annual Reports, Shareholding Patterns and other Corporate Communications made to the Stock Exchanges are also available on the website.
- III. **Communication to shareholders on email:** In support of the "Green Initiative" undertaken by the Ministry of Corporate Affairs, the Company had during 2023-24 sent various communications including Documents like Notices and Annual Report to the shareholders at their email address, as registered with their Depository Participants/ Company/ Registrar & Transfer Agents (RTA). This helps in prompt delivery of document, reduce paper Consumption, save trees and avoid loss of documents in transit.

8. GENERAL SHAREHOLDERS' INFORMATION

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter referred to as "the SEBI Listing Regulations"), the general shareholders' information pertaining to the Company, its shareholding pattern and such other information as prescribed under the said Regulations is provided herein below.

- a) **Company Registration Details:** The Company is registered in New Delhi, India. The Corporate Identification Number (CIN) allotted by the Ministry of Corporate Affairs is L50100MH1985PLC036945. The Company is registered as Non-Banking Financial Institution with Reserve Bank of India.

b) Ensuing Annual General Meeting

Day, Date, Time and Venue	Saturday, September 28, 2024 at 12:30 p.m. at venue deemed to be registered office of the company
Financial Year	April01,2023toMarch31,2024
BookClosureDates	Sunday,September 22,2024toSaturday,September 28,2024
NameofStockExchangewhereEquity Shares of the company are listed	BSELimited
Stockcode	512441
ISINNumber	INE993I01011

The Annual Listing Fees for the financial year 2023-24 to BSE Limited (BSE) have been paid by the Company within prescribed time.

c) MarketSharePrice Data

Date	High	Low	Close
April 2023	35.00	28.34	35.00
May2023	37.90	16.72	18.45
June2023	21.79	15.96	16.12
July2023	15.85	12.20	14.93
August2023	17.99	13.65	16.01
September2023	17.20	15.18	16.65
October2023	17.68	14.21	15.27
November2023	16.25	10.46	11.58
December2023	20.47	9.90	20.47
January2024	30.20	21.01	22.82
February2024	22.37	13.22	14.61
March2024	15.50	11.32	12.93

d) Share Holding Pattern as on 31st March, 2024:

Shares held by	No. of shares	% of Capital
Promoters	52,18,789	36.43
Public	91,05,150	63.57
TOTAL	1,43,23,939	100

e) Registrar and Share Transfer Agents

Address for Investor Correspondence

For any assistance regarding dematerialization of shares, re-materialization of shares, share transfers, transmissions, change of address, non-receipt of dividend or any other query relating to shares please write to:

Adroit Corporate Services Pvt. Ltd

1st Floor,19/20, Jaferbhoy Ind Estate, Makwana Road,
Marol Naka,Mumbai,Maharashtra,400059
Tel: 022 - 28594060, 28594442;
Fax: 022 - 28503748
E-Mail: adroits@vsnl.net
Web: www.adroitcorporate.com

f) Share Transfer System

Securities lodged for transfers are processed and security certificates are returned within a period of fifteen days from the date of receipt, subject to all documents being valid and complete in all respects. The Board of Directors has delegated the authority for approving transfer, transmission, etc. of the Company's securities to the Company Secretary of the Company. The Company obtains from a Company Secretary in Practice half-yearly certificate of compliance with the share transfer formalities, as required under Regulation 40(9) of Listing Regulations and files a copy of the certificate with Stock Exchanges.

g) Dematerialization of Shares:

Total 99.98% of the Equity Shares of the company are in demat form as on March 31, 2024. Out of 14,323,939 shares, only 1550 shares were in physical form. Trading in equity shares of the Company is permitted only in dematerialized form w.e.f. April 28, 2001, as per notification issued by the Securities and Exchange Board of India (SEBI) and the equity shares of the Company are frequently traded on both BSE.

h) Service of documents through electronic mode

As a part of Green Initiative, the members who wish to receive the notices/documents through e-mail, may kindly intimate their e-mail addresses to the Company's Registrar and Share Transfer Adroit Corporate Services Pvt. Ltd, to its dedicated e-mail id i.e., adroits@vsnl.net.

i) Address for correspondence:

Registered Office Address: B4/B5, Gods Gift CHS Ltd, N.M. Joshi Marg, Lower Parel, Mumbai, Maharashtra, 400013

j) Reconciliation of Share Capital Audit:

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.

k) Information to Shareholders:

A brief resume of the Directors appointed/reappointed together with the nature of their experience and details of the other Directorships held by them is annexed to the Notice convening the Annual General Meeting.

l) Any query on Annual Report:

Members can write an email on enbeetrade@gmail.com or send their query on annual report on below mentioned address:

Ms. Anshul Bajaj
Company Secretary and Compliance Officer
Enbee Trade & Finance Limited
Address: B4/B5, Gods Gift CHS Ltd, N.M. Joshi Marg,
Lower Parel, Mumbai, Maharashtra, 400013
Email: enbeetrade@gmail.com

9. OTHER DISCLOSURES

Related Party Transactions

The Company has adopted the Policy on Related Party Transactions ("**RPTs**") in line with the requirements of the Act and SEBI Listing Regulations, as amended from time to time, which is available on the website of the Company at <https://www.enbeetrade.com/images/pdf/notice/related-party-transaction-policy.pdf>.

The Policy intends to ensure that proper reporting, approval, disclosure processes are in place for all transactions between the Company and related parties. This Policy specifically deals with the review and approval of Material RPTs, keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions. All RPTs by the Company exceeding their respective standalone turnover were placed before the Audit Committee for review and prior

approval. Prior omnibus approval is obtained for RPTs on a yearly basis, for the transactions which are of repetitive nature and/ or entered in the ordinary course of business and are at arm's length. All RPTs entered during the year were in ordinary course of business and on arm's length basis.

The Company had also obtained the prior approval of shareholders for the material RPTs entered into during the Financial Year 2023-24.

Whistleblower Policy and Vigil Mechanism

Pursuant to Section 177(9) and (10) of the Companies Act, 2013, and Regulation 22 of the Listing Regulations, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The objective of the framework is to establish a redressal forum, which addresses all concerns raised on questionable practices and through which the Directors and employees can raise actual or suspected violations.

Details of adoption of non-mandatory (discretionary) requirements

The Company is complying with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Company has not adopted any of the non-mandatory (discretionary) requirements.

Status of Investor Complaints

Status of Investor Complaints as on March 31, 2024, as reported under Regulation 13(3) of the Listing Regulations is as under:

Complaints pending as on April 1, 2023	0
Received during the year	0
Resolved during the year	0
Pending as on March 31, 2024	0

Code of Conduct for Directors and Senior Management

The Company has formulated and implemented a Code of Conduct for all Board members and Senior Management. Requisite annual affirmations of compliance with the Code have been received from the Directors and Senior Management of the Company. The Code of Conduct is posted on the Company's website company <https://www.enbeetrade.com/policies.html#>.

Code of Conduct for Prevention of Insider Trading

Company has adopted a "Code of Internal procedure and conduct for regulating, monitoring and reporting of trading in securities by Insiders" as required under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Company formulated a Code of Conduct to Regulate, Monitor, and Report trading by Insiders to deter the Insider trading in the securities of the Company based on the unpublished price sensitive information. The Code envisages procedures to be followed and disclosures to be made while dealing in the securities of the Company. During the year under review there has been due compliance with Securities and

Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The policy as approved by the board of directors is uploaded on the website of the company <https://www.enbeetrade.com/policies.html#>

Accounting treatment in preparation of Financial Statements

The relevant Financial Statements of the Company has been duly prepared pursuant to the Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 and other relevant provisions of the Act.

Acceptance of recommendation of all Committees

During the year of review, there have been no such instances where under the recommendations of any Committees were not accepted by the Board in terms of the SEBI Listing Regulations.

Credit Ratings

The Company is has not required to obtained credit rating from any Credit rating Agency.

Prevention, Prohibition and Redressal of Sexual Harassment of Women at the Workplace

The Company has in place a Policy for Prevention, Prohibition and Redressal of Sexual Harassment at Workplace. Appropriate reporting mechanisms are in place for ensuring protection against Sexual Harassment and the right to work with dignity. During the year under review, the Company has not received any complaint in this regard.

Corporate Governance Compliance Certification from Company Secretary in Practice

The Company has complied with all the mandatory requirements of the Code of Corporate Governance as specified in Regulations 17 to 27 and clause (b) to (i) of sub regulation (2) of Regulation 46 of the Listing Regulations. A certificate affirming the compliances from Practicing Company Secretaries has been received by the Company and annexed to this report as Annexure - II.

Certification on Director Disqualification from Company Secretary in Practice

The Company has received a certificate from Practicing Company Secretaries, to the effect that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of the Company by the MCA or any other statutory authority. This certificate forms part of this Annual Report as Annexure -IV.

Review of Legal Compliance Report

The board periodically review compliance reports with respect to the various law applicable to the company as prepared and placed before it by the management.

Compliance Regarding Insider Trading

Pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, ('SEBI PIT Regulations') the Company has a Board approved Code of Conduct to regulate, monitor and report

trading by designated Persons ('Code of Conduct') and a code of practices and procedures for fair disclosure of unpublished price sensitive information ('Code of Fair Disclosure').

SEBI Complaints Redress System (SCORES)

Securities and Exchange Board of India (SEBI) administers a centralized web-based complaints redress system (SCORES). It enables investors to lodge and follow up complaints and track the status of redressal online on the website www.scores.gov.in. It also enables the market intermediaries and listed companies to receive the complaints from investors against them, redress such complaints and report redressal. All the activities starting from lodging of a complaint till its disposal is carried online in an automated environment and the status of every complaint can be viewed online at any time. The Company has registered itself on SCORES and endeavors to resolve all investor complaints received through SCORES.

By Order and on behalf of the Board

Enbee Trade & Finance Limited

Sd/-

Amarr Narendra Galla

Managing Director

DIN:07138963

Date: September 02, 2024

Place: Mumbai

ANNEXURE 1

**TO DIRECTORS REPORT
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,
Enbee Trade and Finance Limited
(CIN: L50100MH1985PLC036945)
B4 /C5, Gods Gift Chs Ltd.
N M Joshi Marg, Lower Parel, Mumbai 400013.**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Enbee Trade & Finance Limited (CIN: L50100MH1985PLC036945) (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Enbee Trade & Finance Limited for the financial year ended on 31st March, 2024 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. 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; -

(During the period under review, the Company has not entered into any transaction requiring compliance with the Foreign Exchange Management Act, 1999 and rules made thereunder)

5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act): -
- a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - c. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - d. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and amendments made from time to time.
 - f. The Securities and Exchange Board of India (Share based Employee Benefits and Sweat Equity) Regulations, 2021; **During the period under review, the Company has not entered into any transaction requiring compliance with the Securities and Exchange Board of India (Share based Employee Benefits and Sweat Equity) Regulations, 2021**
 - g. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(During the period under review, the Company has not entered into any transaction requiring compliance with the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021**
 - h. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993; and amendments made from time to time.
 - i. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(During the period under review, the Company has not entered into any transaction requiring compliance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021)**
 - j. The Securities and Exchange Board of India (Buy-back of Securities) Regulation 2018; **(During the period under review, the Company has not entered into any transaction requiring compliance with the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018)**
 - k. and circulars / guidelines issued thereunder.

OTHER APPLICABLE LAWS:

With respect to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the Company has complied with the following laws applicable to the Company

1. **Prudential Norms and other rules, regulations, directions and circulars issued by Department of Non –Banking Supervision Reserve Bank of India from time to time**

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

- (i) Secretarial Standards pursuant to section 118(10) of the Act, issued by the Institute of Company Secretaries of India.
- (ii) Listing Agreements entered into by the Company with BSE Ltd. (BSE) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

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

There was Non-compliance with respect to constitution of Nomination and Remuneration Committee under Regulation 19(1)/ 19(2) of the SEBI Listing Regulations. A fine of ₹ 56,640 has been levied by SEBI on the Company. However, an application for waiver of this penalty was submitted on May 26 2024, and subsequently uploaded on the BSE Listing Centre on June 19, 2024. The application is presently pending.

We further report that:

We further report that during the audit period:

1. 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.
2. We further report that during the audit period, the company has issued and allotted 1,27,23,889 number of Equity Shares of Rs.10/- each issued at Rs.15/- per share on June 23, 2023 under Rights Issue.

We further report that during the audit period, there was no other event/action having major bearing on affairs of the Company

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

For Feni Shah & Associates

SD/-

Feni Shah

M. No.: 11026 ; C.P. No.: 17867

UDIN: F011026F001127603

Date: 04th September,2024

Annexure A

**To,
The Members,
Enbee Trade and Finance Limited
(CIN: L50100MH1985PLC036945)
B4 /C5, God's Gift CHS Ltd.
N M Joshi Marg, Lower Parel, Mumbai 400013.**

Our Secretarial Audit Report for Financial Year ended on 31 March 2024 of even date is to be read along with this letter.

- a. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis of our opinion.
- c. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- d. Where ever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
- e. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test check basis.
- f. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Feni Shah & Associates
SD/-
Feni Shah
M. No.: 11026; C.P. No.: 17867
UDIN: F011026F001127603
Date: 04th September, 2024**

ANNEXURE II

TO DIRECTORS REPORT

COMPLIANCE CERTIFICATE

[Pursuant to Regulation 34(3) read with Schedule V Para E of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**To,
The Members,
Enbee Trade and Finance Limited
B4 /C5, God's Gift CHS Ltd.
N M Joshi Marg, Lower Parel,
Mumbai 400013**

We have examined the compliance of conditions of Corporate Governance of Enbee Trade and Finance Limited, having CIN L50100MH1985PLC036945 and having Registered Office at B4 /C5, God's Gift CHS Ltd. N M Joshi Marg, Lower Parel, Mumbai 400013, for the financial year ended on March 31, 2024, as stipulated in the relevant regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI LODR, 2015").

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.

We further state that this certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

**For Feni Shah & Associates
SD/-
Feni Shah
M. No.: 11026; C.P. No.:17867
UDIN: F011026F00112760
Date: 04th September,2024**

ANNEXURE III

FORM AOC-2

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto:-

S. No.	Details of contracts or arrangements or transactions at arm's length basis	Name of the Party	Name of the Party	Name of the Party	Name of the Party
(a)	Name(s) of the related party and nature of relationship	Amarr Narendra Galla Key Managerial Personnel	Amarr Narendra Galla Key Managerial Personnel	Ssamta Amarr Galla Key Managerial Personnel	Mehul Gala Key Managerial Personnel
(b)	Nature of contracts/arrangements/transactions	Remuneration Paid	Rent Paid	Remuneration Paid	Remuneration Paid
(c)	Duration of the contracts / arrangements/transactions	Ongoing	Ongoing	Ongoing	Ongoing
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	N.A.	Rent agreement	N.A.	N.A.
(e)	Justification for entering into such contracts or arrangements or transactions	N.A.	N.A.	N.A.	N.A.
(f)	Date(s) of approval by the Board	15.04.2024	15.04.2024	15.04.2024	15.04.2024

Date: September 02, 2024
Place: Mumbai
Regd. Office: B4 /C5, God's Gift CHS Ltd., N M Joshi Marg, Lower Parel, Mumbai - 400013

By Order of the Board Place
For ENBEE TRADE & FINANCE LIMITED
Sd/-
Amarr Narendra Galla
(Chairman & Managing Director)
DIN: 07138963

ANNEXURE IV

TO DIRECTORS REPORT

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,
Enbee Trade and Finance Limited
(CIN: L50100MH1985PLC036945)
B4 /C5, God's Gift CHS Ltd.
N M Joshi Marg, Lower Parel,
Mumbai 400013.**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Enbee Trade and Finance Limited, having CIN L50100MH1985PLC036945 and having Registered Office at B4 /C5, God's Gift CHS Ltd. N M Joshi Marg, Lower Parel, Mumbai 400013 (hereinafter referred to as "the Company"), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V, Para-C, clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended March 31, 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	DIN	Date of Appointment	Designation
1.	AMARR NARENDRA GALLA	07138963	07/07/2015	Managing Director
2.	SSAMTA AMAR GAALA	07138965	27/03/2015	Whole-time

				director
3.	JAYESH GULABBHAI PATEL	06942623	20/02/2015	Non-Executive, Independent Director
4.	AKASH SHAILESH GANGAR	09079830	11/03/2021	Non-Executive, Independent Director
5.	RAKESHKUMAR DINESH MISHRA	06919510	26/07/2024	Non-Executive Independent Director (Additional)

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

For Feni Shah & Associates

SD/-

Feni Shah

M. No.: 11026; C.P. No.:17867

UDIN: F011026F00112760

Date:04th September,2024

ANNEXURE- V

PARA A: DISCLOSURE AS PER SEBI (LODR), REGULATIONS, 2015 IN RESPECT TO RELATED PARTY TRANSACTIONS

SR.NO.	In the accounts of	Disclosures of amounts at the year end and the maximum number of loans/ advances/investments outstanding during the year.	Remarks
1.	Holding Company	<ul style="list-style-type: none"> ○ Loans and advances in the nature of loans to subsidiaries by name and amount. ○ Loans and advances in the nature of loans to associates by name and amount. ○ Loans and advances in the nature of loans to Firms /companies in which directors are interested by name and amount. 	N.A .
2.	Subsidiary	<ul style="list-style-type: none"> ○ Loans and advances in the nature of loans to holding company by name and amount. ○ Loans and advances in the nature of loans to associates by name and amount. ○ Loans and advances in the nature of loans to Firms / companies in which directors are interested by name and amount. 	N.A .
3.	Holding Company	Investments by the loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan.	N.A.

Para B: MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Forward-Looking Statements:

This Report contains forward – Looking Statements. Any, statement that address expectations or projections about the future, including but not limited to statements about the Company’s strategy and growth, product development, market position ,expenditures and financial results, are forward looking statements. Forward looking statements are based on certain assumptions and expectations of future growth. The Company cannot guarantee that these assumptions are accurate and will be realized. The Company’s actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on basis of any subsequent developments, information

or events.

Overview:

During the financial year under review, the Company has incurred a profit of Rs. 155.77 lakhs as compared to the previous year's of Net profit of Rs. 14.00 lakhs.

Outlook:

The Company is mainly engaged in the business of financing and investment in bodies corporate in order to yield greater revenue for its stakeholders. The Company is planning to expand and diversify the operational activities in the coming years ahead in order to tap higher revenues

Risk and Concerns:

Due to stiff competitions in the finance field where the company's activities are centered in, the overall margins are always under pressure, but maintainable with the constant effort and good services rendered by the company.

Internal Control Systems and their Adequacy:

An Audit Committee of the Board of Directors of the Company has been constituted as per provisions of the Companies Act, 2013 and SEBI (LODR), 2015.

The Internal Audit Function is looked after internally by the finance and accounts department, and reviewed by the audit committee and the management at the regular intervals. The Internal Auditors Reports dealing with Internal Control Systems are considered by the Audit Committee and appropriate actions are taken, whichever necessary.

Development on Human Resource Front:

Our human resources are critical to our success and carrying forward our mission. With their sustained, determined and able work efforts we were able to cruise smoothly through the hard time of the economic volatility and rapidly changing market conditions.

The requirement of the markets given the economic scenario has made this even more challenging. Attracting newer talent with the drive, training and upgrading existing skill sets and getting all to move in a unified direction will definitely be task in the company.

Plans to execute the mandate on this count are already underway and we should see it impacting the results from the third quarter of the next financial year. By creating conducive environment for career growth, company is trying to achieve the maximum utilization of employee's skills in the most possible way.

There is need and the company is focused on retaining and bringing in talent keeping in mind the ambitious plans despite the market and industry scenario. The company also believes in recognizing and rewarding employees to boost their morale and enable to achieve their maximum potential. The need to have a change in the management style of the company is one of the key focus areas this year.

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefore, including:

NIL

Industrial Relations:

Industrial Relations throughout the year continued to remain very cordial and satisfactory.

Disclosure as per SEBI (LODR), Regulations, 2015 in Respect Demat Suspense Account/Unclaimed Suspense Account

The listed entity needs to disclose the following details and as long as there are shares in the demat suspense account or unclaimed suspense account:

SR. NO.	PARTICULARS	REMARKS
1.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	NIL
2.	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year	NIL
3.	Number of shareholders to whom shares were transferred from suspense account during the year	NIL
4.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	NIL
5.	That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares	NIL

Date: September 02, 2024
Place: Mumbai
Regd. Office: B4 /C5, God's Gift CHS Ltd., N
M Joshi Marg, Lower Parel, Mumbai -
400013

By Order of the Board Place
For ENBEE TRADE & FINANCE LIMITED

Sd/-
Amarr Narendra Galla
(Chairman & Managing Director)
DIN: 07138963

CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To,
The Board of Directors
Enbee Trade & Finance Limited
B4/B5, Gods Gift CHS Ltd, N.M. Joshi Marg,
Lower Parel, Mumbai, Maharashtra, 400013

Sub: Certificate under Regulation 17 (8) and Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We, the undersigned, certify to the Board that:

- A. We have reviewed financial statements and the cash flow statement for the year and that to the best of their knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of their knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee
- Significant changes in internal control over financial reporting during the year;
 - Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting

Yours Faithfully

Sd/-

Mehul N Gala

Chief Financial Officer

Date: September 02, 2024

Place: Mumbai

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ENBEE TRADE AND FINANCE LIMITED

Opinion

We have audited the accompanying Standalone Financial Statements of **Enbee Trade and Finance Limited** ("the Company"), which comprise the standalone Balance Sheet as at 31st March 2024, and the standalone Statement of Profit and Loss (including other comprehensive income), standalone Statement of Changes in Equity and standalone statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of the Significant Accounting Policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key audit matters

We have determined that there are no key audit matters to be communicated in our report.

Information Other than the Standalone Financial Statements and Auditors' Report Thereon

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

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Management and Board of Directors' Responsibility for the Standalone Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Further, the Management and Board of Directors are responsible for using only such accounting software which has the following features:

- Records an audit trail of each and every transaction,
- Creating an edit log of each change made in the books of account along with the date when such changes were made.

They should ensure that the audit trail is not disabled and there is no option to disable it and it has been effectively Implemented throughout the year.

Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial statements made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Other Matter

This Auditors' Report on the audit of the annual financial results pursuant to Regulation 33 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended after incorporating Correction of Prior Period Errors in Accordance with Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" refer note 36.

Audit Report is in continuation to our audit report dated 27/05/2024 UDIN: 24111829BKCBVN9313 where we expressed an unmodified opinion on financial results.

Report on Other Legal and Regulatory Requirements

A. 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 give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

B. As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31st March 2024 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- f) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".

C. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014,

In our opinion and to the best of our information and according to the explanations given to us:

- i. 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 derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

- iv. a. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- b. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The company has not declared or paid dividend during the year.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023.

The company has not used an accounting software that has a feature of audit trail and the same was not operated/ enabled throughout the year. The transactions recorded in the software were not covered in the audit trail feature. Further, the audit trails were not reserved as per statutory requirements for record retention.

For Ambavat Jain And Associates LLP

Chartered Accountants

Firms Registration No: 109681W

Sd/-

Ashish J Jain

Partner

Membership No:

UDIN: 24111829BKCBWQ9909

Place: Mumbai

Date: 18/06/2024

ANNEXURE A TO THE AUDITORS' REPORT

(Annexure referred to in paragraph 1 under the heading of “report on other Legal and Regulatory Requirements” of our report of even date to the members of Enbee Trade and Finance Limited on the accounts for the year ended 31st March 2024)

- i. In respect of the Company’s Property, Plant and Equipment and Intangible Assets:
 - a. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.

(B) According to the information and explanations given to us and the records of the Company examined by us, the Company does not have any Intangible assets and accordingly, reporting under this Clause is not applicable.
 - b. The Property, Plant and Equipment are physically verified by the Management, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
 - c. According to the information and explanations given to us and the records of the Company examined by us, the Company does not own any immovable properties (Refer Note 6 to the financial statements). Therefore, the provisions of clause 3(i)(c) of the Order are not applicable to the Company.
 - d. The Company has not revalued its Property, Plant and Equipment during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets does not arise.
 - e. Based on the information and explanations furnished to us, no proceedings have been initiated on the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its financial statements does not arise.
- ii. In respect of Company’s Inventories:
 - a. The Company is in the business of rendering services and, consequently, does not hold any inventory. Therefore, the provisions of clause 3(ii) of the Order are not applicable to the Company.
 - b. During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions and accordingly, the question of our

commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

- iii. During the year, the Company has not made investments or provided any guarantee or security to any other entity during the year.
 - a. Company's principal business is to give loans. Therefore, the provisions of clause 3(iii)(a) of the Order are not applicable to the Company.
 - b. In respect of the aforesaid loans in nature of the loan, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest. The company has not made Investments.
 - c. In respect of the aforesaid loans/advances in nature of loans, the schedule of repayment of principal and payment of interest has been stipulated, and the parties are repaying the principal amounts, as stipulated, and are also regular in payment of interest as applicable.
 - d. In respect of the aforesaid loans/advances in nature of loans, there is no amount which is overdue for more than ninety days.
 - e. Company's principal business is to give loans. Therefore, the provisions of clause 3(iii)(e) of the Order are not applicable to the Company.
 - f. There were no loans/advances in nature of loans which were granted during the year to promoters/related parties.
- iv. The Company has not granted any loans to the parties covered under Sections 185 and Company is an NBFC, hence provisions of Section 186 are not applicable. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.
- v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- vii. In respect of Company's Statutory Dues:
 - a. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and services tax and other material statutory dues, as applicable, with the appropriate authorities except for following:

As on balance sheet date, the company has not paid following statutory dues for more than 6 months

Particulars	Amount
TDS	21,58,331
Total	21,58,331

- b. According to the information and explanations given to us and the records of the Company examined by us, there are no statutory dues referred to in sub-clause (a) which have not been deposited on account of any dispute.
- viii. According to the information and explanations given to us and the records of the Company examined by us, there is no income surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- ix.
- a. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender as at the balance sheet date.
- b. According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.
- c. In our opinion, and according to the information and explanations given to us, the term loan obtained from person other than banks or financial institution have been applied for the purposes for which they were obtained.
- d. According to the information and explanations given to us, the company has not raised short term loans. Therefore, the reporting under clause 3(ix)(d) of the Order is not applicable to the Company.
- e. According to the information and explanations given to us and on an overall examination of the financial statements of the Company, do not have subsidiaries, associates or joint ventures. Accordingly, the reporting under clause 3(ix)(e) of the Order is not applicable to the Company.
- f. According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x.

- a. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.
 - b. The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- xi.
 - a. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.
 - b. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, was not required to be filed. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
 - c. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements under note no 25 as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.
- xiv.
 - a. In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.
 - b. The reports of the Internal Auditor for the period under audit have been considered by us.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company.

- xvi.
- a. The Company is required to and has been registered under Section 45-IA of the Reserve Bank of India Act, 1934.
 - b. The Company has conducted non-banking financial activities during the year and the Company holds a valid Certificate of Registration from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
 - c. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
 - d. Based on the information and explanations provided by the management of the Company, the Group does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause (xviii) is not applicable.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.
- xx. In our opinion and according to information and explanation given to us, corporate social responsibility as per section 135(5) of Companies Act,2013 is not applicable. Accordingly, the reporting under clause 3(xx)(a) and (b) of the Order is not applicable to the Company.

- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report

For Ambavat Jain & Associates LLP

Chartered Accountants

Firm's Registration No: 109681W

Sd/-

Ashish J Jain

Partner

Membership No:

UDIN: 24111829BKCBWQ9909

Place: Mumbai

Date: 18/06/2024

Annexure B to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Enbee Trade and Finance Limited on the standalone financial statements for the year ended 31st March, 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 Enbee Trade and Finance Limited ("the Company") as of 31st March, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 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 Ambavat Jain & Associates LLP

Chartered Accountants

Firm's Registration No: 109681W

Sd/-

Ashish J Jain

Partner

Membership No:

UDIN: 24111829BKCBWQ9909

Place: Mumbai

Date: 18/06/2024

ENBEE TRADE AND FINANCE LIMITED				
CIN No: L50100MH1985PLC036945				
B4/C5, Gods Gift Chs Ltd, N M Joshi Marg, Lower Parel, Mumbai - 400013				
Statement of Assets and Liabilities				
(Currency: INR in Lakhs)				
Particulars	Note	As at March 31,2024	As at March 31,2023	As at March 31,2021
ASSETS				
FINANCIAL ASSETS				
Cash and cash equivalents	2	1.23	3.26	3.49
Loans	3	6,124.50	3,565.06	965.53
Other Financial assets	4	15.51	18.88	1.72
		6,141.24	3,587.20	970.74
NON-FINANCIAL ASSETS				
Deferred tax Assets (Net)	5	128.12	42.85	39.45
Property, Plant and Equipment	6	151.44	62.49	4.46
		279.56	105.34	43.91
TOTAL ASSETS		6,420.80	3,692.54	1,014.65
LIABILITIES AND EQUITY				
A. LIABILITIES				
FINANCIAL LIABILITIES				
Borrowings (Other than Debt Securities)	7	3,131.02	2,490.00	-
Other financial liabilities	8	52.06	65.37	30.60
		3,183.08	2,555.37	30.60
NON-FINANCIAL LIABILITIES				
Current tax liabilities (Net)				
Current tax liabilities (Net)	9	105.43	11.24	8.83
Provisions	10	28.27	27.75	13.24
Other Non-financial liabilities	11	66.32	58.20	23.49
		200.02	97.19	45.56
B. EQUITY				
Equity Share capital	12	1,432.39	160.01	160.01
Other Equity		1,605.31	879.97	778.47
		3,037.70	1,039.98	938.48
TOTAL LIABILITIES AND EQUITY		6,420.80	3,692.54	1,014.65
Significant accounting policies	1			
The accompanying Notes are an integral part of the restated financial statements				
As per our report of even date attached				
For Ambavat Jain & Associates LLP		For and on behalf of the Board of Directors of		
Chartered Accountants		Enbee Trade and Finance Limited		
Firm's Registration No.: 109681W				
Ashish J Jain		Amarr Narendra Galla		
Partner		Managing Director DIN:07138963		
Membership No:111829		Mumbai: 18/06/2024		
Mumbai: 18/06/2024		Mehul Narendra Gala		
UDIN :24111829BKCBWQ9909		Chief Financial Officer		
		Mumbai: 18/06/2024		

ENBEE TRADE AND FINANCE LIMITED

CIN No: L50100MH1985PLC036945

B4/C5, Gods Gift Chs Ltd, N M Joshi Marg, Lower Parel, Mumbai - 400013

Statement of Profit and Loss

(Currency: INR in Lakhs)

Particulars	Note	Year Ended March 31, 2024	Year Ended March 31, 2023	Year Ended March 31, 2021
A. REVENUE FROM OPERATION				
Interest Income	13	1,025.30	486.72	195.39
Total Revenue from operations		1,025.30	486.72	195.39
B. OTHER INCOME	14	0.22	-	0.23
Total Revenue		1,025.52	486.72	195.62
EXPENSES:				
Employee Benefits Expense	15	229.00	214.67	105.72
Finance Cost	16	174.22	138.20	3.17
Impairment of Financial Instrument (Expected Credit Loss)		278.41	78.86	70.28
Depreciation, Amortisation, Impairment	6	74.20	6.17	4.43
Other Expenses	17	58.02	30.89	15.80
Total Expenses		813.85	468.79	199.40
Profit before Extra Ordinary Items		211.67	17.93	(3.78)
Extra Ordinary Items		-	-	-
Profit before Tax		211.67	17.93	(3.78)
Less: Tax Expense:				
Current Tax	18	108.52	14.10	20.00
(Excess)/Short Provision for earlier period		34.01	(1.50)	-
Deferred Tax	18	(86.63)	(8.67)	(20.70)
Less: Tax Expense:		55.90	3.93	(0.70)
Less: Share of profit / (Loss) of associates				
Profit for the Year		155.77	14.00	(3.08)
Other comprehensive income:				
(a) Items that will not be reclassified to profit or loss				
Remeasurement of defined benefit plan		5.38	0.98	-
Income tax relating to above item that will not be reclassified to profit or loss		(1.35)	(0.25)	-
(b) Items that will be reclassified to profit or loss		-	-	-
Total Comprehensive Income for the year Net of Tax		159.79	14.73	(3.08)
Earning per Equity Share [EPS]	19			
Basic		1.39	0.87	(0.19)
Diluted		1.39	0.87	(0.19)

Significant accounting policies

1

The accompanying Notes are an integral part of the restated financial statements

As per our report of even date attached

For Ambavat Jain & Associates LLP

Chartered Accountants

Firm's Registration No.: 109681W

Ashish J Jain

Partner

Membership No:111829

Mumbai: 18/06/2024

UDIN :24111829BKCBWQ9909

**For and on behalf of the Board of
Directors of**

Enbee Trade and Finance Limited

Amarr Narendra Galla

Managing Director DIN:07138963

Mumbai: 18/06/2024

Mehul Narendra Gala

Chief Financial Officer

Mumbai: 18/06/2024

ENBEE TRADE AND FINANCE LIMITED
CIN No: L50100MH1985PLC036945
B4/C5, Gods Gift Chs Ltd, N M Joshi Marg, Lower Parel, Mumbai - 400013

Statement of Cash Flow

(Currency: INR in Lakhs)

	Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 31 March 2021
A	Cash flow from operating activities			
	Net Profit before Taxation	211.67	17.93	(3.78)
	Adjustments for: Add / (Less)			
	Depreciation Expense	74.20	6.17	4.43
	Interest on Income tax refund			
	Interest on Financial Instruments	0.22	40.13	0.23
	Finance Cost	2.54	2.18	3.17
	Impairment Provision per ECL	278.41	(78.86)	70.28
		567.04	(12.45)	74.33
	Operating Profit Before Working Capital Changes			
	Adjustments for:			
	Cash flow from borrowings & other Financial Liabilities	641.02	1,425.00	-
	(Increase)/ Decrease in Short term Loans and Advances			-
	(Increase)/ Decrease in Loans and Advances	(2,834.47)	(1,352.45)	(89.25)
	Increase/ (Decrease) in Current Liabilities	(8.75)	63.70	19.65
	Cash Generated from Operations	(1,635.16)	123.79	4.73
	Less: Direct Taxes (Net)	(40.01)	(56.29)	2.99
	Net Cash from Operating Activities	(1,675.17)	67.50	1.74
B	Cash Flow from Investing Activities:			
	Interest on Income tax refund			
	Purchase of Fixed Assets / Recognition of ROU Asset	(164.80)	(68.61)	(0.02)
	Net Cash Flow from Investing Activities (B)	(164.80)	(68.61)	(0.02)
C	Cash Flow from Financial Activities:			
	Increase in Share Capital	1,908.58	-	-
	Share Issue Exp	(70.63)	-	-
	Net Cash Flow from Financing Activities (C)	1,837.94	-	-
	Net increase in cash and cash equivalents (A+B+C)	(2.03)	(1.10)	1.72
	Opening Balance of Cash & Cash Equivalents	3.26	4.36	1.77
	Closing Balance of Cash & Cash Equivalents	1.23	3.26	3.49
	Net Inflow	(2.03)	(1.10)	1.72

Note:

The above Cash Flow Statement has been prepared under the 'Indirect method' as set out in the Ind AS - 7 Statement of Cash Flow.

As per our report of even date attached

For Ambavat Jain & Associates LLP

Chartered Accountants

Firm's Registration No.: 109681W

Ashish J Jain

Partner

Membership No:111829

Mumbai: 18/06/2024

UDIN : 24111829BKCBWQ9909

**For and on behalf of the Board of Directors of
Enbee Trade and Finance Limited**

Amarr Narendra Galla

Managing Director DIN:07138963

Mumbai: 18/06/2024

Mehul Narendra Gala

Chief Financial Officer

Mumbai: 18/06/2024

Statement of Changes in Equity

(Currency: INR in Lakhs)

A. Equity Share Capital					
Particulars	Number	Rs.			
Issued subscribed and fully paid up					
Balance as at 1st April 2020	16,00,050	160.01			
Changes during the year	-	-			
Balance as at 31st March 2021	16,00,050	160.01			
Balance as at 1st April 2021	16,00,050	160.01			
Changes during the year	-	-			
Balance as at 31st March 2022	16,00,050	160.01			
Balance as at 1st April 2022	16,00,050	160.01			
Changes during the year	-	-			
Balance as at 31st March 2023	16,00,050	160.01			
Balance as at 1st April 2023	16,00,050	160.01			
Changes during the year	1,27,23,889	1,272.39			
Balance as at 31st March 2024	1,43,23,939	1,432.39			
B. Other Equity					
Particulars	Reserves & Surplus				Total Reserve
	Securities premium	Statutory Reserve	Retained Earnings	Total	
	I	II	III	I+II+III	
Balance at April 01, 2023	542.02	68.38	269.57	879.98	879.98
Profit For the year	636.19		159.79	795.98	795.98
Share Issue exepense			(70.63)	(70.63)	(70.63)
Total Comprehensive Income	1,178.21	68.38	358.72	1,605.25	1,605.25
Transfer to Reserve Fund U/S 45-IC (1) Of Reserve Bank Of India Act, 1934		31.96	(31.96)	-	-
Balance at March 31, 2024	1,178.21	100.34	326.77	1,605.25	1,605.25
Balance as at April 01, 2022	542.02	63.38	259.92	865.32	865.32
Profit For the year	-	-	14.73	14.73	14.73
IND AS Adjustment			-	-	-
Total Comprehensive Income	542.02	63.38	274.57	879.98	879.98
Transfer to Reserve Fund U/S 45-IC (1) Of Reserve Bank Of India Act, 1934		5.00	(5.00)		
Balance at March 31, 2023	542.02	68.38	269.57	879.98	879.98
Balance as at April 01, 2021	542.02	46.01	190.44	778.47	778.47
Profit For the year	-	-	86.85	86.85	86.85
Total Comprehensive Income	542.02	46.01	277.29	865.32	865.32
Transfer to Reserve Fund U/S 45-IC (1) Of Reserve Bank Of India Act, 1934		17.37	(17.37)	-	-
Balance at March 31, 2022	542.02	63.38	259.92	865.32	865.32
Balance as at April 01, 2020	542.02	46.01	193.52	781.55	781.55
Profit For the year	-	-	(3.08)	(3.08)	(3.08)
Total Comprehensive Income	542.02	46.01	190.44	778.47	778.47
Transfer to Reserve Fund U/S 45-IC (1) Of Reserve Bank Of India Act, 1934		-	-	-	-
Balance at March 31, 2021	542.02	46.01	190.44	778.47	778.47
<p>Note:- As per Section 45-IC of Reserve Bank of India Act, 1934 every non-banking financial company shall create a reserve fund and transfer therein a sum not less than twenty per cent of its net profit every year as disclosed in the Statement of profit and d before any dividend is declared. No appropriation of any sum from the reserve fund shall be made by the non-banking financial company except for the purpose as may be specified by the Reserve Bank of India from time to time and every such appropriation shall be reported to the Reserve Bank of India within twenty-one days from the date of such withdrawal. The said amount has been transferred at the end of the Financial Year.</p>					
As per our report of even date attached			For and on behalf of the Board of Directors of		
For Ambavat Jain & Associates LLP Chartered Accountants Firm's Registration No.: 109681W			Enbee Trade and Finance Limited		
Ashish J Jain Partner Membership No:111829 Mumbai: 18/06/2024 UDIN : 24111829BKCWBQ9909			Amarr Narendra Galla Managing Director Mumbai: 18/06/2024		
			Mehul Narendra Gala Chief Financial Officer Membership No:111829 Mumbai: 18/06/2024		

ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS

(Currency: INR in Lakhs)

Note No	Particulars	As at March 31, 2024	As at March 31, 2023	As at March 31, 2021
2	<u>Cash & Cash Equivalent</u>			
	Cash on hand	0.82	0.85	0.50
	Balances with banks: In Current Account	0.41	2.41	2.99
		1.23	3.26	3.49
3	<u>Loans</u>			
	Loans Repayable on Demand			
	Term Loans(Unsecured)(at amortised cost)	6,236.55	3,549.50	1,067.25
	Accrued Interest	330.49	179.70	40.32
	Gross Loans	6,567.04	3,729.20	1,107.57
	Less: Provision for Expected Credit Loss	442.54	164.14	142.04
	Stage 1	417.16	49.18	8.40
	Stage 2	25.38	-	16.58
	Stage 3	-	114.96	117.06
	Net Loans	6,124.50	3,565.06	965.53
3. a	<u>Unsecured loan (Gross)</u>	6,567.04	3,729.20	1,107.57
	Less : Impairment loss Allowance	442.54	164.14	142.04
	Stage 1	417.16	49.18	8.40
	Stage 2	25.38	-	16.58
	Stage 3	-	114.96	117.06
	Net Total	6,124.50	3,565.06	965.53
3. b	<u>Loans in India</u>			
	Public Sector	-	-	-
	Others (Individuals)	6,567.04	3,729.20	1,107.57
	Total Gross	6,567.04	3,729.20	1,107.57
	Less : Impairment loss Allowance	442.54	164.14	142.04
	Stage 1	417.16	49.18	8.40
	Stage 2	25.38	-	16.58
	Stage 3	-	114.96	117.06
	Total (net)	6,124.50	3,565.06	965.53
	Loans Outside India	-	-	-
	Total (net)	6,124.50	3,565.06	965.53
	During the current and prior reporting periods, there was no change in the business model under which the company holds financial assets, therefore, no reclassifications made. Loans Given to related parties as on March 31, 2024 is Rs. NIL (as on March 31, 2023 is Rs.NIL)			
	The Company has not granted any loans or advances to promoters, directors, KMPs and the related parties that are repayable on demand or without specifying any terms or period of repayment.			
4	<u>Other Financial assets</u>			
	Security deposits - unsecured; considered good	15.51	18.88	1.72
		15.51	18.88	1.72
5	<u>Deferred Tax Asset (Net)</u>			
	Temporary Differences Attributable to:			
	Property,Plant and Equipments, ROU and Lease Liability	9.14	4.02	0.15
	Expected Credit Loss on Loan Assets	111.38		
	Others	7.60	38.83	35.97
	Deferred Tax Asset / (Liability) - Net	128.12	42.85	36.12

7	<u>Borrowings (other than debt securities) - at amortised cost</u>	As at March 31, 2024	As at March 31, 2023	As at March 31, 2021	
	<u>Unsecured</u>				
	from related parties	2,971.85	2,470.00	-	
	from others		20.00	-	
	Total	2,971.85	2,490.00	-	
	<u>Secured</u>				
	from related parties	-		-	
	from others	159.17		-	
	Total	159.17	2,490.00	-	
	Borrowings in India	3,131.02	2,490.00	-	
	Borrowings outside India	-	-	-	
	Total	3,131.02	2,490.00	-	
	Terms and Conditions of loans :				
	UNSECURED- tenure 60 months and renewable on mutual consent SECURED- Loan of HDFC Bank is secured against vehicle having tenure of 48 months Loan from mercedes Benz Fiancial services pvt ltd is secured against vehicle having tenure of 60 Months				
Rate of interest :					
UNSECURED- 9% SECURED- HDFC- 8.4% AND Mercedes Benz Fiancial services pvt ltd- 9.87%					
8	<u>Other financial liabilities</u>				
	Interest accrued and due	16.70	22.13	-	
	Provision for Expenses	31.12	34.34		
	Lease Liability	4.24	8.90	3.54	
	Total	52.06	65.37	3.54	
Operating leases:					
In accordance with the Ind AS 116 on "Leases", the following disclosures in respect of operating leases are made:					
The Company has acquired its office premises on operating lease basis for periods ranging from 1 year to 5 years.					
The Company has recognised lease liabilities and right to use assets as follows:					
Particulars		As at March 31, 2024	As at March 31, 2023	As at March 31, 2021	
I. Lease liabilities					
Opening balance		-	(0.03)		
Add: Lease liabilities recognised during the year		-	13.94		
Less: Lease liabilities written off during the year		-	0.00		
Add: Interest accrued on lease liabilities		2.54	2.19		
Less: Lease payments		(6.78)	(7.20)		
Closing balance of lease liabilities		(4.24)	8.90	-	
II. Right of use assets (RoU assets)					
Opening balance		9.29	-	8.78	
Add: RoU assets recognised during the year		-	13.94	-	
Less: RoU assets written off during the year		-	-	-	
Less: Depreciation on RoU assets		(4.65)	(4.65)	(4.39)	
Closing balance of RoU assets		4.64	9.29	4.39	
Amount recognised in statement of profit or loss					
Particulars		As at March 31, 2024	As at March 31, 2023	As at March 31, 2021	
Interest on lease liabilities charged to finance cost		2.54	2.18	3.17	
Depreciation charge for the period on RoU assets		4.65	4.65	-	
Expense relating to short-term leases		-	-	-	
Total		7.19	6.83	7.56	
9	<u>Current Tax Liabilities (Net)</u>				
	Provision for income tax (Net of advance tax)	105.43	11.24	8.83	
	Total	105.43	11.24	8.83	
10	<u>Provisions</u>				
	See accounting policy in note no 3.8 Provision for Expenses (including employee benefits)	28.27	27.75	13.24	
	Total	28.27	27.75	13.24	
11	<u>Other Non-Financial Liabilities</u>				
	Statutory dues	66.32	58.20	23.49	
	Total	66.32	58.20	23.49	

ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS

6 Property, Plant & Equipment and ROU Assets

The changes in the carrying value of property, plant and equipment & intangible assets for the year ended March 31, 2024 are as follows: (Currency: INR in Lakhs)

Particulars	Gross Carrying Amount				Accumulated Depreciation and amortization				Net Carrying Amount	
	As on 01.04.23	Additions	Deductions	As on 31.03.24	Upto 01.04.23	Addition	Deductions	Upto 31.03.24	As on 31.03.24	As on 31.03.23
Tangible Assets										
Computer	1.16			1.16	1.10	0.06		1.16	-	0.06
Vehicle	54.66	164.80		219.46	1.52	69.49		71.01	146.80	53.14
A. Net Carrying Amount	55.82	164.80	-	220.62	2.62	69.55		72.17	146.80	53.14
ROU Assets										
Premises on Operating Lease	27.29	-	-	27.29	18.00	4.65		22.65	4.64	9.29
B. Net Carrying Amount	27.29	-	-	27.29	18.00	4.65		22.65	4.64	9.29
	83.11	164.80	-	247.91	20.62	74.20	-	94.82	151.44	62.43

The changes in the carrying value of property, plant and equipment & intangible assets for the year ended March 31, 2023 are as follows: (Currency: INR in Lakhs)

Particulars	Gross Carrying Amount				Accumulated Depreciation and amortization				Net Carrying Amount	
	As on 01.04.22	Additions	Deductions	As on 31.03.23	Upto 01.04.22	Addition	Deductions	Upto 31.03.23	As on 31.03.23	As on 31.03.22
Tangible Assets										
Computer	1.16			1.16	1.10	-	-	1.10	0.06	0.06
Vehicle	-	54.66	-	54.66	-	1.52	-	1.52	53.14	-
A. Net Carrying Amount	1.16	54.66	-	55.82	1.10	1.52	-	2.62	53.20	0.06
ROU Assets										
Premises on Operating Lease	13.35	13.94	-	27.29	13.35	4.65	-	18.00	9.29	-
B. Net Carrying Amount	13.35	13.94	-	27.29	13.35	4.65	-	18.00	9.29	-
	14.51	68.60	-	83.11	14.45	6.17	-	20.62	62.49	0.06

The changes in the carrying value of property, plant and equipment & intangible assets for the year ended March 31, 2021 are as follows: (Currency: INR in Lakhs)

Particulars	Gross Carrying Amount				Accumulated Depreciation and amortization				Net Carrying Amount	
	As on 01.04.20	Additions	Deductions	As on 31.03.21	Upto 01.04.20	Addition	Deductions	Upto 31.03.21	As on 31.03.21	As on 31.03.20
Tangible Assets										
Computer	1.16			1.16	1.05	0.04	-	1.09	0.07	0.11
A. Net Carrying Amount	1.16	-	-	1.16	1.05	0.04	-	1.09	0.07	0.11
ROU Assets										
Premises on Operating Lease	13.35			13.35	4.57	4.39		8.96	4.39	8.78
B. Net Carrying Amount	13.35	-	-	13.35	4.57	4.39	-	8.96	4.39	8.78
	14.51	-	-	14.51	5.62	4.43	-	10.05	4.46	8.89

Notes:

- The Company has not revalued any of its property, plant and equipment & intangible assets during the current and previous financial year.

ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS

12 SHARE CAPITAL

Particulars	As at March 31, 2024		As at March 31, 2023		As at March 31, 2021	
	Number	Rs. In Lakhs	Number	Rs. In Lakhs	Number	Rs. In Lakhs
Authorised Capital 34,00,000 Equity Shares of Rs. 10 each (Previous year 20,00,000 Shares of Rs. 10 each)	3,40,00,000.00	3,400.00	20,00,000.00	200.00	20,00,000.00	200.00
	3,40,00,000.00	3,400.00	20,00,000.00	200.00	20,00,000.00	200.00
Issued, Subscribed and Paid up Capital 1,43,23,939 Equity Shares of Rs. 10 each (Previous Year 16,00,050 Shares of Rs.10 each, fully paid up)	1,43,23,939.00	1,432.39	16,00,050.00	160.01	16,00,050.00	160.01
	1,43,23,939.00	1,432.39	16,00,050.00	160.01	16,00,050.00	160.01

12.1 Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

Particulars	As at March 31, 2024		As at March 31, 2023		As at March 31, 2021	
	Number	Rs. In Lakhs	Number	Rs. In Lakhs	Number	Rs. In Lakhs
Equity shares						
At the beginning of year	16,00,050	160.01	16,00,050	160.01	16,00,050	160.01
Shares Issued during the year	1,27,23,889	1,272.39	-	-	-	-
Shares bought back during the year	-	-	-	-	-	-
At the end of the year	1,43,23,939	1,432.39	16,00,050	160.01	16,00,050	160.01

12.2 Details of shareholders holding more than 5% Equity shares in the company

Particulars	As at March 31, 2024		As at March 31, 2023		As at March 31, 2021	
	No. of Shares held	% shareholding	No. of Shares held	% shareholding	No. of Shares held	% shareholding
Equity shares held by						
Mr. Amar Narendra Gala	35,18,486	24.56%	2,85,166	17.82%	2,85,166	17.82%

As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

12.3 There are no shares issued or reserved for issue under options and contracts or commitments for the sale of shares or disinvestment during the period of five years immediately preceding the Balance Sheet date. There are no shares allotted without the payment being received in cash during the period of five years immediately preceding the Balance Sheet date.

12.4 During the last five years there were no Bonus Shares were issued.

12.5 Details of shareholding of promoters are given below:

As at 31 March 2024

Shares held by promoters at the end of the year	No. of shares	% of total shares	% Change during the year
Promoter name			
BHARAT THAKARSHI NAMANIA	-	0.00	17.82
BHARAT THAKARSHI MANIA HUF	-	0.00	3.12
REKHA BHARAT MAMANIA	-	0.00	0.31
BHARATHI NARENDRA GALA	1,03,441.00	0.72	0.84
NEEL BHARAT MAMANIA	-	0.00	0.62
SSAMTA AMAR GAALA	13,93,012.00	9.73	(9.41)
AMARR NARENDRA GALLA	35,18,486.00	24.56	(24.25)
NARENDRA BHAVANJI GALA	10,000.00	0.07	0.24
AMAR NARENDRA GALA HUF	1,23,850.00	0.86	(0.55)
NARENDRA BHAVANJI GALA HUF	-	0.00	0.31
NEHA MEHUL GALA	-	0.00	0.31
MEHUL NARENDRA GALA	70,000.00	0.49	0.14
MEHUL NARENDRA GALA HUF	-	0.00	1.25
Total	52,18,789.00	36.43	(9.24)

As at 31 March 2023			
Shares held by promoters at the end of the year	No. of shares	% of total shares	% Change during the year
Promoter name			
AMAR NARENDRA GALA	2,85,166.00	17.82	-
SAMTA AMAR GALA	50,000.00	3.12	-
NEHA MEHUL GALA	5,000.00	0.31	-
BHARAT THAKARSHI MAMANIA	25,000.00	1.56	-
NARENDRA BHAVANJI GALA	10,000.00	0.62	-
MEHUL NARENDRA GALA	5,000.00	0.31	-
MEHUL NARENDRA GALA HUF	5,000.00	0.31	-
NEEL BHARAT MAMANIA	5,000.00	0.31	-
AMAR NARENDRA GALA HUF	5,000.00	0.31	-
REKHA BHARAT MAMANIA	5,000.00	0.31	-
BHARAT THAKARSHI MAMANIA HUF	5,000.00	0.31	-
NARENDRA BHAVANJI GALA HUF	10,000.00	0.62	-
BHARATHI NARENDRA GALA	20,000.00	1.25	-
Total	4,35,166.00	27.20	
As at 31 March 2021			
Shares held by promoters at the end of the year	No. of shares	% of total shares	% Change during the year
Promoter name			
AMAR NARENDRA GALA	285166.00	17.82	-
SAMTA AMAR GALA	50000.00	3.12	-
NEHA MEHUL GALA	5000.00	0.31	-
BHARAT THAKARSHI MAMANIA	25000.00	1.56	-
NARENDRA BHAVANJI GALA	10000.00	0.62	-
MEHUL NARENDRA GALA	5000.00	0.31	-
MEHUL NARENDRA GALA HUF	5000.00	0.31	-
NEEL BHARAT MAMANIA	5000.00	0.31	-
AMAR NARENDRA GALA HUF	5000.00	0.31	-
REKHA BHARAT MAMANIA	5000.00	0.31	-
BHARAT THAKARSHI MAMANIA HUF	5000.00	0.31	-
NARENDRA BHAVANJI GALA HUF	10000.00	0.62	-
BHARATHI NARENDRA GALA	20000.00	1.25	-
Total	4,35,166.00	27.20	-
12.6 Terms and rights attached to equity shares			
The company has only one class of Equity having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. 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, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.			
The Company has not allotted any shares pursuant to contracts without payment being received in cash or as bonus shares nor has it bought back any shares during the preceding period of five financial years.			
13 Other equity			
Particulars	As at March 31, 2024	As at March 31, 2023	As at March 31, 2021
(a) Statutory Reserve pursuant to Section 45-IC of the RBI Act, 1934	100.34	68.38	46.01
(b) Securities Premium Account	1,178.21	542.02	542.02
(c) Retained Earnings	326.77	269.57	190.44
Total	1,605.30	879.97	778.47
13.1 Nature of reserves			
Securities premium reserve: Securities premium reserve is credited when shares are issued at premium. It can be used to issue bonus shares, to provide for premium on redemption of redeemable preference shares or debentures, write-off of expenses on issue of equity shares, etc.			
Statutory reserve: It has been created in terms of Section 45-IC (1) of the Reserve Bank of India Act, 1931 ("RBI Act") and the Company transfers at least 20% of its net profits every year to this reserve before any dividend is declared.			
Retained earnings: Retained earnings are the profits that the Company has earned till date, less any transfers to statutory reserve and dividends paid to investors.			

ENBEE TRADE AND FINANCE LIMITED				
NOTES TO FINANCIAL STATEMENTS				
(Currency: INR in Lakhs)				
Note No.	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2021
14	Interest Income on Financial Assets measured at Amortised cost			
	Interest Income on Loans	1,025.30	486.72	195.39
		1,025.30	486.72	195.39
15	Other Income			
	Finance Income	0.22	-	0.23
		0.22	-	0.23
16	Employee Benefit Expenses			
	Salaries and wages	229.00	214.67	105.72
		229.00	214.67	105.72
17	Finance Costs			
	On Financial liabilities measured at amortised cost			
	Interest on Borrowing (other than debt securities)	171.68	136.02	-
	Finance Cost on Leases	2.54	2.18	3.17
		174.22	138.20	3.17
18	Other Expenses			
	Auditors Remuneration			
	- For Audit	3.60	3.60	3.00
	- Other Services	6.55	-	-
	Commission	-	-	-
	Advertisement	-	-	-
	Electricity Expenses	1.17	0.88	0.14
	Advertisement	-	-	-
	Business consultancy fees	-	-	-
	Legal & Professional Fees	12.26	6.29	4.18
	Rent Paid	-	-	-
	Rent- Ind AS - Lease Deposit	-	-	-
	Printing & Stationery	-	-	0.06
	Rates & Taxes and License Fees	5.09	7.00	4.68
	Renewal Fees	-	-	-
	Renewal Fees	-	-	0.03
	ROC Expenses	25.96	3.50	0.06
	Staff Welfare	-	-	-
	Penalties	-	8.62	3.55
	Other Miscellaneous Expenditure	3.40	1.00	0.10
		58.02	30.89	15.80
19	Schedule of Taxes			
	Current Tax	108.52	14.10	20.00
	Deferred tax	(86.63)	(8.67)	(20.70)
	Tax of Earlier year	34.01	(1.50)	-
		55.90	3.93	(0.70)

ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS

20 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders after adjusting for effects of all dilutive potential shares for the convertible preference shares by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential shares into Equity shares.

PARTICULAR	Units	For the year ended March 31, 2024	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2021
Restated Profit after tax	₹ in lakhs	155.77	14.00	90.00	(3.08)
Less: Dividend on preference shares and attributable tax thereon	₹ in lakhs	-	-	-	-
Restated Profit after tax for basic EPS	₹ in lakhs	155.77	14.00	90.00	(3.08)
Weighted average number of equity shares for calculating basic earnings per share	Numbers	11240125.39	16,00,050.00	16,00,050.00	16,00,050.00
Face value of equity shares	₹	10.00	10.00	10.00	10.00
Basic earnings per share	₹	1.39	0.87	5.62	-0.19
Restated Profit after tax for diluted EPS	₹ in lakhs	155.77	14.00	90.00	(3.08)
Weighted average number of equity shares for calculating diluted earnings per share	Numbers	11240125.4	16,00,050	16,00,050	16,00,050
Face value of equity shares	₹	10	10	10	10
Diluted earnings per share	₹	1.39	0.87	5.62	(0.19)

ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS

21 Maturity analysis of assets and liabilities (Currency: INR in Lakhs)			
	As at March 31, 2024		Total
	Within 12 Months	After 12 Months	
Assets			
Cash and cash equivalents	1.23	-	1.23
Loans	6124.5	-	6,124.50
Other Financial assets	-	15.51	15.51
Property, Plant and Equipment	-	151.44	151.44
Deferred tax Assets (Net)	-	128.12	128.12
Total Assets	6,125.73	295.07	6,420.80
Liabilities			
Borrowings (Other than Debt Securities)	-	3,131.02	3,131.02
Other financial liabilities	52.06	-	52.06
Other Non-financial liabilities	66.32	-	66.32
Provisions	28.27	-	28.27
Current tax liabilities (Net)	105.43	-	105.43
Total Liabilities	252.08	3,131.02	3,383.10
	5,873.65	-2,835.95	3,037.70
	As at March 31, 2023		Total
	Within 12 Months	After 12 Months	
Assets			
Cash and cash equivalents	3.26	-	3.26
Loans	3565.06	-	3,565.06
Other Financial assets	-	18.88	18.88
Deferred tax Assets (Net)	-	42.85	42.85
Property, Plant and Equipment	-	62.49	62.49
Total Assets	3,568.32	124.22	3,692.54
Liabilities			
Borrowings (Other than Debt Securities)	-	2,490.00	2,490.00
Other financial liabilities	22.13	8.90	31.03
Other Non-financial liabilities	58.20	-	58.20
Current tax liabilities (Net)	11.24	-	11.24
Provisions	-	27.75	27.75
Total Liabilities	91.57	2,526.65	2,618.22
	3,476.75	-2,402.42	1,074.33
	As at March 31, 2021		Total
	Within 12 Months	After 12 Months	
Assets			
Cash and cash equivalents	3.49	-	3.49
Loans	965.53	-	965.53
Other Financial assets	-	1.72	1.72
Deferred tax Assets (Net)	-	39.45	39.45
Property, Plant and Equipment	-	4.46	4.46
Total Assets	969.02	45.63	1,014.65
Liabilities			
Borrowings (Other than Debt Securities)	-	-	-
Other financial liabilities	3.54	-	3.54
Other Non-financial liabilities	23.49	-	23.49
Current tax liabilities (Net)	8.83	-	8.83
Provisions	13.24	-	13.24
Total Liabilities	49.10	-	49.10
	919.92	45.63	965.55

ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS

(Currency: INR in Lakhs)

22 Financial Instruments

A) Accounting classification and fair values

Carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair

Carried at Amortised Cost

Financial Assets	As on March 31, 2024	As on March 31, 2023	As on March 31, 2021
Loans	6,124.50	3,565.06	965.53
Other Financial assets	15.51	18.88	1.72
Cash and cash equivalents	1.23	3.26	3.49
	6,141.24	3,587.20	970.74
Financial liabilities			
Borrowings	3,131.02	2,490.00	-
Other financial liabilities	52.06	65.37	30.60
	3,183.08	2,555.37	30.60

For financial assets and financial liabilities that have a short-term maturity (less than twelve months), the

ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS

(Currency: INR in Lakhs)

22 Financial Instruments (continued)

B) Financial risk management

The Company has to manage various risks associated with the lending business. These risks include credit risk, liquidity risk and market risk.

i. Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company undertakes regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Board.

ii. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from :

a. Company's receivables from customers

b. Loan Portfolio

c. Cash and cash equivalents and other bank balances

a. Receivables:

The receivables from customers is NIL at present.

b. Loans

Composition

Particulars	Carrying amount		
	March 31, 2024	March 31, 2023	March 31, 2021
Loans to Related parties	-	-	-
Other Loans and Advances	6,124.50	3,565.06	965.53
Total	6,124.50	3,565.06	965.53

Expected credit losses are a probability-weighted estimate of credit losses (i.e. the present value of all cash shortfalls) over the expected life of the financial instrument. A cash shortfall is the difference between the cash flows that are due to an entity in accordance with the contract and the cash flows that the entity expects to receive. Because expected credit losses consider the amount and timing of payments, a credit loss arises even if the entity expects to be paid in full but later than when contractually due. The Company measures the expected credit loss of loans based on historical trend, industry practices and the business environment in which the entity operates.

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The key components of credit risk assessment are:

- Probability of Default ("PD"): represents the likelihood of default over a defined time horizon.
- Exposure at Default ("EAD"): represents how much the counter-party is likely to be borrowing at the time of default.
- Loss Given Default ("LGD"): represents the proportion of EAD that is likely to be lost post-default.
- The ECL is computed as a product of PD, LGD and EAD.

Definition and assessment of default

The Company considers the following as constituting an event of default:

- the borrower is past due more than 90 days on any material credit obligation to the Company; or
- the borrower is unlikely to pay its credit obligations to the Company in full.

When assessing if the borrower is unlikely to pay its credit obligation, the Company takes into account both qualitative and quantitative indicators. Quantitative indicator such as overdue status is key inputs in this analysis.

Quantitative indicators such as overdue status and non-payment on another obligation to the Company of the same counterparty are key inputs in this analysis.

Delinquency buckets have been considered as the primary basis for the staging of all loans with:

- 0-30 days past due loans classified as Stage 1
- 31-90 days past due loans classified as Stage 2 and
- Above 90 days past due loans classified as Stage 3

Along with delinquency buckets; the internally developed criteria's to analyse whether there is increase in credit risk or whether the asset is credit impaired are considered for staging of loans.

Grading**March 31, 2024**

Grade	Rating	Weighted-average loss rate	Gross Carrying amount	Impairment loss allowance
Low to Medium Risk	Unrated	6.62%	6,300.06	417.16
Significant increase in credit risk	Unrated	9.51%	266.98	25.38
Credit Impaired	Unrated	100.00%	0.00	0.00
Total			6,567.04	442.54

Grading**March 31, 2023**

Grade	Rating	Weighted-average loss rate	Gross Carrying amount	Impairment loss allowance
Low to Medium Risk	Unrated	1.36%	3,614.24	49.18
Significant increase in credit risk	Unrated	-	-	-
Credit Impaired	Unrated	100.00%	114.96	114.96
Total			3,729.20	164.14

March 31, 2021

Grade	Rating	Weighted-average loss rate	Gross Carrying amount	Impairment loss allowance
Low to Medium Risk	Unrated	1.25%	671.80	8.40
Significant increase in credit risk	Unrated	30.68%	435.56	133.64
Credit Impaired	Unrated	100.00%	-	-
Total			1,107.36	142.04

Impairment on financial instruments

The below table show impairment loss on financial instruments charge to statement of profit and loss based on

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 31 March 2021
On financial assets measured at amortised cost			
Loans	278.41	78.86	70.28
Trade receivables	-	-	-
Total	278.41	78.86	70.28

c. Cash and cash equivalents and other bank balances

The Company held cash in hand and bank balances in Current Account.

**ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS**

(Currency: INR in Lakhs)

23 Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Company has raised money by way of issuing Equity capital. This instrument, being Equity Capital do not require repayments.

The company conducts its business from own funds and do not depend on outside borrowed funds.

ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS

(Currency: INR in Lakhs)

24 Tax Reconciliation

The reconciliation of estimated income tax expense at tax rate to income tax expense reported in profit or loss is as follows:

Tax expense

(a) Amounts recognised in restated profit or loss

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31, 2021
Current Income Tax	108.52	14.10	20.00

(b) Reconciliation of effective tax rate

Particulars	For the Year ended March 31, 2024	For the Year ended March 31, 2023	For the Year ended March 31, 2021
Restated Profit before tax	211.67	17.93	9.46
Applicable tax Rate	25.17%	27.82%	27.80%
Tax using the Company's tax rate	53.28	4.99	2.63
Tax effect of:			
Effect of expenses/provisions not deductible in determining taxable profit	0.59	0.44	(3.33)
Effects of income not considered as taxable on compliance of condition			
Previous year tax expense	34.01	(1.50)	-
Effect of tax rate change on carried forward deferred tax	(5.72)	-	-
Allowances for which deferred tax not created in earlier years	(26.26)	-	-
Income tax expense recognised in restated profit and lo	55.90	3.93	(0.70)

ENBEE TRADE AND FINANCE LIMITED**NOTES TO FINANCIAL STATEMENTS**

(Currency: INR in Lakhs)

25 Related party disclosures

As per Ind AS 24 - "Related Party Disclosures", following disclosure are made:

The disclosure of related party transactions is presented on an aggregate basis for shareholders and companies controlled by shareholders, joint ventures and associates. In addition, there may be additional disclosures of certain significant transactions (balances and turnover) with certain related parties.

Details of related parties

Name of the related party	Relationship
JAYESH GULABBHAI PATEL	Director
AMARR NARENDRA GALLA	Director
SSAMTA AMAR GAALA	Director
AKASH SHAILESH GANGAR	Director
MEHUL NARENDRA GALA	Key Management Personnel
RUCHIKA KABRA	Key Management Personnel
BHARAT MAMANIA	Relative of Director
NEEL MAMANIA	Relative of Director
NEHA GALA	Relative of Director
REKHA MAMANIA	Relative of Director
BHAARTHI GALA	Relative of Director
AMAR NARENDRA GALA HUF	HUF of Director
NARENDRA GALA HUF	HUF of Director
MEHUL GALA HUF	HUF of Key Management Personnel

a) The nature and volume of transactions of the Company with the above related parties were as follows:			
Nature of transactions	Year Ended March 31,2024	Year Ended March 31,2023	Year Ended March 31,2021
Director's Remuneration			
AMARR NARENDRA GALLA	62.67	60.00	30.00
SSAMTA AMAR GAALA	26.12	24.00	12.00
Remuneration to Key Management Personnel			
MEHUL NARENDRA GALA	44.46	42.00	30.00
RUCHIKA KABRA	4.08	2.33	
ISHA GORAKSHA	0.00	-	2.10
Loan taken during the year			
AMARR NARENDRA GALLA	310.00	100.00	-
SSAMTA AMAR GAALA	695.28	675.00	-
MEHUL NARENDRA GALA	313.85	150.00	-
BHARAT MAMANIA	-	25.00	-
NEEL MAMANIA	64.93	75.00	-
NEHA GALA	133.85	150.00	-
REKHA MAMANIA	64.93	75.00	-
BHAARTHI GALA	604.02	350.00	-
AMAR NARENDRA GALA HUF	0.33	20.00	-
NARENDRA GALA HUF	-	30.00	-
MEHUL GALA HUF	25.33	20.00	-
Loan repaid during the year			
AMARR NARENDRA GALLA	0.00	265.00	-
MEHUL GALA HUF	2.50	-	-
MEHUL NARENDRA GALA	62.50	-	-
NEEL MAMANIA	28.00	-	-
NEHA GALA	62.50	-	-
REKHA MAMANIA	28.00	-	-
Loan Converted into Equity during the year			
AMARR NARENDRA GALLA	485.00	-	-
SSAMTA AMAR GAALA	446.93	-	-
MEHUL NARENDRA GALA	91.35	-	-
BHARAT MAMANIA	25.00	-	-
NEEL MAMANIA	48.93	-	-
NEHA GALA	91.35	-	-
REKHA MAMANIA	48.93	-	-
BHAARTHI GALA	224.02	-	-
AMAR NARENDRA GALA HUF	17.83	-	-
NARENDRA GALA HUF	30.00	-	-
MEHUL GALA HUF	17.83	-	-
Interest Paid During the year			
AMARR NARENDRA GALLA	53.70	96.25	-
SSAMTA AMAR GAALA	44.92	16.85	-
MEHUL NARENDRA GALA	12.14	4.85	-
BHARAT MAMANIA	0.52	0.89	-
NEEL MAMANIA	3.46	2.14	-
NEHA GALA	9.04	3.90	-
REKHA MAMANIA	3.46	1.84	-
BHAARTHI GALA	28.76	7.79	-
AMAR NARENDRA GALA HUF	0.59	0.34	-
NARENDRA GALA HUF	0.62	0.50	-
MEHUL GALA HUF	0.99	0.34	-
Rent paid			
AMARR NARENDRA GALLA	7.20	7.20	7.20

b) Balance outstanding at the end of the year			
Nature of transactions	As at March 31, 2024	As at March 31, 2023	As at March 31, 2021
Loan from Related party			
AMARR NARENDRA GALLA	725.00	900.00	-
SSAMTA AMAR GAALA	923.35	675.00	-
MEHUL NARENDRA GALA	310.00	150.00	-
BHARAT MAMANIA	-	25.00	-
NEEL MAMANIA	63.00	75.00	-
NEHA GALA	130.00	150.00	-
REKHA MAMANIA	63.00	75.00	-
BHAARTHI GALA	730.00	350.00	-
AMAR NARENDRA GALA HUF	2.50	20.00	-
NARENDRA GALA HUF	-	30.00	-
MEHUL GALA HUF	25.00	20.00	-
Rent payable			
AMARR NARENDRA GALLA	0	0.54	-
Remuneration Payable			
AMARR NARENDRA GALLA	5.51	-	1.75
SSAMTA AMAR GAALA	-	0.80	0.80
MEHUL NARENDRA GALA	1.33	1.62	1.75
RUCHIKA KABRA	0.30	0.28	-
ISHA GORAKSHA	-	-	0.30
Interest Payable			
AMARR NARENDRA GALLA	1.24	7.79	-
SSAMTA AMAR GAALA	6.35	5.84	-
MEHUL NARENDRA GALA	2.13	1.30	-
BHARAT MAMANIA	0.00	0.80	-
NEEL MAMANIA	0.43	0.65	-
NEHA GALA	0.89	1.30	-
REKHA MAMANIA	0.43	0.65	-
BHAARTHI GALA	5.02	3.03	-
AMAR NARENDRA GALA HUF	0.02	0.17	-
NARENDRA GALA HUF	0.00	0.26	-
MEHUL GALA HUF	0.17	0.17	-
Notes: 1. There were no guarantee given or security provided during the year to the related parties.			
2. All aforesaid transactions are in ordinary course of business and at arm's length basis.			

ENBEE TRADE AND FINANCE LIMITED
NOTES TO FINANCIAL STATEMENTS

(Currency: INR in Lakhs)

26 Disclosures pursuant to Reserve Bank of India Guidelines, to the extent applicable to the Company (continued)

Additional information as per Master Direction - Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 is given below:

A) Asset Classification

Particulars	Gross Carrying Amt
(i) Standard assets	3614.24
(ii) Sub-standard assets	114.96
(iii) Doubtful assets	0
(iv) Loss assets	0

B) Schedule to the Restaed Balance Sheet of a non-deposit taking Non-Banking Financial Company (as required by Master Direction - Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016)

<u>Liabilities side :</u>	As at 31 March 2024	As at 31 March 2023	As at 31 March 2021
1) Loans and advances availed by the non banking financial	-	-	-
<u>Asset side :</u>			
2) Break-up of loans and advances including bills receivables			
a) Secured			
b) Unsecured	6,124.50	3,565.06	965.53
3) Break up of leased assets and stock on hire and other	-	-	-
4) Break-up of Investments	-	-	-

5) Borrower group-wise classification of assets financed as

Category	As at 31 March 2024			As at 31 March 2023		
	Amount net of Provision			Amount net of Provision		
	Secured	Unsecured	Total	Secured	Unsecured	Total
1. Related Parties						
a) Subsidiaries	-	-	-	-	-	-
b) Companies in the same Group	-	-	-	-	-	-
c) Other Related Parties	-	-	-	-	-	-
2. Other than Related Parties	-	6,124.50	6,124.50		3,565.06	3,565.06

Category	As at 31 March 2021		
	Amount net of Provision		
	Secured	Unsecured	Total
1. Related Parties			
a) Subsidiaries	-	-	-
b) Companies in the same Group	-	-	-
c) Other Related Parties	-	-	-
2. Other than Related Parties	-	965.31	965.31

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

7) Other information

Particulars	As at 31 March 2024	As at 31 March 2023	As at 31 March 2021
	Amount	Amount	Amount
i) Gross non performing assets (NPAs)*			
a) Related parties			
b) Other than related parties	-	114.96	300.16
ii) Net non performing assets (NPAs)*			
a) Related parties			
b) Other than related parties	-	114.956	117.06
iii) Assets acquired in satisfaction of debt			

* NPAs presented above reflect credit impaired assets as per Ind AS which includes restructured assets classified as Stage 3.

Notes:

1. Provisioning norms shall be applicable as prescribed in Master Direction - Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016

2. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (4) above.

ENBEE TRADE AND FINANCE LIMITED
Notes to Restated Financial Statement

(Currency: INR in Lakhs)

27 Additional Disclosure pursuant to Reserve Bank of India notification DNBR (PD) CC.

a) Movement of Credit impaired loans under Ind-AS - None

b) Movement of impairment loss allowance for low credit risk loans and significant increase in credit risk loans

Particulars	As at 31 March 2024	As at 31 March 2023	As at 31 March 2021
Opening Balance	150.87	146.47	71.76
Net Additions/ (Reductions) during the year	6.17	4.40	70.28
Closing Balance	157.04	150.87	142.04

c) Sector-wise distribution of credit impaired loans - None

ENBEE TRADE AND FINANCE LIMITED
Notes to Financial Statement

(Currency: INR in Lakhs)

28 Disclosures pursuant to Reserve Bank of India Guidelines, to the extent applicable to the Company (continued)
Disclosure pursuant to Reserve Bank of India notification DOR (NBFC).CC.PD.No.109 /22.10.106/2019-20
dated 13 March 2020

As at 31 March 2024

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
Performing Assets						
Standard	Stage 1	6,567.04	442.54	6,124.50	16.42	426.12
	Stage 2					
Subtotal		6,567.04	442.54	6,124.50	16.42	426.12
Non-Performing Assets (NPA)						
Substandard	Stage 3	-	-	-	-	-
Doubtful - up to 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
Subtotal for doubtful		-	-	-	-	-
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		-	-	-	-	-
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		-	-	-	-	-
Total	Stage 1	6,567.04	442.54	6,124.50	16.42	426.12
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
	Total	6,567.04	442.54	6,124.50	16.42	426.12

As at 31 March 2023						
Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
Performing Assets						
Standard	Stage 1	3,614.24	49.18	3,565.06	9.04	40.15
	Stage 2	-	-	-	-	-
Subtotal		3,614.24	49.18	3,565.06	9.04	40.15
Non-Performing Assets (NPA)						
Substandard	Stage 3	114.96	114.96	-	22.99	91.96
Doubtful - up to 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
Subtotal for doubtful		-	-	-	-	-
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		114.96	114.96	-	22.99	91.96
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						
Total	Stage 1	3,614.24	49.18	3,565.06	9.04	40.15
	Stage 2	-	-	-	-	-
	Stage 3	114.96	114.96	-	22.99	91.96
	Total	3,729.20	164.14	3,565.06	32.03	132.11

As at 31 March 2021

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
Performing Assets						
Standard	Stage 1	671.80	8.40	663.40	1.68	6.72
	Stage 2	135.40	16.58	118.82	0.34	16.24
Subtotal		807.20	24.98	782.22	2.02	22.96
Non-Performing Assets (NPA)						
Substandard	Stage 3	300.16	117.06	183.09	30.02	87.05
Doubtful - up to 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	-	-	-	-	-
Subtotal for doubtful		300.16	117.06	183.09	30.02	87.05
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		300.16	117.06	183.09	30.02	87.05
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		-	-	-	-	-
Total	Stage 1	671.80	8.40	663.40	1.68	6.72
	Stage 2	135.40	16.58	118.82	0.34	16.24
	Stage 3	300.16	117.06	183.09	30.02	87.05
	Total	1,107.36	142.04	965.31	32.04	110.01

ENBEE TRADE AND FINANCE LIMITED
Notes to the financial statements (continued)

(Currency: INR in Lakhs)

29 Disclosures pursuant to Reserve Bank of India Guidelines, to the extent applicable to the Company

The Company has prepared financial statements for the year ended 31 March 2024, in accordance with Ind AS. Accordingly, the relevant disclosures are based on the carrying values as reflected in the financial statements prepared as per requirements of Ind AS.

29.1 Exposures

29.1.1 Exposure to real estate sector

Category	Current Year (2020-21)	Previous Year (2019-20)
Direct exposure		
(i) Residential mortgages -		
Lending fully secured by mortgages on residential	Nil	Nil
(ii) Commercial real estate -		
Lending secured by mortgages on commercial real estates	Nil	Nil
(iii) Investments in mortgage backed securities (MBS) and		
a. Residential mortgages -	Nil	Nil
b. Commercial real estate -	Nil	Nil
Total exposure to real estate sector [on limit basis or outstanding basis whichever is higher]	Nil	Nil

The Company does not have any direct / indirect exposure to real estate as the primary purpose of the loan is for education.

29.1.2 The Company does not have any capital market exposure.

29.1.3 Details of Financing of Parent Company Products

There is no financing during the current year.

29.1.4 The Company has not exceeded single borrower limit ("SGL") and nor has exceeded the group borrower limit ("GBL").

29.1.5 The Company has not given any loans against intangible securities.

29.2 The Company is not registered under any other regulator other than Reserve Bank of India and Securities and Exchange Board of India

29.3 During financial year under audit, no penalty has been levied by any regulator.

29.4 Disclosures pursuant to Reserve Bank of India Guidelines, to the extent applicable to the Company (continued)

29.5 Remuneration of Directors				
Details of remuneration given to non-executive directors are disclosed below:				
Name	Designation	Remuneration for FY 2023-24	Remuneration for FY 2022-23	Remuneration for FY 2020-21
Jayesh Gulabbhai Patel	Non-executive directors	-	-	-
Akash Saitesh Gangar	Non-executive directors	-	-	-
Hiren Mahesh Savla	Non-executive directors	-	-	-
Total		-	-	-
29.6 Provisions and contingencies				
Break up of 'provisions and contingencies' shown under the head expenses in statement of profit and loss	FY (2023-24)	FY (2022-23)	FY (2020-21)	
Provisions for depreciation on investment	-	-	-	
Provision towards NPAs*	(114.96)	114.96	117.06	
Provision for Standard Assets#	393.36	(36.09)	(46.78)	
Provision made towards tax expenses	105.43	11.24	8.83	
Other provision and contingencies (with details)				
Provision for employee benefits	28.27	27.75	13.24	
- Compensated absences				
- Gratuity				
* Represents reduction in impairment loss allowance on stage 3 loans.				
# Represents impairment loss allowance on stage 1 and stage 2 loans.				
29.7 The Company has not made any drawdown from existing reserves.				
29.8 Concentration of advances, exposures and NPAs*:				
29.8.1 The Company is a non deposit accepting NBFC and hence does not have any depositors.				
29.8.2 Concentration of advances				
Total advances to twenty largest borrowers.	27,33,30,000	18,23,00,000	9,77,25,000	
Percentage of advances to twenty largest borrowers to total advances of the	44%	51%	92%	
29.8.3 Concentration of exposures [on limit basis or outstanding basis whichever				
Total exposure to twenty largest borrowers / customers	273330000	182300000	97725000	
Percentage of exposures to twenty largest borrowers/ customers to Total	44%	51%	92%	
,				
29.8.4 Concentration of NPAs*				
Total exposure to top four NPA accounts	NA	234.68	300.16	
* NPAs presented above reflects credit impaired assets as per Ind AS which includes restructured assets classified as Stage 3.				
Disclosures pursuant to Reserve Bank of India Guidelines, to the extent applicable to the Company (continued)				

29.8.5 Movement of NPAs*					
Sr. No.	Particulars	FY (2023-24)	FY (2022-23)	FY (2020-21)	
(i)	Net NPAs to net advances				
(ii)	Movement of NPAs (Gross)				
	(a) Opening balance	234.68	0.00	0.00	
	(b) Additions during the year	-	234.68	300.16	
	(c) Reductions during the year	234.68	0.00	0.00	
	(d) Closing balance	-	234.68	300.16	
(iii)	Movement of Net NPAs				
	(a) Opening balance	119.72	-		
	(b) Additions during the year	-	119.72	183.09	
	(c) Reductions during the year	(119.72)	-	-	
	(d) Closing balance	-	119.72	183.09	
(iv)	Movement of provisions for NPAs*				
	(a) Opening balance	114.96	-	-	
	(b) Provisions made during the year	-	114.96	117.06	
	(c) Write-off / write-back of excess provisions	(114.96)	-	-	
	(d) Closing balance	-	114.96	117.06	

* NPAs presented above reflects credit impaired assets as per Ind AS which includes restructured assets classified as Stage 3.

29.8.6 Sectoral exposure disclosure as per Scale Based Regulations

Sectors	FY (2023-24)			FY (2022-23)			FY (2021-22)			FY (2020-21)		
	Total Exposure (₹ lakhs)	Gross NPAs* (₹ lakhs)	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (₹ lakhs)	Gross NPAs* (₹ lakhs)	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (₹ lakhs)	Gross NPAs* (₹ lakhs)	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (₹ lakhs)	Gross NPAs* (₹ lakhs)	Percentage of Gross NPAs to total exposure in that sector
1. Agriculture and Allied Activities	-	-	-	-	-	-	-	-	-	-	-	-
2. Industry	-	-	-	-	-	-	-	-	-	-	-	-
3. Services	-	-	-	-	-	-	-	-	-	-	-	-
4. Personal Loans												
i. Loans	6,124.50	-	-	3,565.06	234.68	6.58%	2,194.20	-	-	965.53	300.16	31.09%
ii. Others	-	-	-	-	-	-	-	-	-	-	-	-
Total of Personal Loans	6,124.50	-	-	3,565.06	234.68	0.07	2,194.20	-	-	965.53	300.16	0.31
5. Others, if any	-	-	-	-	-	-	-	-	-	-	-	-

* NPAs presented above reflects credit impaired assets as per Ind AS which includes restructured assets classified as Stage 3.

29.8.7 Intra-group exposures						
Sr. No.	Particulars	FY (2023-24)	FY (2022-23)	FY (2021-22)	FY (2020-21)	
i)	Total amount of intra-group exposures	Nil	Nil	Nil	Nil	Nil
ii)	Total amount of top 20 intra-group exposures	Nil	Nil	Nil	Nil	Nil
iii)	Percentage of intra-group exposures to total exposure of	Nil	Nil	Nil	Nil	Nil

29.8.8 The Company does not have any overseas assets.

29.8.9 The Company has not sponsored any off-balance sheet Special Purpose Vehicles.

9.8.10 Customer complaints

Sr. No.	Particulars	FY (2023-24)	FY (2022-23)	FY (2021-22)	FY (2020-21)
Complaints received by the NBFC from its customers					
1	Number of complaints pending at beginning of the year	NIL	NIL	NIL	NIL
2	Number of complaints received during the year	NIL	NIL	NIL	NIL
3	Number of complaints disposed during the year	NIL	NIL	NIL	NIL
3.1	Of which, number of complaints rejected by the NBFC	NIL	NIL	NIL	NIL
4	Number of complaints pending at the end of the year	NIL	NIL	NIL	NIL
Maintainable complaints received by the NBFC from					
5	Number of maintainable complaints received by the NBFC	NIL	NIL	NIL	NIL
5.1	Of 5, number of complaints resolved in favour of the	NIL	NIL	NIL	NIL
5.2	Of 5, number of complaints resolved through	NIL	NIL	NIL	NIL
5.3	Of 5, number of complaints resolved after passing of	NIL	NIL	NIL	NIL
6	Number of Awards unimplemented within the stipulated	NIL	NIL	NIL	NIL

Grounds of complaints, (i.e. complaints relating to) (1)	Number of complaints pending at the beginning of the year (2)	Number of complaints received during the year (3)	% increase/ decrease in the number of complaints received over the previous year (4)	Number of complaints pending at the end of the year (5)	Of 5, number of complaints pending beyond 30 days (6)
FY (2023-24)					
Sanction	-	-	-	-	-
Service	-	-	-	-	-
Disbursement	-	-	-	-	-
Credit decline	-	-	-	-	-
Origination Fee	-	-	-	-	-
Others	-	-	-	-	-
Total	-	-	-	-	-
FY (2022-23)					
Sanction	-	-	-	-	-
Service	-	-	-	-	-
Disbursement	-	-	-	-	-
Credit decline	-	-	-	-	-
Origination Fee	-	-	-	-	-
Others	-	-	-	-	-
Total	-	-	-	-	-
FY (2020-21)					
Sanction	-	-	-	-	-
Disbursement	-	-	-	-	-
Service	-	-	-	-	-
Credit decline	-	-	-	-	-
Origination Fee	-	-	-	-	-
Others	-	-	-	-	-
Total	-	-	-	-	-

Disclosure of Restructured Accounts As on 31 March 2024

Type of Restructuring		Others*				
Asset Classification		Standard	Substandard	Doubtful	Loss	Total
Details						
Restructured accounts as on 1st April, 2023	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Fresh restructuring during the year	No. of borrowers					
	Amt. outstanding					
	Provision thereon	-	-	-	-	-
Upgradations of restructured accounts to	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Restructured advances which ceases to attract	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Downgradations of restructured accounts during	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Write-offs / settlements / recoveries of	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Restructured accounts as on 31st Mar, 2024	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-

9.8.11 Disclosure of Restructured Accounts As on 31 March 2023

Type of Restructuring		Others*				
		Standard	Substandard	Doubtful	Loss	Total
Asset Classification						
Details						
Restructured accounts as on 1st April, 2022	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Fresh restructuring during the year	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Upgradations of restructured accounts to	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Restructured advances which ceases to attract	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Downgradations of restructured accounts during	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Write-offs / settlements / recoveries of	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Restructured accounts as on 31st Mar, 2023	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-

Disclosure of Restructured Accounts As on 31 March 2021

Type of Restructuring		Others*				
		Standard	Substandard	Doubtful	Loss	Total
Asset Classification						
Details						
Restructured accounts as on 1st April, 2020	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Fresh restructuring during the year	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Upgradations of restructured accounts to	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Restructured advances which ceases to attract	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Downgradations of restructured accounts during	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Write-offs / settlements / recoveries of	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-
Restructured accounts as on 31st Mar, 2021	No. of borrowers	-	-	-	-	-
	Amt. outstanding	-	-	-	-	-
	Provision thereon	-	-	-	-	-

* excludes loans restructured under the Covid-19 Resolution Framework 1.0 & 2.0 which are separately disclosed in Note 40.22. No loans restructured under CDR Mechanism, SME Debt Restructuring Mechanism.

9.8.12 Related Party Transactions and Policy on dealing with Related Party Transactions

Details of the related party transactions are provided in the note 25. The Company's Policy on related party transactions is available on its website.

ENBEE TRADE AND FINANCE LIMITED
Notes to the financial statements (continued)

(Currency: INR in Lakhs)

29.9 Disclosures pursuant to Reserve Bank of India Guidelines, to the extent applicable to the Company (continued)

29.9.1 Asset liability management

Maturity pattern of certain items of assets and liabilities as at 31 March 2024:

Particulars	1 day to 7 days	8 days to 14 days	15 days to 30 days	Over 1 month to 2 months	Over 2 months up to 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	Total
Liabilities											
Borrowings *	-	-	-	-	-	-	-	3,131.02	-	-	3,131.02
Foreign currency liabilities	-	-	-	-	-	-	-	-	-	-	-
Assets											
Advances	330.49	-	-	-	-	39.00	163.00	2,773.75	3,260.80	-	6,567.04
Investments	-	-	-	-	-	-	-	-	-	-	-
Foreign currency assets	-	-	-	-	-	-	-	-	-	-	-

The above statements are prepared based on the prepayment assumptions approved by the ALCO.

Maturity pattern of certain items of assets and liabilities as at 31 March 2023:

Particulars	1 day to 7 days	8 days to 14 days	15 days to 30 days	Over 1 month to 2 months	Over 2 months up to 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	Total
Liabilities											
Borrowings *	-	-	-	-	-	-	-	2,490.00	-	-	2,490.00
Foreign currency liabilities	-	-	-	-	-	-	-	-	-	-	-
Assets											
Advances	179.70	-	-	-	-	624.00	190.00	708.00	2,027.50	-	3,729.20
Investments	-	-	-	-	-	-	-	-	-	-	-
Foreign currency assets	-	-	-	-	-	-	-	-	-	-	-

The above statements are prepared based on the prepayment assumptions approved by the ALCO.

Maturity pattern of certain items of assets and liabilities as at 31 March 2021:												
Particulars	1 day to 7 days	8 days to 14 days	15 days to 30 days	Over 1 month to 2 months	Over 2 months up to 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	Total	
Liabilities												
Borrowings *	-	-	-	-	-	-	-	-	-	-	-	
Foreign currency liabilities	-	-	-	-	-	-	-	-	-	-	-	
Assets												
Advances	105.23			15.00		316.75	75.00	640.50	20.00		1,067.25	
Investments	-	-	-	-	-	-	-	-	-	-	-	
Foreign currency assets	-	-	-	-	-	-	-	-	-	-	-	
<i>The above statements are prepared based on the prepayment assumptions approved by the ALCO.</i>												
<i>* The above tables as at 31 March 2024, 31 March 2023 31 March 2022 and 31 March 2021 include interest accrued but not due on borrowings.</i>												

ENBEE TRADE AND FINANCE LIMITED
Notes to Financial Statement for Year ended 31st March 2024

(Currency: INR in Lakhs)

30 There were no incidents of frauds reported to RBI during the current year and the previous year.

31 The Company does not have any contingent liabilities or other commitments as on the balance sheet date.

32 Dues to micro and small suppliers

Particulars	As at 31 March 2024	As at 31 March 2023	As at 31 March 2021
The amounts remaining unpaid to micro and small suppliers as at the end of the year			
Principal	9.54	12.87	4.74
Interest		-	-
The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)	-	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	-	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-	-
Total	9.54	12.87	4.74

Disclosure of outstanding dues of MSME is based on information available with company regarding status of suppliers as defined under MSME Act, 2006 and had been relied upon by auditors. There

33 Value of Imports- Rs. NIL

34 Dividends proposed to be distributed for the equity shareholders for the year ended 31st March, 2023 March 31, 2022 and 31st March, 2021 is Rs.NIL

35 Payment to Statutory Auditors

During the year, the Company made following payments to statutory auditors: (Excl taxes)

Particulars	As at 31 March 2024	As at 31 March 2023	As at 31 March 2021
Statutory Audit	0.00	3.60	3.00
Other services	-	7.16	1.57
Total	-	10.76	4.57

The above disclosed figures are excluding Goods and Service Tax.

ENBEE TRADE AND FINANCE LIMITED
Notes to Financial Statement for Year ended 31st March 2024

36 Correction of Prior Period Errors in Accordance with Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors"

During the year, the company undertook a detailed review of Liabilities. Based on reassessment, it has been concluded that in respect of "Provisions" the calculation of "employment benefits" was not properly calculated. Accordingly, the provision for employment benefits has been reworked.

This error have now been corrected by reworking each of the affected line items for the prior years as follows:

₹ in Lakhs

36.1	Balance Sheet (Provisions) (Extract)	As at March 31, 2024 (as previously reported)	Increase / (Decrease)	As at March 31, 2021 (Restated)
	Provision for Employee Benefit	-	13,24,328.00	13,24,328.00

₹ in Lakhs

36.1	Balance Sheet (Provisions) (Extract)	As at March 31, 2023 (as previously reported)	Increase / (Decrease)	As at March 31, 2022 (Restated)
	Provision for Employee Benefit	-	23,05,797.00	23,05,797.00

₹ in Lakhs

36.1	Balance Sheet (Provisions) (Extract)	As at March 31, 2022 (as previously reported)	Increase / (Decrease)	As at March 31, 2023 (Restated)
	Provision for Employee Benefit	-	27,74,598.00	27,74,598.00

36.1	Balance Sheet (Provisions) (Extract)	As at March 31, 2021 (as previously reported)	Increase / (Decrease)	As at March 31, 2024 (Restated)
	Provision for Employee Benefit	-	28,26,757.00	28,26,757.00

₹ in Lakhs

36.2	Balance Sheet (Equity) (Extract)	As at March 31, 2024 (as previously reported)	Increase / (Decrease)	As at March 31, 2024 (Restated)
	Other Equity	1,626.46	21.15	1,605.31

₹ in Lakhs

36.2	Balance Sheet (Equity) (Extract)	As at March 31, 2023 (as previously reported)	Increase / (Decrease)	As at March 31, 2023 (Restated)
	Other Equity	900.73	20.76	879.97

₹ in Lakhs

36.2	Balance Sheet (Equity) (Extract)	As at March 31, 2022 (as previously reported)	Increase / (Decrease)	As at March 31, 2022 (Restated)
	Other Equity	882.57	17.25	865.32

₹ in Lakhs

36.2	Balance Sheet (Equity) (Extract)	As at March 31, 2021 (as previously reported)	Increase / (Decrease)	As at March 31, 2021 (Restated)
	Other Equity	788.38	9.91	778.47

₹ in Lakhs

36.3	Balance Sheet (Deferred tax Asset) (Extract)	As at March 31, 2024 (as previously reported)	Increase / (Decrease)	As at March 31, 2024 (Restated)
	Deferred tax Asset	121.01	7.11	128.12
₹ in Lakhs				
	Balance Sheet (Deferred tax Asset) (Extract)	As at March 31, 2023 (as previously reported)	Increase / (Decrease)	As at March 31, 2023 (Restated)
	Deferred tax Asset	35.86	6.98	42.84
₹ in Lakhs				
	Balance Sheet (Deferred tax Asset) (Extract)	As at March 31, 2022 (as previously reported)	Increase / (Decrease)	As at March 31, 2022 (Restated)
	Deferred tax Asset	28.62	5.80	34.42
₹ in Lakhs				
	Balance Sheet (Deferred tax Asset) (Extract)	As at March 31, 2021 (as previously reported)	Increase / (Decrease)	As at March 31, 2021 (Restated)
	Deferred tax Asset	36.12	3.33	39.45
₹ in Lakhs				
36.4	P&L (Employee Benefits Expense) (Extract)	For the year ended 31st March 2024 (as previously reported)	Increase / (Decrease)	For the year ended 31st March 2024 (Restated)
	Employee Benefits Expense	223.10	5.90	229.00
₹ in Lakhs				
	P&L (Employee Benefits Expense) (Extract)	For the year ended 31st March 2023 (as previously reported)	Increase / (Decrease)	For the year ended 31st March 2023 (Restated)
	Employee Benefits Expense	209.01	5.66	214.67
₹ in Lakhs				
	P&L (Employee Benefits Expense) (Extract)	For the year ended 31st March 2022 (as previously reported)	Increase / (Decrease)	For the year ended 31st March 2022 (Restated)
	Employee Benefits Expense	177.77	5.60	183.37
₹ in Lakhs				
	P&L (Employee Benefits Expense) (Extract)	For the year ended 31st March 2021 (as previously reported)	Increase / (Decrease)	For the year ended 31st March 2021 (Restated)
	Employee Benefits Expense	92.48	13.24	105.72
₹ in Lakhs				

36.50	P&L (Tax Expense)	For the year ended 31st March 2024	Increase / (Decrease)	For the year ended 31st March 2024
	(Extract)	(as previously reported)		(Restated)
	Deferred Tax	(85.14)	1.48	(86.63)
				₹ in Lakhs
	P&L (Tax Expense)	For the year ended 31st March 2023	Increase / (Decrease)	For the year ended 31st March 2023
	(Extract)	(as previously reported)		(Restated)
	Deferred Tax	(7.24)	1.43	(8.67)
				₹ in Lakhs
	P&L (Tax Expense)	For the year ended 31st March 2022	Increase / (Decrease)	For the year ended 31st March 2022
	(Extract)	(as previously reported)		(Restated)
	Deferred Tax	7.50	1.41	6.09
				₹ in Lakhs
	P&L (Tax Expense)	For the year ended 31st March 2021	Increase / (Decrease)	For the year ended 31st March 2021
	(Extract)	(as previously reported)		(Restated)
	Deferred Tax	(17.37)	3.33	(20.70)
				₹ in Lakhs
36.6	P&L (OCI)	For the year ended 31st March 2024	Increase / (Decrease)	For the year ended 31st March 2024
	(Extract)	(as previously reported)		(Restated)
	OCI Net of Tax	-	4.02	(4.02)
				₹ in Lakhs
	P&L (OCI)	For the year ended 31st March 2023	Increase / (Decrease)	For the year ended 31st March 2023
	(Extract)	(as previously reported)		(Restated)
	OCI Net of Tax	-	0.73	(0.73)
				₹ in Lakhs
	P&L (OCI)	For the year ended 31st March 2022	Increase / (Decrease)	For the year ended 31st March 2022
	(Extract)	(as previously reported)		(Restated)
	OCI Net of Tax	-	3.16	(3.16)

ENBEE TRADE AND FINANCE LIMITED
Notes to Financial Statement for Year ended 31st March 2024

37 Segment Reporting

Based on the Chief Operating Decision Maker (CODM) assessment of business constituted is as follow :-

A) General information - The Company operates in a single segment

The Company's Chairman and Managing Director have been identified as the Chief Operating Decision Maker. The CODM examines the Company's performance on an overall level. The Company has only one reportable segment i.e. 'wholesale financing' . The Company does not have any operations outside India and hence there are no reportable geographical segments.

B) Geographic information

The Company's major operations are in single geographical location, i.e. India.

The segment revenue, segment results, total carrying value of segment assets and segment liabilities, total costs incurred to acquire segment assets, total amount of charge of depreciation during the period are all reflected in the Financial Statements.

C) Information about major customers

In FY 2023-24 revenue from 4 customers accounted for Rs 108.45 Lakhs and in FY 2022-23 revenue from 3 customers accounted for Rs 58.75, which contributed more than 10% of the total revenue earned during the year.

38 Analytical Ratios

CRAR Ratio and Liquidity Risk Coverage Ratio are not applicable as per RBI circular.

39 Events after the reporting period

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

40 Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

41 The feature of recording audit trail (edit log) facility of the accounting software used for maintaining general ledger was not used or enabled for the Financial year.

As per our report of even date attached

For Ambavat Jain & Associates LLP

Chartered Accountants

Firm's Registration No.: 109681W

**For and on behalf of the Board of Directors of
Enbee Trade and Finance Limited**

Amarr Narendra Galla

Managing Director DIN:07138963

Mumbai: 18/06/2024

Ashish J Jain

Partner

Membership No:111829

Mumbai: 18/06/2024

UDIN :24111829BKCBWQ9909

Mehul Narendra Gala

Chief Financial Officer

Mumbai: 18/06/2024

ENBEE TRADE AND FINANCE LIMITED

This forms part of the Company's Financial Statement for year ended 31st March, 2024.

Note No 1

SIGNIFICANT ACCOUNTING POLICIES

BACKGROUND

Enbee Trade and Finance Ltd., is a public company incorporated on 24th July, 1985 under the provisions of the Companies Act, 1956 with domicile in India. The company is registered with Reserve bank of India as "Non-Deposit taking Non-Banking Financial Company ('NBFC') as defined under section 45-IA of the Reserve Bank of India ('RBI') Act, 1934 vide certificate dated 20th April 1998.

The Company provides Services of Financing to small and medium business enterprises and individuals. The company's registered office is situated at B4/C5, Gods Gift CHS Ltd., NM Joshi Marg, Lower Parel Mumbai 400013 Maharashtra.

The financial statements (hereinafter referred to as "Financial Statements") of the Company for the year ended 31st March 2024 were authorised for issue by the Board of Directors at its meeting held on 30th May, 2023.

SIGNIFICANT ACCOUNTING POLICIES

1. Basis of preparation

Compliance with Ind AS:

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per 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 other relevant provisions of the Act and the Master Direction – Non- Banking Financial Company (Reserve Bank) Directions, 2016 ('the NBFC Master Directions') issued by RBI.

For all periods up to and including the year ended 31st March 2019, the Company had prepared its financial statements in accordance with accounting standards notified under Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2016 and the Companies (Accounting Standards) Amendment Rules, 2016 and the NBFC Master Directions (hereinafter referred to as 'Previous GAAP'). These financial statements for the year ended 31 March 2020 are the first the Company has prepared in accordance with Ind AS. The Company has applied Ind AS 101 'First-time Adoption of Indian Accounting Standards', for transition from previous GAAP to Ind AS.

The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2018 being the date of transition to Ind AS, except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies stated out below. The Financial statements have been prepared on a going concern basis.

The Balance Sheet, the Statement of Changes in Equity and the Statement of Profit and Loss are presented in the format prescribed under Division III of Schedule III of the Act, as amended from time to time, for Non-Banking Financial Companies ('NBFCs') that are required to comply with Ind-AS. The Statement of Cash Flows has been presented as per the requirements of Ind-AS 7 Statement of Cash Flows.

Use of estimates and judgements

The preparation of financial statements in conformity with Ind-AS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities) and disclosures as of the date of the financial statements and the reported amounts of revenues and expenses for the reporting period. Actual results could differ from these estimates. Accounting estimates and underlying assumptions are reviewed on an ongoing basis and could change from period to period. Appropriate changes in estimates are recognised in the periods in which the Company becomes aware of the changes in circumstances surrounding the estimates. Any revisions to accounting estimates are recognised prospectively in the period in which the estimate is revised and future periods. The estimates and judgements that have significant impact on the carrying amount of assets and liabilities at each balance sheet date are:

1. Expected creditloss measurement on Loans Given
2. Use of Effective interest Rates for measurement of revenue from Loan Instruments
3. Determination of Lease terms
4. Recognition of deferred tax
5. Useful life and expected residual value of assets

Rounding off amounts: The Standalone Financial Statements have been presented in Indian Rupees (INR), which is the Company's functional currency. All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs per the requirement of schedule III (except share data), unless otherwise stated. Any differences between total and sums of components in tables contained in this report are due to rounding.

2. Financial Instruments

(A) Date of recognition

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument

(B) Initial measurement

Recognised financial instruments are initially measured at transaction price, which equates fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (Other than the financial assets or financial liabilities at FVTPL) 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 and loss are recognised immediately in the statement of

profit and loss.

(C) Classification and subsequent measurement

(i) Financial assets

Based on the business model, the contractual characteristics of the financial assets and specific elections where appropriate, the Company classifies and measures financial assets in the following categories:

- Amortised cost
- Fair value through other comprehensive income ('FVOCI')
- Fair value through profit and loss ('FVTPL')

(a) Financial assets carried at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows ('Asset held to collect contractual cash flows'); and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest ('SPPI') on the principal amount outstanding.

After initial measurement and based on the assessment of the business model as asset held to collect contractual cash flows and SPPI, such financial assets are subsequently measured at amortised cost using effective interest rate ('EIR') method. Interest income and impairment expenses are recognised in statement of profit and loss. Interest income from these financial assets is included in finance income using the EIR method. Any gain and loss on derecognition is also recognised in statement of profit and loss.

The EIR method is a method of calculating the amortised cost of a financial instrument and of allocating interest over the relevant period. The EIR is the rate that exactly discounts estimated future cash flows (including all fees paid or received that form an integral part of the EIR, transaction costs and other premiums or discounts) through the expected life of the instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

The Company records loans at amortised cost.

(b) Financial assets at fair value through other comprehensive income

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 assets collected through hold and sell model') and contractual cash flows that are SPPI, are subsequently measured at FVOCI. Movements in the carrying amount of such financial assets are recognised in Other Comprehensive Income ('OCI'). Amounts recorded in OCI are not subsequently transferred to the statement of profit and loss.

(c) Financial assets at fair value through profit and loss

Financial assets which do not meet the criteria for categorisation as at amortised cost or as FVOCI, are measured at FVTPL. Subsequent changes in fair value are recognised in the statement of profit and loss.

(ii) Financial liabilities and equity instrument

Debt and equity instruments issued by the Company are classified as either financial liabilities or

an equity instrument in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

(a) Equity instrument:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. An equity instrument issued by the Company is recognised at the proceeds received, net of directly attributable transaction costs.

(b) Financial liabilities:

Financial liabilities are measured at amortised cost. The carrying amounts are determined based on the EIR method. Interest expense is recognised in statement of profit and loss.

Any gain or loss on de-recognition of financial liabilities is also recognised in statement of profit and loss.

(D) Reclassification

Financial assets are not reclassified subsequent to their initial recognition, apart from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line or in the period the Company changes its business model for managing financial assets. Financial liabilities are not reclassified.

(E) Derecognition

(i) Financial assets : The company derecognises a financial asset when the contractual rights to the cash flows from the financial assets expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all of the risks and rewards of the ownership and does not retain control of the financial asset.

If the company enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised

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

(ii) Financial liabilities:

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying value of the original financial liability and the new financial liability with modified terms is recognised in statement of profit and loss.

(F) Impairment of financial assets

The Company applies the ECL model in accordance with Ind-AS 109 for recognising impairment loss on financial assets. The ECL allowance is based on the credit losses expected to arise from all possible default events over the expected life of the financial asset ('lifetime ECL'), unless there has been no significant

increase in credit risk since origination, in which case, the allowance is based on the 12-month ECL. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is calculated on a collective basis, considering the retail nature of financial assets.

The impairment methodology applied depends on whether there has been a significant increase in credit risk. When determining whether the risk of default on a financial asset has increased significantly since initial recognition, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis based on a provision matrix which takes into account the Company's historical credit loss experience, current economic conditions and forward-looking information.

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances. The Company regularly reviews its models in the context of actual loss experience and makes adjustments when such differences are significantly material.

(G) Write offs

The gross carrying amount of a financial asset is written-off (either partially or in full) to the extent that there is no reasonable expectation of recovering the asset in its entirety or a portion thereof. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flow to repay the amount subject to the write-off. However, financial assets that are written-off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in statement of profit and loss.

(H) Offsetting

Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, the Company has a legally enforceable right to offset the recognised amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

3. Derivative financial instruments

The company has not entered into any derivative financial instruments.

4. Cash and cash equivalents

Cash and cash equivalents include cash at banks and on hand, demand deposits with banks, other short term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

5. Property, plant and equipment

All property, plant and equipment are stated at cost, less accumulated depreciation and impairment loss, if any. The Cost comprises of purchase cost including taxes paid net of Input tax credit, borrowing costs if

capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use and expected cost of decommissioning.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2018 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

6. Intangible assets

Intangible assets acquired or developed are measured on initial recognition at cost of acquisition and development, including cost attributable to readying the asset for use. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

7. Depreciation/Amortisation

Depreciable amount for property, plant and equipment / intangible fixed assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on property, plant and equipment is provided on Straight line basis as per the useful life estimated by company.

Intangible assets are amortised on straight line basis over their respective individual useful lives estimated by the management. The Company uniformly estimates a zero-residual value for all these assets.

Items costing less than 5,000 are fully depreciated in the year of purchase. Depreciation is pro-rated in the year of acquisition as well as in the year of disposal.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. Changes in the expected useful life are accounted for by changing the depreciation period or methodology, as appropriate, and treated as changes in accounting estimates.

Property, plant and equipment is de-recognised on disposal or when no future economic benefits are expected from its use. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognised in other income/expense in the statement of profit and loss in the year the asset is de-recognised.

8. Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired due to events or changes in circumstances indicating that their carrying amounts may not be realised. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the revised recoverable amount, subject to maximum of the depreciated historical cost.

9. Revenue recognition

Specific policies for the Company's different sources of revenue are explained below:

A. Income from lending business

Interest income:

Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ('EIR'). The EIR is the rate that exactly discounts estimated future cash flows of the financial asset through the expected life of the financial asset 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 interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance). For credit-impaired financial assets the interest income is calculated by applying the EIR to the amortised cost of the credit-impaired financial assets (i.e. the gross carrying amount less the allowance for ECLs). As required under RBI directions for NBFCs, interest income on loans past due two quarters is recognised on realisation.

B. Other financial charges

Cheque bouncing charges, late payment charges, prepayment charges and application money are recognised on a point-in-time basis, and are recorded when realised since the probability of collecting such monies is established when the customer pays.

C. Misc. Income

Any other income is accounted on accrual basis. However, where it is not possible to estimate or accrue such other income, the same is accounted on receipt basis.

10. Employee Benefits

The company at present does not have any employees who are eligible for Provident Fund, ESIC and labour welfare funds, Gratuity, Compensated absences.

11. Provisions, contingent liabilities and contingent assets

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably.

When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

Contingent assets are not recognised in the financial statements; however they are disclosed where the inflow of economic benefits is probable. When the realization of income is virtually certain, then the related asset is no longer a contingent asset and is recognised as an asset.

12. Dividend

Provision is made for the amount of any dividend declared on or before the end of the reporting period but not distributed at the end of the reporting period, being appropriately authorised and no longer at the discretion of the Company. The final dividend on shares is recorded as a liability on the date of approval by the shareholders, and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

13. Leases and Right to Use Assets

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee: The Company applies a single recognition and measurement approach for all leases, except for shortterm leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets: The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (p) Impairment of non-financial assets.

ii) Lease Liabilities: At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made.

In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments.

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value.

Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

14. Income tax

Current tax

Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 in respect of taxable income for the year and any adjustment to the tax payable or receivable in respect of previous years.

Deferred tax

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same tax authority.

15. Earnings per share

Basic earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the period. Dilutive earnings per share is computed and disclosed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period, except when the results would be anti-dilutive.

16. Goods and services tax paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the goods and services tax paid, except when the tax incurred on a purchase of assets or services is not recoverable from the tax authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable.

The net amount of tax recoverable from, or payable to, the tax authority is included as part of receivables or payables, respectively, in the balance sheet.

17. Segment Reporting

The Company operates in a single operating segment viz. "Loans Given" and single geographical segment. Disclosure under Ind AS 108 is made accordingly.

18. Statement of cash flows

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

19. Standards issued but not effective (based on Exposure drafts available as on date)

The amendments are proposed to be effective for reporting periods beginning on or after 1 April 2020:

(A) Issue of Ind AS 117 – Insurance Contracts

Ind AS 117 supersedes Ind AS 104 Insurance contracts. It establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard. Under the Ind AS 117 model, insurance contract liabilities will be calculated as the present value of future insurance cash flows with a provision for risk. Application of this standard is not expected to have any significant impact on the Company's financial statements.

(B) Amendments to existing Standards

Ministry of Corporate Affairs has carried out amendments of the following accounting standards:

- a. Ind AS 103 – Business Combination
- b. Ind AS 1, Presentation of Financial Statements and Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors
- c. Ind AS 40 – Investment Property

The Company is in the process of evaluating the impact of the new amendments issued but not yet effective.

PROXY FORM

Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)
MGT-11

ENBEE TRADE AND FINANCE LIMITED

CIN: L50100MH1985PLC036945 / email: enbeetrade@gmail.com / website: www.enbeetrade.com

Registered Office: B4 /C5, Gods Gift Chs Ltd N M Joshi Marg, Lower Parel Mumbai -400013

Proxy Form

Name of the Member(s):
Registered address:
E-mail Id:
Folio No./Client ID No:
DP ID:

I/We, being the member(s) of Shares of Enbee Trade and Finance Limited, hereby appoint

- | | |
|-----------------------|-------------------------|
| 1. Name: _____ | E-mail Id: _____ |
| Address: _____ | Signature: _____ |
| 2. Name: _____ | E-mail Id: _____ |
| Address: _____ | Signature: _____ |
| 3. Name: _____ | E-mail Id: _____ |
| Address: _____ | Signature: _____ |

Only Member/Proxy holder can attend the Meeting.

Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting, as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General Meeting of the Company, to be held on Saturday, September 28, 2024, at 12.30 p.m. at the registered office of the company B4 /C5, Gods Gift Chs Ltd N M Joshi Marg, Lower Parel Mumbai -400013, and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.	Resolution	Vote (Optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
1	ADOPTION OF BALANCE SHEET, STATEMENT OF PROFIT AND LOSS, REPORT OF THE BOARD OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024			
2	TO APPOINT A DIRECTOR MRS. SSAMTA AMA GAALA (DIN: 07138965) WHO RETIRE BY ROTATION AND BEING ELIGIBLE OFFERS HERSELF FOR RE-APPOINTMENT.			
3	APPOINTMENT OF MR. RAKESHKUMAR DINESH MISHRA (DIN: 06919510) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR			
4	RE-APPOINTMENT OF MR. AMARR GALLA (DIN: 07138963) AS MANAGING DIRECTOR OF THE COMPANY			
5	TO REVISE AND APPROVE THE REMUNERATION PAYABLE TO MR. AMARR N. GALLA (DIN: 07138963) AS MANAGING DIRECTOR, BEING A RELATED PARTY HOLDING OFFICE OR PLACE OF PROFIT IN THE COMPANY			

6	TO APPROVE THE REMUNERATION PAYABLE TO MRS. SSAMTA AMAR GAALA (DIN: 07138965) A WHOLE-TIME DIRECTOR, BEING RELATED PARTY HOLDING OFFICE OR PLACE OF PROFIT IN THE COMPANY			
7	TO APPROVE AND RATIFY RELATED PARTY TRANSACTIONS INCLUDING MATERIAL RELATED PARTY TRANSACTIONS DURING THIS YEAR AND FINANCIAL YEAR-2023-24			
8	TO APPROVE THE RELATED PARTY TRANSACTION INCLUDING MATERIAL RELATED PARTY TRANSACTIONS DURING FINANCIAL YEAR 2024-25 and 2025-26			
9	AUTHORITY TO INCREASE THE BORROWING LIMIT FROM RS.50.00 CRORES TO RS.500.00 CRORES UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013			
10	POWER TO GIVE LOANS OR INVEST FUNDS OF THE COMPANY IN EXCESS OF THE LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013			
11	APPROVAL FOR GIVING LOAN AND GUARANTEE OR PROVIDING SECURITY IN CONNECTION WITH LOAN AVAILABLE BY ANY SPECIFIED PERSON UNDER SECTION 185 OF THE COMPANIES, ACT, 2013			

Signed this _____ day of _____, 2024

Signature of the member

Signature of the proxy holder(s)

Affix revenue stamp of not less than Re.1

Notes :

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting.
2. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

ATTENDANCE SLIP (To Be Presented at Entrance)

ENBEE TRADE AND FINANCE LIMITED

CIN: L50100MH1985PLC036945 / email: enbeetrade@gmail.com / website: www.enbeetrade.com

Registered Office: B4 /C5, Gods Gift Chs Ltd N M Joshi Marg, Lower Parel Mumbai -400013

Proxy Form

Registered Folio No. : _____ DPID No. _____ Client ID No. _____

No. of shares held: _____

I certify that I am a member / proxy / authorized representative for the member of the Company.

I hereby record my presence at the 39th Annual General Meeting of the Company at B4 /C5, Gods Gift CHS Ltd, N M Joshi Marg, Lower Parel, Mumbai – 400013, Maharashtra on Saturday, September 28th, 2024, at 12.30 p.m.

Name of the member / proxy

Signature of the member / proxy

(in BLOCK letters)

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.