PCASL/36/2023-24
Date: 07.08.2023

To,
The National Stock Exchange of India Ltd,
Exchange Plaza,
Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051
NSE EQUITY SYMBOL: **PRUDENT**

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001
SCRIPT CODE: **543527**

ISIN: **INE00F201020**

Dear Sir/Madam,

Sub.: Annual Report for the Financial Year 2022-23.

Pursuant to provisions of Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 and in continuation to our letter of no. PCASL/33/2023-24 dated August 4, 2023, regarding intimation of the 20th Annual General Meeting (AGM) of the Company, please find enclosed herewith the Annual Report of the Company for the Financial year 2022-23.

The Annual Report for the Financial Year 2022-23 is also available at the website of the Company i.e. www.prudentcorporate.com.

This is for your information and record.

Thanking you,

Yours Faithfully,

For, Prudent Corporate Advisory Services Limited

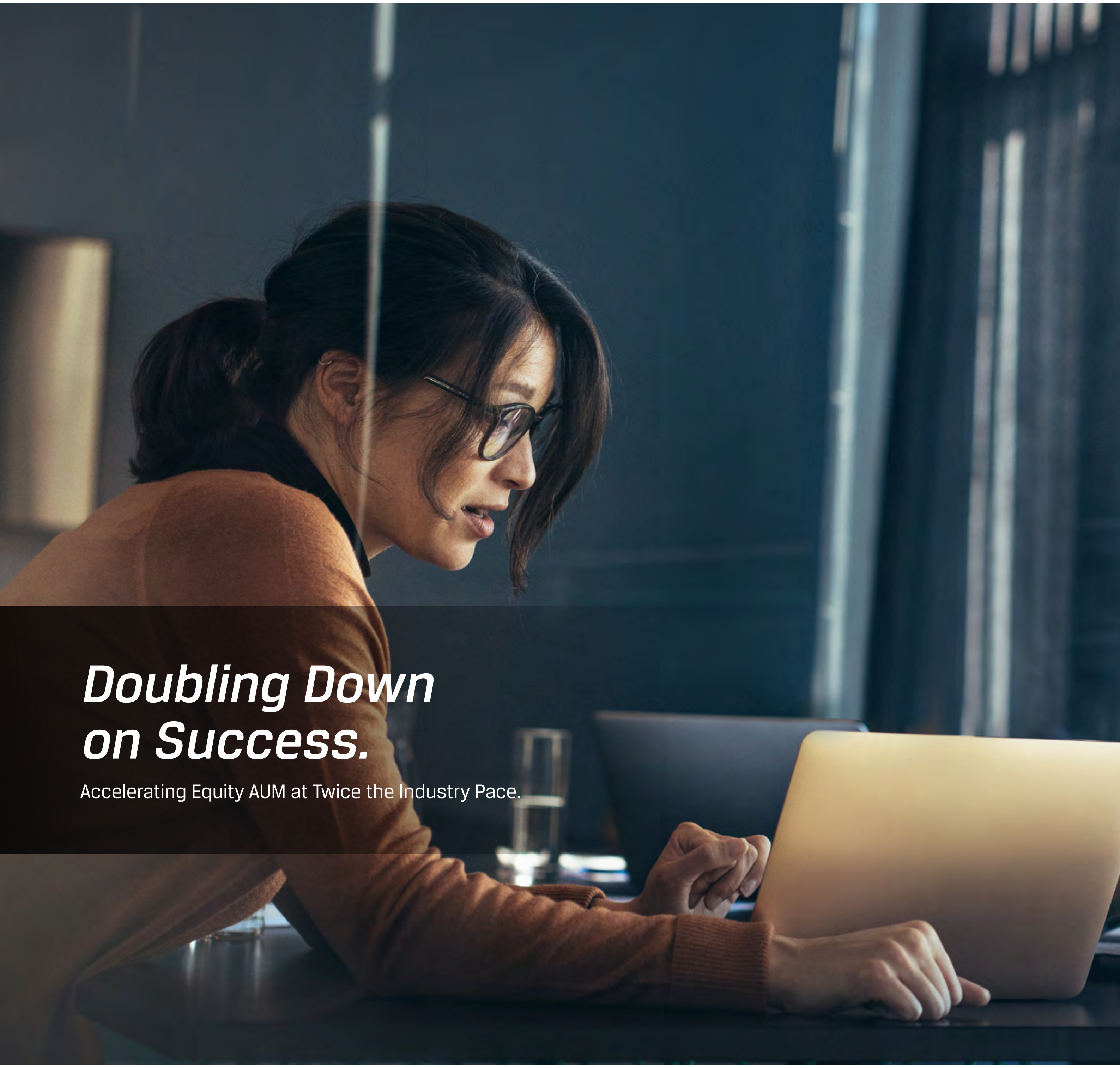
Ghetia Dhavalkumar Pareshbhai
Digitally signed by Ghetia Dhavalkumar Pareshbhai
Date: 2023.08.07 15:10:10 +05'30'

Dhaval Ghetia
Company Secretary
Tele No: 079-40209600
Email: cs@prudentcorporate.com

Encl.: As above

Annual Report
2022-23

PRUDENT CORPORATE ADVISORY SERVICES LIMITED



Doubling Down on Success.

Accelerating Equity AUM at Twice the Industry Pace.

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www.prudentcorporate.com

Prudent
— Money through wisdom —

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Doubling Down on Success

Accelerating Equity AUM at Twice the Industry Pace.

With an AUM exceeding ₹56,000 crore, our FY2023 performance is a testament to our unwavering commitment, strategic acumen, and execution prowess. We are sprinting ahead, doubling the industry growth rate, a testimony to our unparalleled performance.

Annual Report
2022-23

PRUDENT CORPORATE ADVISORY SERVICES LIMITED

Prudent
— Money through wisdom —

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Our robust growth story is underpinned by an expanding network of MFDs, which is growing by the mid-teens each year. With our solid relationships with 39+ AMCs, we offer a diverse product portfolio to our investors. Together, we have set a landmark precedent, demonstrating a growth rate that is approximately twice that of the industry. Our SIP inflows are also surging, supported by a jump in Live SIPs, from 16.37 lacs in FY22 to a remarkable 19.78 lacs in FY23. This upswing in growth is a manifestation of our customers' trust in us, and their confidence in our offerings.

Driving our success is our innovative digital platform, serving both investors and MFDs alike. Our strong technological underpinning ensures smooth and effective operations, which translates to improved operational efficiency, driving profitability.

Our EPS for FY23 showed a quantum growth of 45.2%, demonstrating our relentless pursuit of financial stability and shareholder value. For FY23, our total Commission and Fee Income soared by 36.6%, while our operating profit saw a substantial YoY increase of 50.5%. These figures are not just numbers, they are proof of our exceptional strategic execution, our improved cost management, and our unwavering commitment to our growth agenda.

As India strides towards a $5 trillion GDP economy by 2028, an exponential growth in wealth management and financial advisory services is imminent. A prospective overall MF AUM CAGR of over 15% between 2022 to 2032 aligns with this growth trajectory, harnessing the vast opportunities of an untapped mutual fund market. Staying ahead, we're committed to empowering millions more investors and delivering exceptional value, as we march in lockstep with India's economic progression.

Our journey has just begun. The best is yet to come.

About Us

Founded in 2003 and headquartered in Ahmedabad, Prudent Corporate Advisory Services is one of India's fastest-growing financial services groups. Today, with a team strength of 1,119 highly skilled professionals and 26,949 well-trained and qualified channel partners, we have emerged as the second largest non-banking mutual fund distributor in India in terms of commission received.

15,31,670
Number of Clients as on 31 March 2023

₹56,189 crore
Closing AUM

93.50%
Equity AUM to Total AUM

2.46%
Market Share in Equity AUM (Ex-ETF)

With our unique business-to-business-to-consumer (B2B2C) model, and through our technology-enabled investment and financial services platform, we provide end-to-end solutions critical for financial products distribution.

We work through 120 locations across 21 states and have a robust digital presence. We have evolved into a leading and respected distributor of mutual funds, insurance products, stockbroking, national pension schemes, unlisted securities, bonds, fixed deposits, portfolio management schemes, alternative investment funds, smallcase and P2P lending product.

Vision

To be the most preferred player in Financial Services catering to the masses with the help of technology.

Mission

To build a strong organization based on our core values of:

- Client First
- Focused Approach
- Fairness
- Dignity & Respect for each stakeholder
- Teamwork
- Integrity & Honesty

**Data as on 31 March 2023*

Prudent
— Money through wisdom —

We intend to play a meaningful role in catalysing greater financial inclusion, by helping all sections of society to conveniently channelise a portion of their savings through retail financial products. By doing this, we are here to create value for our investors, the Indian economy, and ultimately for our shareowners.

Our Journey So Far

2000-2006

Early Years

- **2000** – Started offering Financial services as "Prudent Fund Manager"
- **2003** – Incorporation and obtained ARN

2007-2016

Partnership and Penetration

AUM - ₹100 bn

- **2006** – Launched partner network
- **2010** – Launched Property Advisory
- **2016** – Obtained SEBI RIA and launched Fundzbazar

2017-2019

Expansion into other financial products

- **2017** – Launched NPS on Fundzbazar
- **2018** – Launched Policyworld
- **2018** – Launched Fundzbot

AUM - ₹200 bn

Our journey reflects a relentless commitment to growth, driven by our ever-expanding network of MFDs.

AUM - ₹300 bn

- **2019** – Launched Prudent Private Wealth
- **2019** – Launched Fixed Income Investments on FundzBazar
- **2020** – Launched Creditbasket and WiseBasket
- **2021** – Launched Stock Broking on FundzBazar
- **2021** – Acquired MF Assets of Karvy Stock Broking Limited

2020-2021

Ecosystem Growth

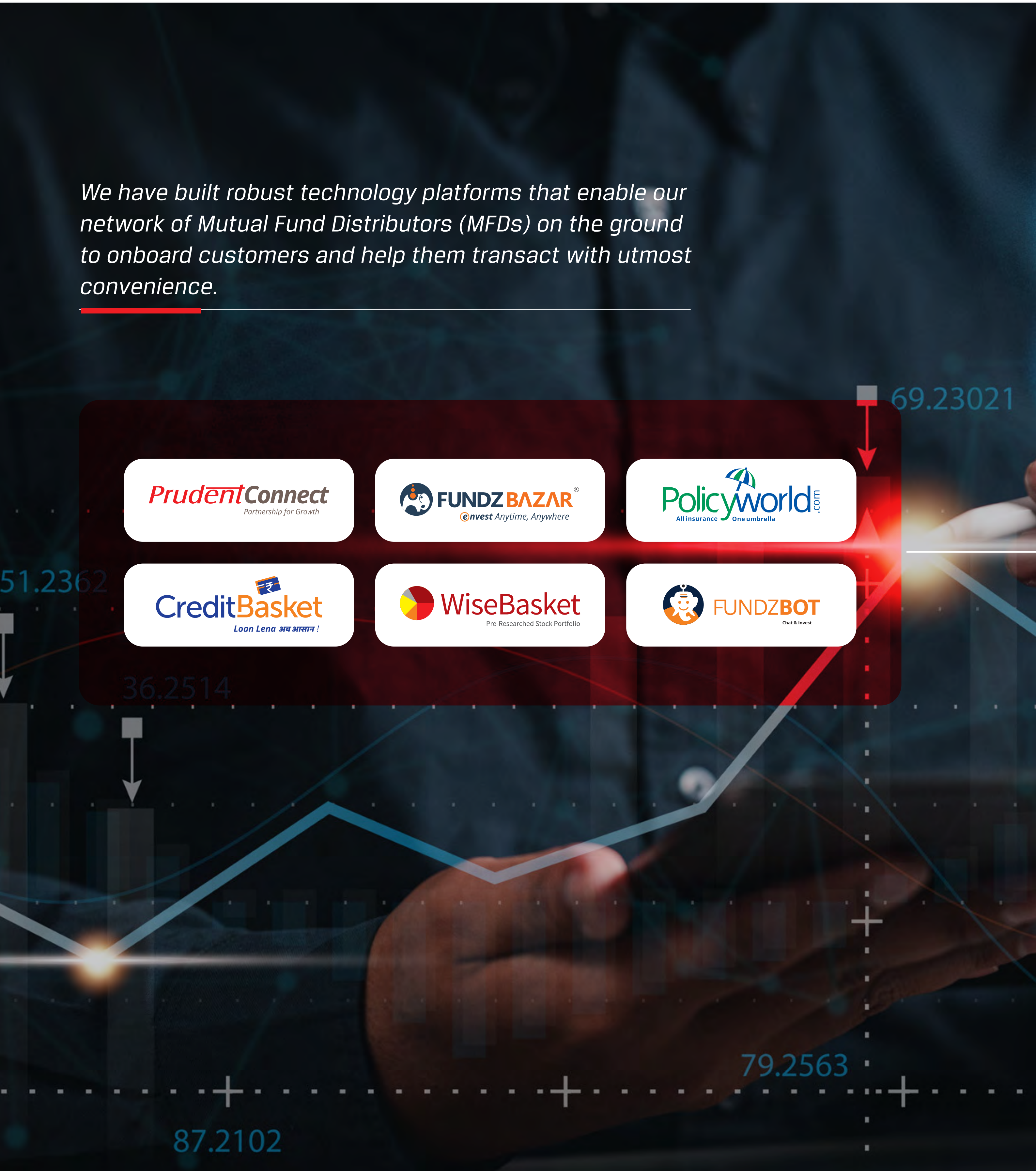
2022-2023

- Mutual fund vertical crossed ₹500 crore in revenues
- Cash flow from operations exceeded ₹100 crore
- Insurance vertical crossed 10% of the overall revenues

AUM - ₹500 bn

Pionerering Through Technology

We have built robust technology platforms that enable our network of Mutual Fund Distributors (MFDs) on the ground to onboard customers and help them transact with utmost convenience.



PrudentConnect (MFD connect)

FY08

PrudentConnect is a virtual office for all MFDs registered with a company which provides end-to-end support for MFDs for various processes from client acquisition to clients servicing, managing revenue tracking, assistance for scaling-up business, and managing complete back-end processes.

FUNDZBAZAR (Financial Products)

FY17

It is aimed at providing a simple, user-friendly and flexible solution to plan, choose, transact and keep a track of investments in mutual funds, national pension schemes ("NPS"), fixed deposits, loan-against-securities ("LAS"), bonds, gold accumulation plan ("GAP"),small case, liquilaons as well as stockbroking solutions

PolicyWorld (Insurance)

FY18

This is an online insurance platform, which offers completely paperless transactions for variety of insurance solutions based on the client's requirement and risk assessment by enabling the comparison and execution of insurance policies through web as well as a mobile app.

Fundzbot

FY19

Chatbot engine for Fundzbazar. It resolves, and educates clients about the new products, queries etc. It provides information for Purchase, SIP, Switch/ Redemption, Unique Offering, Inquiry, FAQs, Broking, Talk to Customer Care etc.

Wise Basket (model Stock portfolio)

FY20

It provides an online facility to invest in multiple model stock portfolios which are aligned with economic trends and offer growth opportunities. Clients can enter and exit the basket at will without any lock-in.

Credit Basket (loans)

FY21

This platform offers various products like personal loans, home loans, LAP, business loan and credit cards. It provides an option to choose from wide range of retail loans & credit cards with end-to-end application processing. It also provides various tools like EMI & loan eligibility calculators.

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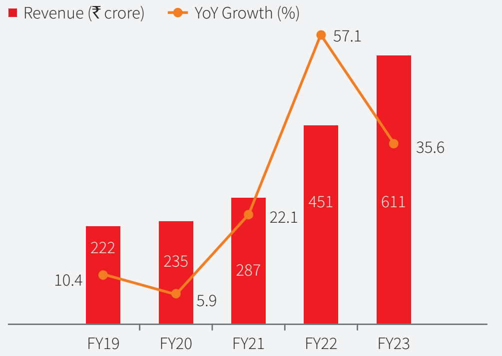
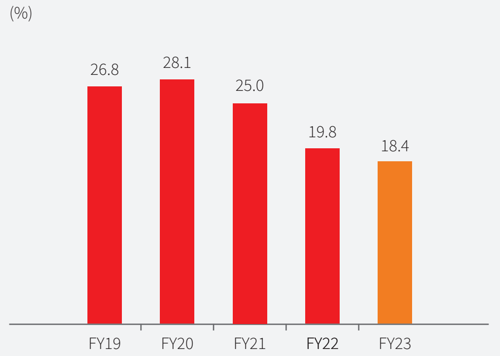
Consolidated Financial Highlights for FY2023

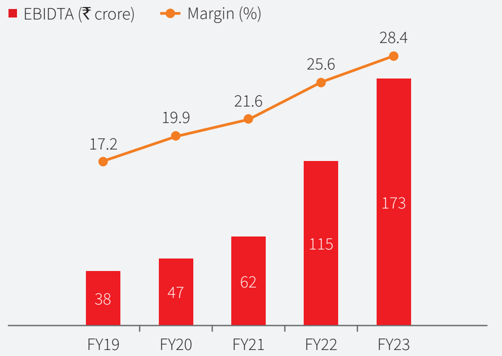
Revenue & YoY Growth



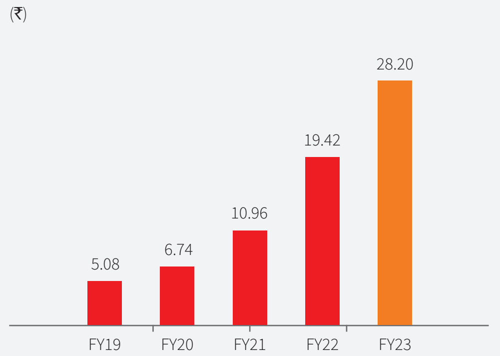
Cost To Income Ratio



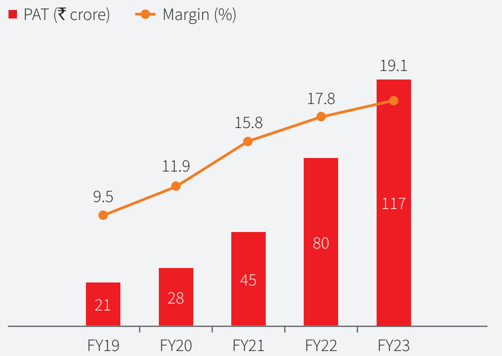
EBITDA & Margin



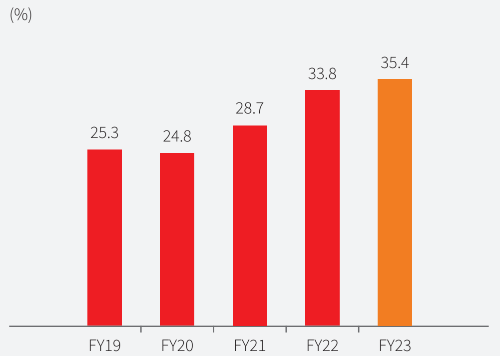
Basic Earnings Per Share

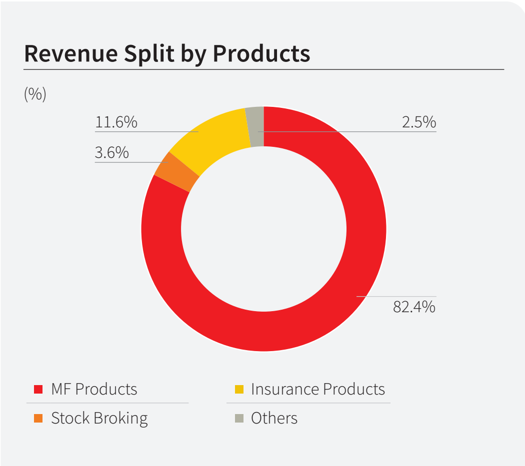


PAT & Margin

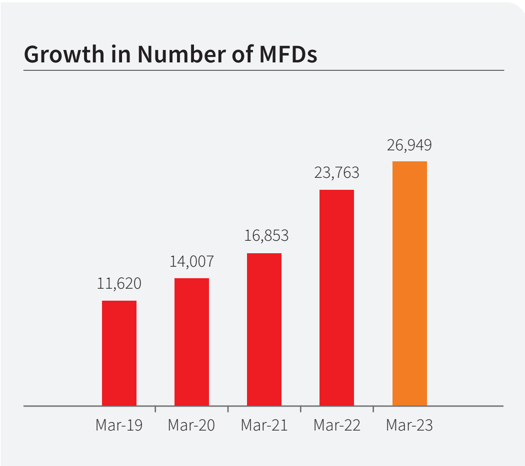


Return on Equity

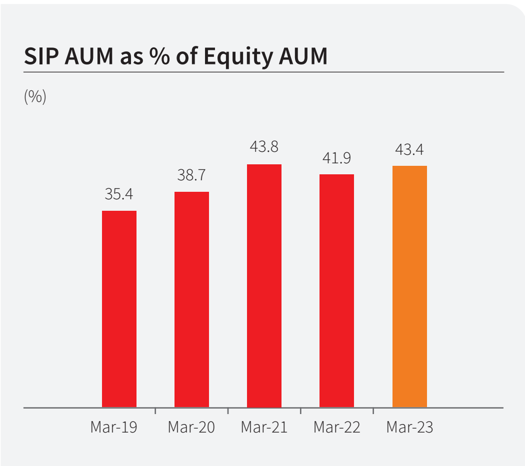




We actively diversified our revenue streams, moving away from reliance on a single product offering and embracing cross-offerings. This strategic approach optimized our operating margins, and our insurance vertical now represents over 10% of total revenue.

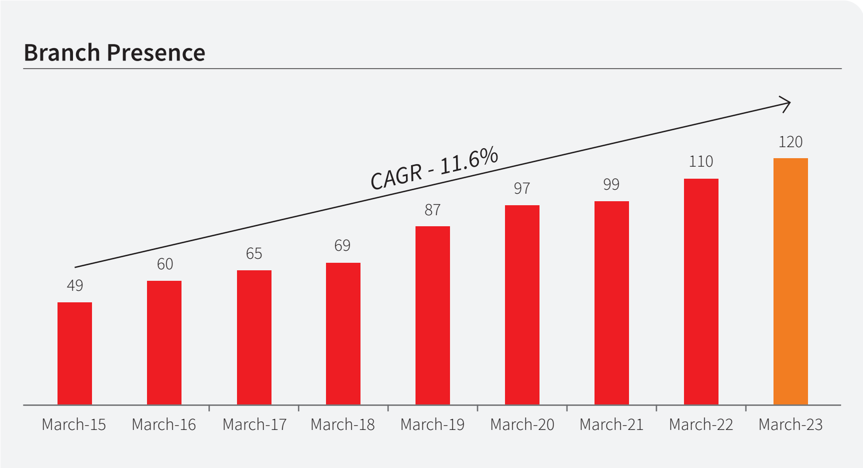


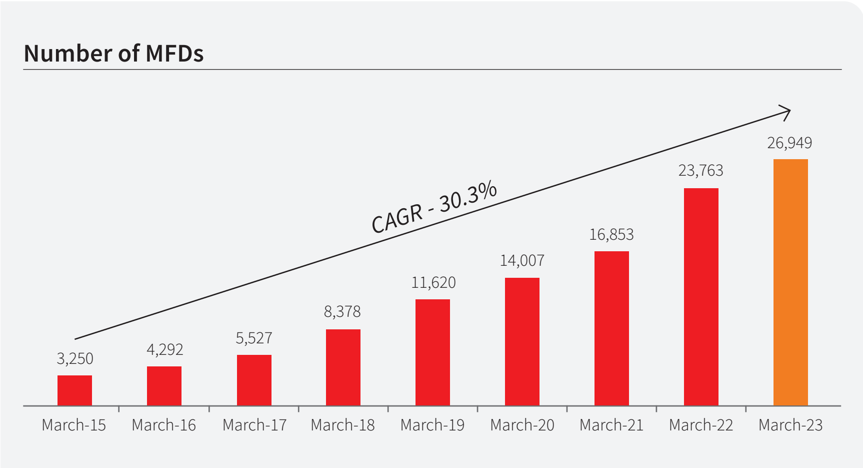
We are vigorously expanding our network of Mutual Fund Distributors (MFDs), which is the backbone of our business. There is significant untapped potential, especially in B30 regions. As we attract more MFDs, we expect more advantages for Prudent. In FY23, we successfully onboarded 4,645 new MFDs.

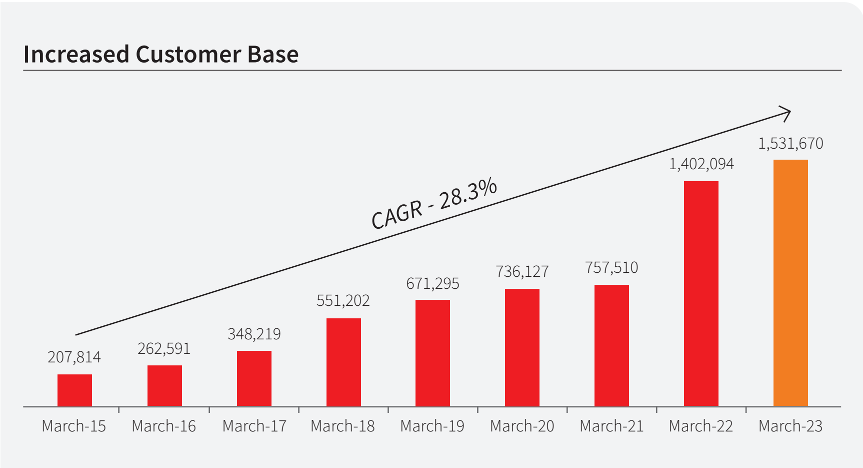


In the future, we anticipate that increasing our Systematic Investment Plan (SIP) Led Equity Assets Under Management (AUM) will play a crucial role in enhancing our future visibility and ensuring cyclical stability.

Factors contributing to AUM Growth over the years

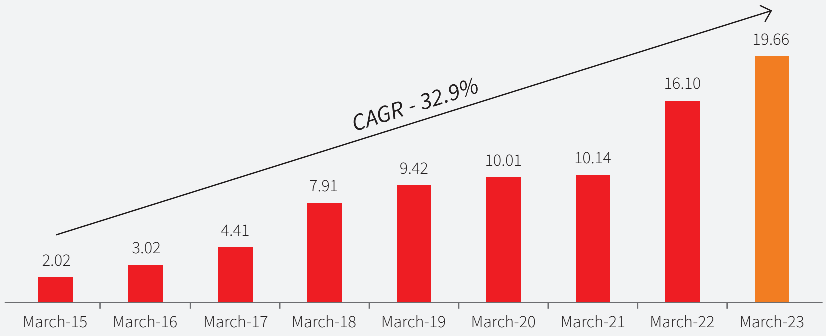






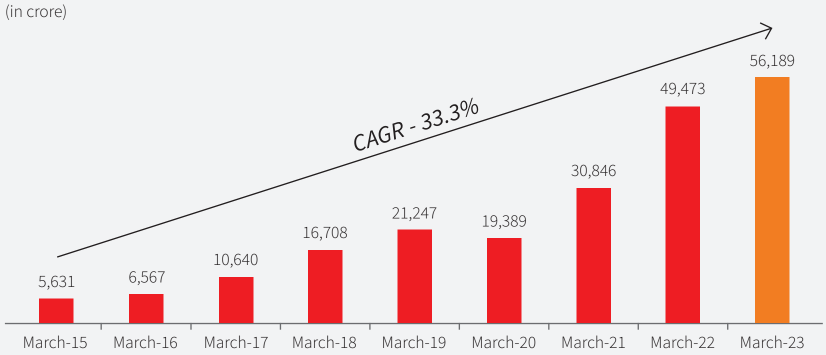
Number of Live SIPs

(in lakh)



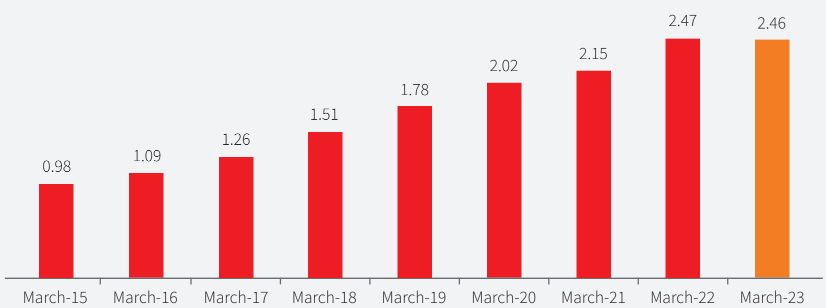
Assets Under Management

(in crore)



Equity AUM Market Share (Ex-ETFs)

(%)



Message from CMD

*The trends for India paint a promising picture for our future, as we navigate '**Amrit Kaal**' - the period marking India's transition from India@75 to India@100. We believe the forthcoming prosperity will further propel our growth, setting us on a firm path to achieve an AUM of ₹1 trillion within three years.*

Sanjay Shah
Chairman & Managing Director

₹500 crore

Revenues achieved by mutual fund vertical in FY2023

₹116.7 crore

Profit after tax for FY2023, registering a year-on-year increase of 45%

221%

The surge in AUM from FY2018 to FY2023 was driven largely by the success of the Systematic Investment Plans (sips)

Dear Esteemed Stakeholders,

The mere act of writing this letter fills me with immense gratitude and pride. As I sit in my office, a cherished photograph of our humble beginning in 2000 sitting on the desk, I'm overwhelmed by a sense of fulfilment and a spark of excitement for the path ahead. I am reminded of a quote by the legendary Jack Welch, **"Good business leaders create a vision, articulate the vision, passionately own the vision, and relentlessly drive it to completion."** This quote inspired me years ago, and today, I find the strength and meaning in those words ringing true as we embark on our next chapter.

Ascending New Heights

FY2023 marked a significant leap forward in our journey as we proudly celebrated the accomplishment of three salient milestones:

- *Our Mutual fund vertical soared beyond ₹500 crore in revenues.*

- *Our cash flow from operations surpassed the ₹100 crore mark to reach ₹127 crore, reflecting our operational efficiency and robust financial health.*
- *Our insurance vertical emerged as a significant contributor to our revenue composition, accounting for more than 10% of our total revenues.*

For FY2023, our revenue from operations witnessed a remarkable YoY growth of 36% to ₹611.3 crores, underpinned by a robust 33% increase in our yearly average AUM in the mutual fund vertical and almost doubling of our insurance revenues. Our operating profits grew by 51% YoY to ₹173.3 crore, driven by improved operating leverage and the increased contribution from our insurance vertical. Our profit after tax registered a 45% YoY increase to ₹116.7 crore. In tandem with these achievements, our cash flow from operations for the year stood at ₹127 crore.

The Future of the Mutual Fund Industry and Our Role

Over the past decade, the mutual fund industry's total Assets Under Management (AUM) has expanded at a Compound Annual Growth Rate (CAGR) of 18.8%. This robust CAGR implies that the industry is capable of doubling in size every four years. Despite the impressive growth trajectory of the past decade, there remains considerable room for expansion.

According to a recent Kotak Institutional Research report, the industry is projected to maintain a growth rate of 15% CAGR from FY22-32. I firmly believe this is achievable, especially considering the comparatively small proportion of retail savings currently allocated to mutual fund products. As per a report by Jefferies, out of India's substantial annual savings pool of around USD 800 billion, only USD 20 billion, or 2.5%, finds its way into mutual funds through retail participation. A substantial part of financial savings still resides in fixed deposits.

As we embark on this promising journey into the future, I am excited about the prospects that lie ahead. I am confident that with the unwavering support of our people, business partners, and shareholders, we will continue to achieve new heights.

However, as the benefits of equities — particularly their ability to provide better inflation-adjusted returns over the long run — become more widely recognized, we anticipate a significant shift in the savings pool towards mutual funds. Indeed, we are already seeing this trend and predict it will solidify in the coming years. It is more than just a shift in financial strategy; it is a generational change. The industry is poised for exceptional growth.

The Role of Distributors and the Emergence of Fintech

Distributors are integral to this growth, playing a vital role in guiding people to invest in mutual funds. Their role extends beyond mere investment facilitation; they aid clients in understanding their financial goals and risks, and in balancing asset and product allocation. They also provide behavioural coaching. A report by Vanguard even quantifies the value of these services, suggesting an advisor contributes an alpha of 270 basis points a testament to the importance of distributors in our industry's growth.

In this era of fintech, distributors must offer clients technology comparable to that offered by fintech companies. Prudent equips distributors with such tools, providing a fintech-like experience where clients can effortlessly track and execute transactions initiated by their distributors through an app, FundzBazar. This app can be branded as the distributor's own, enhancing their professional image. Distributors can also efficiently manage their back-office tasks using our Prudent Partner Desk app, thus allowing them to focus on client acquisition.

To further support our distributors, we maintain a team of 350 Relationship Managers who work at the grassroots level to expand the Mutual Fund Distributor (MFD) network. They assist distributors with business planning, educate them about new products, and provide hands-on support as needed.

With these tailwinds, Prudent is well-positioned to continue growing at a pace that outstrips the industry average, bringing prosperity to our stakeholders and creating a brighter financial future for our clients.

The trust you bestow upon us is the engine that propels us forward. We may not manufacture tangible products or sell essential commodities. But we offer an invaluable service that enables all kinds of people to create a brighter future for themselves and their loved ones. The trust they and our MFD partners place in our capabilities and vision is truly our greatest asset.

Warm Regards,

Sanjay Shah
Chairman & Managing Director

Message from CEO

Dear Stakeholders,

I write to you today with pride and an unshaken belief in what we have achieved together over the past year.

Evolving Together with MFDs

Our success story has been shaped by our partners, who remain the backbone of our organisation. Year after year, they have grown with us, embracing the changing industry landscape and enhancing their capabilities, thus contributing significantly to our remarkable performance. Our MFDs have demonstrated exceptional progress over the years. From having only 339 MFDs with an AUM exceeding ₹10 crore in March 2019, we have witnessed an almost threefold surge to 1,041 MFDs by March 2023. Our data reaffirms that their productivity significantly increases as our MFDs gain experience and mature. Mature MFDs, with an AUM exceeding ₹10 crore, remarkably outshine their younger counterparts in multiple domains, including higher gross sales per client, higher new SIPs per client, and higher AUM per client. This correlation between experience and productivity further reiterates our belief in the power of learning and growth. As we continue on our journey, we are dedicated to fostering this maturation process, recognising that our development is intertwined with the growth of our MFDs.

It is noteworthy that FY2023 also marked a significant transition, with 2,058 MFDs evolving from the 2–5-year maturity bucket to the >=5-years category. This shift to an experienced workforce is a testament to the constant learning, innovation, and growth that form the core of our organisational culture.

Our story of success has been shaped by our partners, our Mutual Fund Distributors (MFDs), who remain the backbone of our organisation. As we continue on our journey, we are dedicated to fostering this maturation process, recognising that our growth is intertwined with the growth of our MFDs.

Shirish Patel
Whole-time Director and CEO

~3X

By March 2023, we saw a nearly threefold increase in three years to 1,041 MFDs with an AUM exceeding ₹10 crore

94.6%

YoY growth rate in revenue from the distribution of insurance products

Our diversification journey has been an integral part of our success, yielding an impressive CAGR of 41% in revenues from FY2020 to FY2023. This shift in our growth strategy has de-risked our revenue concentration and created a solid foundation for sustained growth.

Harnessing Diversification and Technology

The need for a diversified product portfolio and advanced technology platforms is paramount in the ever-evolving financial landscape. We have successfully diversified our product portfolio to cater to our client's diverse financial needs. Our robust platform offers various products, including PMS, AIF, Peer to Peer Lending, Corporate Fixed Deposits, Primary & Secondary Bonds, and Smallcase, equipping our MFDs to meet all their client requirements under a single platform. This one-stop-shop strategy deepens our relationship with the MFDs and empowers them to broaden their revenue horizons.

In FY2023, our revenue from distributing insurance products and other financial products showed significant expansion. I am pleased to report a YoY growth rate of 94.6% in revenue from the distribution of insurance products, a testament to the successful integration of these services into our business model. Moreover, other financial product distribution has also seen a robust YoY growth rate of 98.0%. This phenomenal growth signifies the effectiveness of our strategy to leverage these diverse product lines in response to the evolving needs of our clients and the market at large. Our diversification journey has been an integral part of our success, yielding an impressive CAGR of 41% in revenues from FY2020 to FY2023 from products other than mutual fund distribution. This shift in our growth strategy has de-risked our revenue concentration and created a solid foundation for sustained growth.

The Tenacity of Mutual Funds

The mutual fund industry has always been the cornerstone of our business, and the impressive growth of its Assets Under Management (AUM) significantly underscores this fact. Despite regulatory challenges, the industry AUM has shown remarkable growth, from the initial 1 trillion mark achieved in 36 years to an additional 38 trillion in the following 21 years. This expansion does not solely speak to the industry's resilience and strategic growth initiatives, but it also highlights the increasing trust households place in mutual funds to reach their financial goals. We see vast potential and untapped opportunities in the sector, particularly within our existing client base. Our data shows that nearly 50% of our clients have not yet tapped into the benefits of Systematic Investment Plans (SIPs). As we forge ahead, we will focus on enlightening and empowering our clients about SIPs, enriching their financial planning journey and contributing to the overall growth of the SIP portfolio in the industry.

41%

CAGR growth in revenues (FY2020-FY2023) from non mutual fund products

Prudent's journey thus far has been a testament to our team and partners' resilience, dedication, and unwavering spirit. As we turn the pages to the next chapter of our growth story, we are resolute in our commitment to **'Doubling Down on Success'**. We are confident that with your continued trust and our relentless commitment, we will reach new heights, create lasting value, and drive prosperity for all our stakeholders.

Once again, thank you for your unwavering faith in us. We look forward to your continued support and trust as we traverse this growth journey.

Best regards,

Shirish Patel
Whole-time Director and CEO

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SIPs: The Compass to

'Doubling Down on Success'

Our story at Prudent is one of consistent growth, and SIPs have been the unwavering compass guiding us through this journey. By bringing stability to our net sales and displaying an expanding market acceptance, SIPs promise a future laden with opportunities. Together with the Mark-to-Market gains, they have catalysed a predictable annualised growth of around ~20% over the longer term. The higher average value and longevity of SIPs, especially in regular plans, further underscore their importance in our growth narrative.

~20%

Predictable annualised growth catalysed by SIPs and the Mark-to-Market gains over the longer run.

Looking ahead, the unexplored potential among our existing clients hints at a landscape ripe for expansion. As we harness the power of SIPs, we are not just keeping pace with the industry but setting the pace, as our market share in SIPs is almost 2.6x our market share in total AUM. This strategy has enabled us to outperform the industry growth, cementing our position as a leader in accelerated AUM growth. As we navigate towards the future, SIPs will continue to play a crucial role, guiding us in our mission to create unparalleled value for our investors.

SIPs: The Compass to

'Doubling Down on Success'

SIPs: The Catalyst for Steady Growth and Prosperous Future

221%

AUM grew by 221% between March-18 to March-23, with net sales and M2M contributing 52% and 48%, respectively, to this growth.

47.6%

Increase in SIP flows as part of Gross Equity Inflows from 23.9% in 2018 to 47.6% in 2023.

Systematic Investment Plans (SIPs) have been the driving force in bolstering our Assets Under Management (AUM), with a remarkable surge of 221% observed from March 2018 to March 2023.

Over the years, SIPs have become a widely accepted investment product, propelled by the successful 'Mutual Fund Sahi Hai' campaign, which received notable endorsements from cricket icons. This broad acceptance is reflected in the general upward trend of SIP flows as part of our Gross Equity Inflows, escalating from 23.9% in FY2018 to 47.6% in FY2023.

Prudent's exceptional growth and robust stability are mainly attributable to the strategic utilisation of Systematic Investment Plans (SIPs) and Mark-to-Market (M2M) gains. Together, they have sculpted a compelling narrative of success, marking a 221% growth in our AUM in just five years, and promising an even brighter future.

As we stand at the cusp of India's 'Amrit Kaal', a 25-year period wherein India will transition from India@75 to India@100, we anticipate a tenfold surge in the country's per capita income. This economic prosperity, coupled with a higher savings rate of 29.3% compared to the world average of 26.9%, is expected to act as a powerful catalyst, further propelling the growth of our SIP product. As per a report by Jefferies, savings into SIPs are just 10% of annual incremental bank deposits leading to considerable headroom for the product to grow.

In the next three years, as we aim to achieve an AUM of ₹1 trillion, we foresee our monthly SIP inflow crossing the mark of ₹1000 crore. With a robust performance track record and a promising economic backdrop, we are poised to continue our successful growth trajectory.

Embracing Longevity: The Power of Guided Investments

We are witnessing a compelling trend in our incoming SIPs: the average value of new SIPs outpaces the existing book average by 17-18%. This surge signifies our clients' growing trust in our MFDs, increasingly committing higher investment amounts to their systematic plans.

Crucially, our observation of SIP longevity uncovers an interesting fact. SIPs in regular plans display a substantially higher lifespan than those in direct plans. A remarkable 26% of regular SIP AUM has remained active for over 5 years, compared to just 14% of direct AUM. This disparity reinforces the fact that the longevity of SIPs is higher when investors benefit from the guidance of an MFD, especially during market volatility.

26%

Industry data as of 31 March 2023 suggests 26% of regular SIP AUM has been active for over 5 years, versus 14% of direct AUM.

SIPs have proven to be a cornerstone of our investment strategy, demonstrating steady growth and gaining significant acceptance as an investment vehicle. Their longevity, especially in regular plans, echoes the critical need for professional guidance and underpins our firm belief in the power of informed investment.

~2.3X

Average SIP AUM per Folio of Regular Vs Direct: Regular is 131,326 Vs 57169 of Direct. Regular is ~2.3X larger than Direct.

Furthermore, an encouraging trend has emerged: regular plans constitute the lion's share of 83% of the total SIP AUM of ₹6.83 lakh crore as of March 2023. This dominance of regular plans attests to the investors' confidence in the value of professional guidance. The AUM per folio of these SIP Investors, at ₹1,31,326 in regular plans, is ~2.3 times that of direct plans, indicating that clients are confident in investing larger sums when dealing with MFDs.

These trends collectively speak volumes about the pivotal role of distributors in ensuring the success of SIPs, further contributing to our exceptional growth story.

Uncovering Potential: The Untapped SIP Market

~50%

of clients have not yet embraced SIPs, representing a significant growth opportunity.

As we move forward, we are cognizant of a significant insight: even within our own clientele, 50% have not embraced SIPs. This untapped segment holds substantial promise for expansion. This realisation does not just represent an opportunity; it also embodies our commitment to serving our clients better. Through systematic investing, we can help our clients achieve their financial goals more effectively.

We are attuned to the vast potential within our existing client base, with half of our clients yet to embrace SIPs. This reveals an exciting frontier for expansion, underlining our commitment to steer our clients towards financial prosperity and further our growth trajectory.

And as we guide our clients on their journey, we continue on our path of growth and excellence. To leverage this latent potential, we have initiated comprehensive data analytics. By harnessing data-driven insights, we aim to understand and address the unique needs of these clients. With a nuanced understanding of our investors, we believe we can encourage a shift towards SIPs, boosting their financial resilience while simultaneously driving our growth trajectory.

The Backbone of Progress:

Ascending Trajectory Fuelled by Maturing MFDs

In the dynamic landscape of financial services, the role of Mutual Fund Distributors (MFDs) remains instrumental in driving our growth. Through their transition from beginners to seasoned professionals, our MFDs have not only matured in their roles but have significantly enhanced their productivity using our technology-based services. The increasing maturity and AUM of MFDs are encouraging them to take up this profession as a whole-time business, thereby leading to substantial growth for themselves, eventually translating into success for Prudent.

As MFDs continue their professional evolution, they foster an upward growth spiral, fortifying Prudent's "Double Down on Success" strategy and redefining industry benchmarks. The journey of MFDs, thus, symbolises the ascending trajectory of Prudent.

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From Beginners to Veterans: The Evolution and Maturation of MFDs

~3X

The number of Mutual Fund Distributors (MFDs) has increased threefold from FY2018 to FY2023, signalling the growth and expansion of Prudent.

The ongoing success story of Prudent has at its core a tireless team of Mutual Fund Distributors (MFDs), whose numbers have seen a threefold increase from 8,378 in FY2018 to a staggering 26,949 by FY2023. Yet, the true cornerstone of our success lies in their growing numbers and the evolution of these MFDs into seasoned professionals.

The growing maturity of MFDs, signifies a more experienced workforce contributing substantially to AUM and gross sales, thereby fuelling the company's growth.

The Backbone of Progress:

Ascending Trajectory Fuelled by Maturing MFDs

7,859

The number of MFDs who have been with the company for 5 years or more is 7,859, accounting for 29% of the total MFDs.

This maturation process has lent us a significant edge, infusing our operations with an added layer of stability and productivity. Their growth in experience is mirrored by their increasing contribution to our gross sales, Assets Under Management (AUM), and the initiation of new Systematic Investment Plans (SIPs), as shown in the table below:

Maturity of MFDs	No. of MFDs	MFDs to Total MFDs	MFDs as % of MFDs Aum	Gross Sales (April-March)	New SIP Accretion (April-March)
<2 Years	12,300	46%	13%	23%	21%
2 to 5 Years	6,790	25%	18%	24%	23%
>=5 Years	7,859	29%	70%	53%	56%

Scaling New Heights: The Maturation of MFDs and Its Impact

2,058

In FY2023, 2,058 MFDs moved from the 2-5 year bucket to the >=5 years category, demonstrating a significant shift towards an experienced workforce.

1,041

The number of MFDs with an AUM exceeding ₹10 crore has increased nearly threefold from 339 in March 2019 to 1,041 by March 2023.

Over the years, the MFDs at Prudent have demonstrated remarkable progress. From a mere 339 MFDs with an AUM exceeding ₹10 crore in March 2019, the count has grown to 1,041 MFDs by March 2023 - a nearly threefold increase. Additionally, FY2023 marked a significant shift with 2,058 MFDs moving from the 2-5 year bucket, to the >=5 years category, further solidifying the experienced cohort.

The movement of MFDs to higher experience levels enhances their personal earnings and impacts the overall business positively by increasing AUM and gross sales.

This growth in AUM is not merely a number. It represents a threshold that enables MFDs to garner a yearly income ₹6 to 7 lakhs, nudging many to embrace this business as their primary profession. This commitment, in turn, profoundly affects their productivity, catalysing an upward spiral of growth for themselves and Prudent.

The Fruits of Maturity: How Seasoned MFDs Power Prudent’s Progress

›3X

Mature MFDs generate >3X higher gross sales per client (134,585) compared to their younger counterparts (44,001).

›1.5X

Mature MFDs outperform by >1.5X in adding new SIPs per client (2,388), against the 1,577 achieved by less experienced MFDs.

›2.7X

Mature MFDs outperform by >1.5X in adding new SIPs per client (2,388), against the 1,577 achieved by less experienced MFDs.

The adage “with age comes wisdom” holds true for our MFDs. Data validates our assertion that as MFDs mature, their productivity escalates dramatically. A comparative analysis of mature MFDs (AUM of more than ₹10 crore) against younger counterparts (AUM of less than ₹10 crore) reveals stark differences:

Particulars	Average Gross Sales Per Client	Average Value of New SIPs Added Per Client	Average AUM Per Client
MFDs with AUM More than 10 Crore	1,34,585	2,388	7,27,855
MFDs with AUM Less than 10 Crore	44,001	1,577	2,67,044
Difference (in Times)	3.1	1.5	2.7

The heightened productivity of mature MFDs propels the growth of Prudent Advisory, demonstrating the profound impact of experience on performance. This trend underlines the importance of nurturing and retaining MFDs, fostering their journey from beginners to veterans.

As we march ahead on our path, we are committed to promoting this maturation process. As our MFDs evolve, we remain steadfast in our quest to continue **“Doubling Down on Success.”** Our growth is inexorably tied to their evolution, and together, we aim to redefine industry benchmarks.

Reaping Value from Diversification:

The Rising Contribution of Insurance

Prudent's careful shift towards diversification has supported its steady growth and strengthened its position in the industry. The diverse growth, sparked by increased earnings from insurance and other financial products, shows Prudent's ability to adapt and stay strong despite changing market needs. By providing an extensive product portfolio, Prudent offers a comprehensive suite of solutions catering to diverse customer needs, ensuring its MFDs can broaden their revenue streams.

7,750

The number of partners or their family members Prudent has upskilled to become insurance-selling Point of Salespersons (POSPs).

32,295

The number of fresh policies distributed across life and non-life insurance segments by Gennext Insurance Brokers Pvt. Ltd. in FY2023.

The Power and Promise of Diversification

41.0%

The Compound Annual Growth Rate (CAGR) in revenues from FY2020 to FY2023 resulted from products other than mutual fund distribution..

Prudent has undertaken a thoughtful path of diversification in its steady pursuit of progress. This has led to a noteworthy compound annual growth rate (CAGR) of 41% in revenues from FY2020 to FY2023, from products other than mutual fund distribution. Insurance has played an important role in this solid growth, marking a new chapter in Prudent's journey.

Diversification into complimentary products effectively underscores the success of Prudent's diversification strategy in preserving and growing the Company's economic value, even in the face of industry volatility.

A Bird's Eye View of Revenue Growth across Diverse Product Lines

94.6%

The YoY growth rate in revenue from the distribution of insurance products.

Prudent's revenue from the distribution of insurance products has shown a remarkable leap, growing from INR 36.3 crores in FY2022 to INR 70.6 crores in FY2023, marking a notable YoY growth rate of 94.6%. This substantial rise in revenue clearly demonstrates the success of Prudent's diversification strategy into insurance, which has become an integral pillar supporting the Company's financial growth. In an astute move to boost cross-selling and deepen customer relationships, Prudent has empanelled around 7,750 partners or family members to become insurance-selling Point of Sales Persons (POSPs). Prudent is banking on this channel going forward to bring growth in the business.

Alongside insurance, the revenue from other financial products has also shown strong growth. Revenue from these products nearly doubled from INR 7.7 crores in FY2022 to INR 15.2 crores in FY2023, registering a commendable YoY growth rate of 98.0%. The main products under this category are PMS, AIF, Liquiloans, Secondary Bonds & Corporate Fixed Deposits.

98.0%

The YoY growth rate in revenue from other financial and non-financial products.

The solid growth rate reflects Prudent's adaptability to evolving market demands, as it consistently broadens its revenue base, thus further reducing risk exposure to a single product category.

Our constant endeavor to add products to our platform is leading to our distributor being able to fulfill all their clients requirement under one umbrella thus transforming them to a 'Multi Product Distributor' rather than just a 'Mutual Fund Distributor'.

A vast product bouquet is also incentivizing more distributors to join our platform enabling them to cater to all their financial needs of their clients & in-turn helping us in diversifying our revenue stream.

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Strengthening Communities, Empowering Lives:

Prudent's Sustainable Impact on Society

*At Prudent, we passionately believe that our growth as an organisation is tied intrinsically to the prosperity of the communities we serve. Our mantra, "**Doubling Down on Success**," extends beyond our commercial aspirations, embodying our goal to amplify the positive impact we make on society. We strive to be a beacon of change, a catalyst for empowerment, and a harbinger of sustainable development. This annual report chapter showcases how we've endeavoured to make a difference in the past year, focusing on poverty reduction, environmental sustainability, health initiatives, and empowering women and differently-abled individuals.*

Health Initiatives: Addressing the Lifeline of Communities

Empowering Women through Sanitary Napkin Support

We are profoundly committed to enhancing women's health and dignity. Our distribution of 30,000 biodegradable sanitary napkins to economically disadvantaged and differently-abled women underpins our commitment to this cause. Moreover, by sourcing these products from an enterprise managed by rural women, we simultaneously encourage income generation and empowerment within these communities.

Combatting Tuberculosis Through Awareness and Support

In our stride to eradicate Tuberculosis, we extended our support to 50 affected patients. Our holistic approach comprising nutrition kits, regular counselling, and medical aid has proven successful, enabling these individuals to reintegrate into society as healthy members.

Bringing Light into Lives: Cataract Surgeries

In our bid to combat vision impairment, we successfully sponsored 200 cataract surgeries, driving awareness around eye health, and facilitating access to quality healthcare.

Blood Transfusion Centre: Championing Thalassemia Care

Our collaboration with Live Life Research Foundation established a Thalassemia Blood Transfusion Centre, which provides free medical treatments and comprehensive care to patients with Thalassemia.

Voluntary Blood Donation: Promoting Lifesaving Contributions

Our initiative of organising a Blood Donation Camp was a resounding success, with employees stepping forward to donate blood and save lives, especially those affected by Thalassemia.

Amplifying Hearing Capabilities: Supporting HI Children

By sponsoring the HearNU device, we have empowered 107 hearing-impaired children to enhance their auditory and communication skills, paving the way for their brighter futures.

Strengthening Communities, Empowering Lives:

Prudent's Sustainable Impact on Society

Women Empowerment: Fostering Strength and Independence

LakshMe: Nurturing Financial Literacy

Our LakshMe initiative held several workshops and camps to instil financial literacy and independence among women.

Through workshops, the program educated women about the importance of personal finance and economic wellbeing, awareness of very basic financial concepts like what is income, expenses, debt, A fundamental understanding of investment products, including their characteristics, pros, and cons etc.

LakshMe's BFF program is the platform that provides women with a buddy who helps them in managing their money and taking informed decisions for their finances.

Doubling Down on Success: At Prudent, we translate our business success into impactful societal contributions, fostering self-reliance, and amplifying positive change within our communities.

Empowering Through Skill Development

Our Skill Development Vocational Training initiative further emphasises our commitment to women's empowerment. We aim to foster confidence and self-reliance among young women by imparting livelihood skills.

Education: Igniting Minds and Transforming Futures

Ekal Kid's Library and One Teacher Schools

Our initiatives - "Ekal Kid's Library" and "Ekal One Teacher Schools" - are making education accessible to tribal children, thereby sparking a love for learning and knowledge acquisition.

Celebrating Children's Day: Emphasising Education and Food Security

Through our Children's Day celebration, we not only provide joy but also underscored the importance of education and food security among underprivileged children.

Kalrav & Bal Sanskar Kendra: Non-Formal Education Centres

Our non-formal education centres, Kalrav and Bal Sanskar Kendra are helping children develop essential skills and knowledge, preparing them for a brighter future.

Supporting Education Centre

We believe in equitable access to quality education. To facilitate this, we are proud to support an educational centre that integrates students from marginalised communities into mainstream education.

Education and Scholarship Support

Our financial aid for underprivileged students is removing barriers to education, providing them an equal platform to pursue their dreams and build a better future.

Our transformative initiatives, the "Ekal Kid's Library" and "Ekal One Teacher Schools," are breaking barriers and bringing education within reach of tribal children. These initiatives ignite a love for learning and knowledge acquisition, empowering young minds for a brighter future.

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Strengthening Communities, Empowering Lives:

Prudent's Sustainable Impact on Society

Poverty Reduction: Empowering Livelihoods, Elevating Dignity

Enabling Self-Employment for the Differently Abled

In an ambitious endeavour to tackle poverty and enhance the livelihoods of differently abled individuals, Prudent Group, in collaboration with BPA, has proudly supported a remarkable self-employment project. This initiative has catalysed empowerment for 131 deserving individuals from less privileged backgrounds, offering them self-employment kits and wheelchair tricycles. By doing so, we have sowed the seeds of self-reliance, giving them the necessary tools to generate sustainable income and become self-employed.

With our self-employment project for differently-abled individuals, we aim to sow the seeds of self-reliance and dignity. Our goal is not just to provide tools for income generation, but to instil confidence, fostering a more inclusive and empowered society.

Championing Sustainable Footwear through Upcycling

Prudent Group is actively transforming this narrative in a world where over 350 million pairs of shoes are discarded annually. Together with Greensole, we have committed to a unique upcycling initiative, giving a second lease of life to 2049 pairs of unwanted shoes. This endeavour has diverted non-biodegradable waste from landfills and decreased our carbon footprint by 11.0646 tons. Above all, these upcycled shoes have safeguarded the health of needy students, demonstrating our commitment to community wellbeing.

Our collaboration with Greensole not only diverts non-biodegradable waste from landfills but also protects the health of students in need. This epitomises Prudent's holistic approach to CSR, where environmental consciousness and societal wellbeing go hand-in-hand.

Environment & NRM: Advocating Environmental Consciousness

Cultivating Young Eco-warriors

Recognising the vital role, the younger generation plays in protecting our planet, Prudent Group, in partnership with Samvedana Trust, celebrated World Environment Day 2022 with an engaging "Poster-making on Environment and best out of waste" competition. This initiative emphasised the importance of recycling and reusing waste materials, instilling values of sustainability within our future leaders.

Animal & Birds Preservation: Preserving Our Feathered Friends

Hydration Support for Stray Animals & Birds

Summers can be harsh for our feathered friends and stray animals. To mitigate their suffering, Prudent Group extended its support to 'Trusha, Ek Prayas', an oral rehydration camp organised by Jivdaya Charitable Trust. Our contribution of 1100 clay pots has helped ensure that stray animals and birds remain hydrated during the hot months, preserving their wellbeing and supporting ecological balance.

Providing a Safe Haven for Raptors

Prudent Group is deeply committed to animal and bird preservation. Our support to Jivdaya Charitable Trust in constructing a dedicated raptor rehabilitation centre demonstrates this commitment. The centre caters to injured raptors, offering treatment, rehabilitation, and eventual released back into their natural habitats. This endeavour underscores our belief in nurturing all creatures, fostering a harmonious coexistence.

Saving Birds During Uttarayan

Prudent Group's efforts extend to specific cultural events as well. During the kite flying festival of Uttarayan, we sponsored a bird-saving campaign, providing essential medications to treat birds injured by glass-coated threads. By doing so, we saved thousands of birds, contributing to nature conservation and setting a commendable example for society. Our actions underline the need for compassion and responsibility towards all life forms, reminding us that our success as a business can, and should, translate into impactful societal contributions.

Through initiatives like 'Trusha, Ek Prayas' and the establishment of the Raptor Rehabilitation Centre, we underline our commitment to preserving all life forms, reminding us that compassion and responsibility towards our environment are as essential as our commercial endeavours.

Board of Directors

Mr. Sanjay Shah

Chairman and Managing Director

Chartered Accountant with more than two decades of experience in wealth management. Holds a degree of BBA from Sardar Patel University & is admitted as a fellow member of the Institute of Chartered Accountants of India.

Mr. Shirish Patel

Chief Executive Officer and Whole-time Director

MBA in Finance & diploma in Computer Applications, with 22 years of experience in wealth management. Previously worked with ICICI Bank, Citi Bank. Joined the firm in 2005 & has been instrumental in the overall growth of the company.

Mr. Chirag Shah

Whole-time Director

Fellow member of Institute of Chartered Accountants of India with 17 years of experience in insurance & compliance sector. Previously been associated with NSDL, joined Prudent in 2004 & currently serving on board of Gennext. Is responsible for HR, Admin & Compliance functions of the Prudent group.

Mr. Dhiraj Poddar

Non-Executive Nominee Director

Serving as Country Head – India of TA Associates with 17+ years of experience in PE. Has helped in investments across financial service, technology, healthcare & been associated with ICICI Securities, Progeon Ltd & Standard Chartered Bank.

Mr. Deepak Sood
Independent Director

Fellow of Insurance Institute of Indian, with over 30+ years of experience. Over the years has served as head of BD at Bajaj Allianz GI, MD & CEO of Future Generali & CRO of ERGO.

Ms. Shilpi Thapar
Independent Director

Holds a bachelor's in law & commerce, registered with Insolvency & Bankruptcy Board of India as an insolvency professional. With 18 years of industrial experience she is a qualified Company Secretary & fellow member of Institute of Company Secretaries of India.

Mr. Karan Datta
Independent Director

With 10 years of experience in asset management has been associated with Goldman Sachs Securities, Goldman Sachs Asset Management & Axis Asset Management.

Mr. Aniket Talati
Independent Director

Qualified CA & fellow member of Institute of Chartered Accountants of India, was elected to the 24th Council of the Institute of Chartered Accountants of India in 2018. He is currently serving as a president of ICAI.

Management Discussion & Analysis

Despite the challenges, growth momentum is expected from reopening the Chinese economy and easing supply chain pressures. Global trade remains weak but is expected to recover as trade flows normalise with the reopening of the Chinese economy and global growth recovery.

Global Economic Overview:

The global economic outlook remains cautious amid various risks. While there have been sharp falls in inflation, which is expected to alleviate recent challenges, central banks are approaching the end of the tightening cycle, partly in response to rising tensions in financial markets. Supply chain pressures are easing, and labour markets are showing resilience, which should support the recovery. However, uncertainty about the outlook is increasing.

According to the World Economic Situation and Prospects, as of mid-2023, a slowdown in global growth is projected. The forecast indicates a decline from 3.1 percent in 2022 to 2.3 percent in 2023, which represents an upward revision of 0.4 percentage points compared to the January forecast. As for global inflation, it is projected to decrease from 7.5 percent in 2022 to 5.2 percent in 2023. This decline can be attributed to lower food and energy prices, as well as softening global demand.

While inflationary pressures are easing, the global economy is expected to gain momentum in 2024. However, growth is projected to remain modest at 2.5 percent, significantly below the longer-term average (2000-2019) of 3.1 percent. This indicates a continued subdued growth trajectory for the global economy in the coming years.

Global energy prices have returned to pre-Ukraine invasion levels, and base effects from the energy price rise are diminishing, putting downward pressure on inflation. The prices of other commodities and global food have also eased. Although the inflation outlook has improved significantly, central banks remain cautious due to concerns that inflation expectations are embedded in pricing behaviours and wage expectations, potentially leading to stubbornly high core inflation and widespread price rises.

Recent tensions in the banking system triggered by the collapse of certain banks may complicate matters for central banks. Uncertainty and tightening credit conditions could arise, affecting monetary tightening. Fiscal policy is considered a potential tool for economic growth, but public finances have deteriorated significantly, with historically high levels of public debt limiting the scope for expansionary fiscal measures.

Despite these challenges, growth momentum is expected from reopening the Chinese economy and easing supply chain pressures. Global trade remains weak but is expected to recover as trade flows normalise with the reopening of the Chinese economy and global growth recovery. Consumer demand is projected to pick up, particularly in China and Europe, where excess savings accumulated during the pandemic could be deployed. However, risks remain, such as potential falls in house prices due to rising interest rates and tighter credit conditions, which could impact consumer confidence and spending.

2.3%

According to the World Economic Situation and Prospects global growth to remain at 2.3%in 2023.

The labour market is tight in most countries, and significant rises in unemployment are not expected. This supports households' incomes and consumer spending, despite the squeeze on real incomes from high inflation levels. The gradual recovery of households' purchasing power is anticipated as wage increases outpace inflation in the medium term.

Overall, global economic growth is expected to be modest over the next two years, remaining below its long-term average. The recovery of the Chinese economy and strong growth in emerging markets are anticipated to be the primary drivers of global growth. In contrast, the Eurozone and US economies are expected to contribute less. Risks to the forecasts are skewed to the downside due to the volatility in financial markets and the lingering impact of significant shocks experienced in recent years.

Overall, global economic growth is expected to be modest over the next two years, remaining below its long-term average. strong growth in emerging markets is anticipated to be the primary drivers of global growth. In contrast, the Eurozone and US economies are expected to contribute less.

Management Discussion & Analysis

6.5%

The Reserve Bank of India projects a growth rate of 6.5% for India in FY 2023-24.

While many developed and developing countries face significant recession risks, according to Recession Probabilities Worldwide data, India stands out with a 0% recession probability in 2023.

India Economic Overview:

The Indian economy has demonstrated resilience and potential in recent years, characterised by diverse strengths and challenges. With a population of over 1.3 billion people, India holds the distinction of having the world's fifth-largest economy in terms of nominal GDP, making it a significant player in the global marketplace.

In terms of economic growth, the Reserve Bank of India projects a growth rate of 6.5% for India in FY 2023-24. Additionally, the International Monetary Fund (IMF) has projected an average growth rate of 6.1% over the next five years. Various factors, including robust domestic consumption, favourable demographics, and ongoing structural reforms, underpin this steady growth trajectory.

One noteworthy aspect of India's economic stability is its low recession probability. While many developed and developing countries face significant recession risks, India stands out with a 0% recession probability in 2023, according to Recession Probabilities Worldwide data. This resilience positions India as an attractive investment destination, particularly when compared to countries like the UK, the USA, Canada, and Germany, which face higher recession probabilities.

Inflation, a critical factor in any economy, has witnessed some fluctuations in India. As measured by the consumer price index (CPI), retail inflation reached a two-year low of 4.25% in May 2023, while wholesale price index (WPI) inflation stood at -0.92% in April 2023.

The government's focus on managing inflationary pressures and maintaining price stability is crucial for sustained economic growth and improving citizens' living standards.

India's debt-to-GDP ratio, a measure of fiscal health, is projected to remain stable despite the challenges posed by the COVID-19 pandemic. The IMF expects India's debt-to-GDP ratio to hover around 83.6% until FY 2028, indicating a favourable debt management strategy compared to other countries that have experienced a surge in public debt.

In terms of merchandise exports, India has achieved a remarkable milestone during the fiscal year 2022-23, reaching an all-time high annual export value of USD 447.46 billion. This represents a growth rate of 6.03% compared to the previous fiscal year (FY 2021-22) record exports of USD 422.00 billion. Services exports have played a pivotal role in driving this export expansion, projected to establish a new record annual value of USD 322.72 billion during FY 2022-23, exhibiting an impressive growth rate of 26.79% over FY 2021-22.

India's foreign exchange reserves have witnessed a steady upward trajectory, nearing the $600 billion mark. As of May 5, 2023, forex reserves stood at $595.976 billion, supported by inflows and prudent management. These reserves are crucial in stabilising the currency, mitigating external risks, and providing a buffer against global economic uncertainties.

The Indian stock market has exhibited a mix of volatility and resilience. In FY 2023, the Nifty ended marginally lower, while the Sensex recorded a modest gain. Despite challenges such as aggressive monetary policies, high inflation, and geopolitical tensions, India has outperformed several emerging markets, thanks partly to solid domestic investor inflows.

Prudent
— Money through wisdom —

Industry Overview:

Overview of the Financial Distribution Industry In India

The adoption of financial products in India, including mutual funds, Insurance, and pension schemes, remains significantly low. The Mutual Fund Assets Under Management (AUM) to GDP ratio in India stands at a mere 15.9%, well below the global average of 75%. Similarly, insurance penetration is only 3.2%, leaving a substantial portion of the population without adequate coverage. The penetration rate for national pension schemes is around 3.7%, indicating limited access to formal retirement plans. Furthermore, traditional savings instruments such as fixed deposits and provident funds continue to dominate, with 50% of savings invested in these instruments. These low penetration rates can be attributed to factors such as limited awareness, affordability challenges, complex procedures, and a lack of trust in financial products.

Several key measures need to be implemented to promote financial inclusion and unlock the potential for long-term financial security in India. Enhancing financial literacy among the population is crucial to improve understanding and awareness of various financial products. Simplifying procedures and reducing complexities associated with accessing and utilising financial services will enhance affordability and convenience. Developing innovative and affordable financial products tailored to the needs of different population segments will also play a significant role in increasing adoption. Building trust through transparency, accountability, and robust regulatory frameworks is essential to instil confidence in financial products and institutions. Addressing these challenges and promoting financial inclusion will expand financial products' reach and improve India's overall penetration rates. This, in turn, will foster long-term financial security and empower individuals to participate more actively in the formal financial system.

Enhancing financial literacy among the population is crucial to improve understanding andawareness of various financial products. Simplifying procedures and reducing complexities associated with accessing and utilising financial services will enhance affordability and convenience.

15.9%

The Mutual Fund Assets Under Management (AUM) to GDP ratio in India, well below the global average of 75%.

3.2%

The insurance penetration in India.

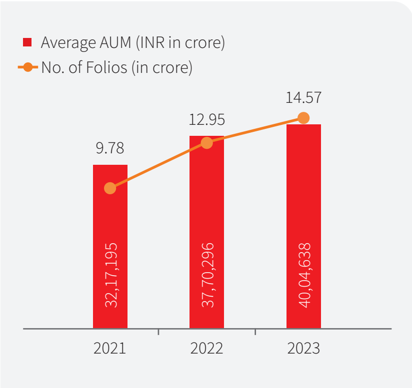
3.7%

The penetration of National Pension Scheme (NPS) and Atal Pension Yojana (APY) in India.

Management Discussion & Analysis

Growth of the Mutual Funds Industry

The mutual funds industry has demonstrated impressive growth in recent years, as evidenced by the substantial increase in both the number of folios and the average assets under management (AUM). This growth reflects the growing popularity and trust that investors have placed in mutual funds.



In March 2021, the industry had base of 9.78 crore folios. Within just one year, by March 2022, this number soared to 12.95 crore, showcasing a remarkable growth rate of nearly 32%. The expansion of the industry continued steadily, with the number of folios reaching 14.57 crore by March 2023, representing an impressive increase of approximately 12%.

12%

With an increase of 12% number of folios reached 14.57 crore by March 2023.

The positive trend continued, with the average AUM further rising to INR 40,04,637.60 crore by March 2023, demonstrating a consistent upward trajectory and a growth rate of approximately 6%.

Furthermore, the average assets under management (AUM) also witnessed substantial growth during the same period. In March 2021, the average AUM stood at INR 32,17,194.64 crore. Within a year, by March 2022, this figure surged to INR 37,70,295.79 crore, reflecting a substantial growth rate of approximately 17%. The positive trend continued, with the average AUM further rising to INR 40,04,637.60 crore by March 2023, demonstrating a consistent upward trajectory and a growth rate of approximately 6%.

These figures highlight the robust growth and increasing investor participation in the mutual funds industry. The significant increase in the number of folios and the substantial growth in average AUM indicate a growing acceptance and trust among investors, underscoring the industry's positive trajectory and potential for continued expansion.

Consolidation within National Distributors

Within the overall distribution channel, the share of National Distributors (NDs) increased by 43 basis points to 23.3%. The top three NDs include NJ, Prudent & ICICI Securities. Prudent's AUM grew at the fastest pace within the top three NDs. Additionally, the concentration moved towards the top three NDs. The share of the top three NDs in the overall ND channel improved by 123 basis points to 50.5%. Over the years, the top 3 National Distributors (NDs) in the non-banking sector have witnessed a substantial increase in market share due to commission structure rationalisation and technological disruption.

Driving growth:Technology platforms empowering Mutual Fund Distributors

Prominent National Distributors (NDs) have established robust technology platforms that facilitate the seamless onboarding of customers and enable Mutual Fund Distributors (MFDs) to conduct transactions conveniently. The utilisation of technology has resulted in reduced transaction costs. According to CRISIL Research, the ability to invest in technology and provide advanced tools that offer exceptional convenience to customers and MFDs has become a crucial factor that sets one distributor apart.

Due to their limited scale and resources, small MFDs face challenges in investing in technology. Consequently, they seek partnerships with more prominent players who can provide them with access to technology platforms. MFDs have collaborated with NDs that have developed their own online platforms to enhance their service offerings to customers. Leading National Distributors have already embraced the B2B2C (Business-to-Business-to-Consumer) models to expand their business operations. As of March 31st, 2023, Prudent Corporate Advisory Services had successfully onboarded 26,949 MFDs on its platform, accounting for 22.1% of the total MFDs in the country.

Strong SIP Flows Leading to Industry Growth

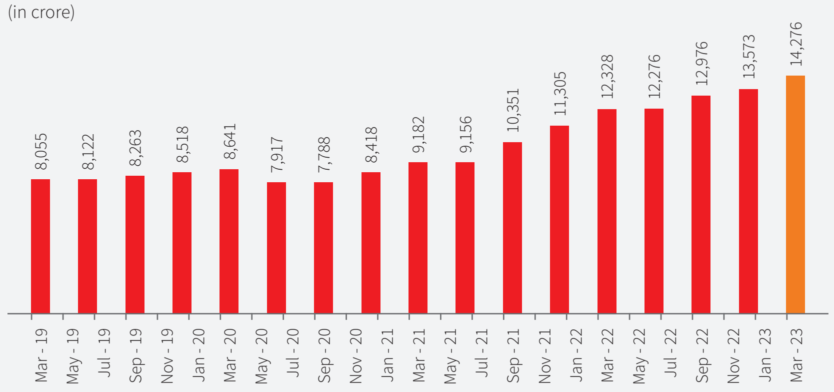
SIPs have played a pivotal role in boosting the participation of retail investors in the mutual fund industry. By mitigating behavioural weaknesses during uncertain market periods, SIPs assist investors in saving and investing systematically across various market cycles. The monthly inflows into mutual funds through SIPs have witnessed a remarkable growth trajectory, surging from ₹80.55 billion in March 2019 to ₹142.76 billion in March 2023, representing a Compound Annual Growth Rate (CAGR) of 15.4%. This surge can be attributed to the lower minimum investment requirements for SIPs, which have made mutual fund investments more accessible, even for lower-income households.

₹142.76 bn

Monthly inflows into mutual funds through SIPs have reached ₹142.76 billion in March 2023.

Monthly SIP Contribution

(in crore)



MF Industry AUM to sustain a double-digit pace between Fiscals 2021 and 2026

The Indian Mutual Fund Industry's Average Assets Under Management (AAUM) stood at ₹41.53 Lakh Crore (₹41.53 Trillion) for April 2023. Going forward, continued growth will be driven by the pickup in corporate earnings, growing disposable income and savings, financialisation of savings and deeper regional penetration and awareness.

As of May 2023, the average monthly assets under management (AUM) in cities beyond the top 30 (B30) amounted to ₹7.30 trillion, a substantial increase from ₹1.39 trillion in March 2014.

Increasing penetration in Semi-urban and Urban Geographies

As of May 2023, the average monthly assets under management (AUM) in cities beyond the top 30 (B30) amounted to ₹7.30 trillion, a substantial increase from ₹1.39 trillion in March 2014. This B30 Monthly Average AUM (MAAUM) growth reflects a Compound Annual Growth Rate (CAGR) of approximately 19.8% between March 2014 and May 2023. The key driver of this growth is the expanding presence of distributors in B30 regions. CRISIL Research emphasises that more robust connections between individual distributors, technology adoption, and increased investor interest due to improved disposable income will contribute to strong AUM growth in B30 geographies.

According to data from the Association of Mutual Funds in India (AMFI) in May 2023, 17% of the total assets in the mutual fund industry were sourced from B30 cities. Considering the under-penetration in B30 cities, a significant portion of the industry's growth is expected to come from these regions.

Management Discussion & Analysis

Company Overview:

Background

Established in 2003 and headquartered in Ahmedabad, Prudent Corporate Advisory Services has emerged as one of India's rapidly growing financial services groups. With a dedicated team of 1,119 highly skilled professionals and a strong network of 26,949 well-trained and qualified channel partners, we have secured a prominent position as one of the top mutual fund distributors in terms of assets under management and commission received.

Our success stems from our unique business-to-business-to-consumer (B2B2C) model, complemented by our technology-driven investment and financial services platform. This comprehensive approach allows us to offer end-to-end solutions crucial for distributing financial products.

26,949

No. of MFDs forming a strong network of well trained and qualified channel partners.

As of March 31, 2023, the Company's AUM from the mutual fund distribution business grew by 13.6% YoY to ₹561,890 million, with 93.5% of total AUM being equity-oriented.

Operating through 120 locations across 21 states, we have established a robust digital presence to cater to the evolving needs of our clients. Our services include mutual fund distribution, insurance products, stockbroking, national pension schemes, unlisted securities, bonds, fixed deposits, portfolio management schemes, alternative investment funds, small cases, and peer-to-peer lending.

With our extensive reach, advanced technology, and diverse product offerings, we have earned a reputable position as a trusted distributor of financial products in India.

Verticals	Key Metrics (FY2023)	Platforms
Mutual Funds	AUM: **₹561,890** million No. of investors: **15.31** Lac No. of MFDs: **26,949** AUM per MFD: **₹20.9** million AUM per investor: **₹0.4** million No. of AMCs associated with **39**	**FundzBazar:** Online investment a platform that offers a variety of investment products **PrudentConnect:** Virtual office for MFDs registered with us.
Insurance	Premium: **₹4,534** million No. of policies: **1,24,229** Average premium per policy: **₹0.04** million No. of life insurance companies associated with - **37**	**Policyworld:** An online platform which offers a variety of insurance solutions

Financial & Operational Performance

Particulars (₹ in crore) (Consolidated)	FY-23	FY-22	YoY (%)
Closing Assets Under Management	56189	49473	13.6%
Total Revenue from Operations	611.3	450.8	35.6%
Operating Profit	173.3	115.2	50.5%
Operating Profit Margin (%)	28.4%	25.5%	28 bps
Profit After Tax	116.7	80.3	45.3%
Profit After Tax Margin (%)	19.1%	17.8%	13 bps
Earnings Per Share	28.18	19.42	45.1%
Return On Average Net Worth	39.7%	40.7%	-10 bps

51% YoY

Operating profits grew 51% YoY to ₹173.3 crore, led by the benefits of operating leverage and a larger share of Insurance.

Business Overview

Assets Under Management

As of March 31, 2023, the Company's AUM from the mutual fund distribution business grew by 13.6% YoY to ₹561,890 million, with 93.5% of total AUM being equity-oriented. Growth in AUM was led by Systematic Investment Plan (SIP) flows & acquisition of Karvy's mutual fund folios. We ended March 2023 with a monthly SIP flow of ₹517 crore, with almost a second rupee of gross inflow coming from SIP.

Revenue from Operations

Revenue from operations grew 36% YoY to ₹611.3 crores, led by 33% growth in yearly average assets under management (AUM) in the mutual fund vertical, coupled with insurance revenues almost doubling.

Operating Profit

Operating profits grew 51% YoY to ₹173.3 crore, led by the benefits of operating leverage and a larger share of Insurance in overall revenue composition.

Profit After Tax

Profit After-tax growth at 45.2% YoY was slightly slower than operating profit growth. This was due to higher depreciation expense due to the amortisation of amount paid on account of acquisition of Karvy assets. Depreciation expenses were higher by 79.10% YoY.

Growing the base of MFDs

As part of our business strategy, our Company is actively focused on the aggressive expansion of our Mutual Fund Distributors (MFDs), who serve as the backbone of our operations. As of March 31, 2023, we have successfully empanelled 22.1% of the total MFDs in the country, demonstrating our strong market presence.

There is a growing recognition among MFDs regarding the importance of collaborating with technology-based platforms to serve their clients efficiently, and we are capitalising on this opportunity. Currently, the penetration of MFDs within the country remains relatively low. While approximately 2.6 million insurance agents are operating in India, the number of AMFI Registration Number (ARN) holders authorised individual mutual fund distributors is just 1.22 lakh. This highlights the significant potential for growth as more MFDs enter the industry.

We anticipate that as the industry attracts significant number of MFDs, our Company will experience incremental benefits. By actively pursuing the expansion of our MFD network and leveraging technology-driven platforms, we aim to strengthen our position in the market and enhance our services to clients across the country.

Cross Selling other Products like Insurance

Through its multi-product distribution platform, Prudent has effectively utilised its extensive Mutual Fund Distributor (MFD) network. The Company has strategically leveraged this network to tap into the potential of cross-selling insurance products. Prudent has successfully converted 7,750 existing MFDs and their family members into 'Point of Salespersons' (POSP), empowering them to sell insurance products as well. This initiative has significantly contributed to the growth of insurance revenues, achieving a remarkable Compound Annual Growth Rate (CAGR) of 61% from FY2020 to FY2023, albeit starting from a relatively low base. In the current financial year (FY2023), insurance revenues constitute 11.6% of Prudent's overall revenue stream. This diversification of revenue sources highlights the successful integration of insurance offerings within Prudent's comprehensive multi-product distribution platform, strengthening the Company's financial performance.

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Management Discussion & Analysis

₹6,000 crore

Our SIP inflows could reach approximately ₹6,000 crore for the fiscal year 2023-2024.

Encouraging & Educating MFDs to build Granular Flows

Prudent has achieved a distinctive position in the retail wealth management segment, enabling the Company to generate granular flows. This granular business book provides a solid foundation and enhances visibility on net sales performance. In a significant milestone, the monthly Systematic Investment Plan (SIP) inflow for March 2023 surpassed the ₹500 crore mark for the first time, amounting to ₹517 crore. Extrapolating this figure annually, our SIP inflows could surpass ₹6,000 crore for the fiscal year 2023-2024. This amounts to 11% of the opening AUM (Assets Under Management) for FY2024. Thus, SIPs serve as a robust organic growth driver for Prudent, offering promising prospects for the future.

Accelerated Growth going Forward

The favourable industry conditions are providing an additional boost to our business. It took Prudent approximately 16 years to achieve an Assets Under Management (AUM) of ₹10,000 crore. However, in a remarkable feat, we managed to scale it up to ₹50,000 crore in less than six years. This rapid growth trajectory and the presence of attractive inorganic opportunities align well with the strong investor enthusiasm towards mutual funds. As a result, Prudent is well-positioned to capitalise on these factors and has ample room for significant growth, aiming to reach the milestone of ₹1,00,000 crore AUM within the next three years. This projection reflects our confidence in the Company's potential to leverage market dynamics and continue an upward growth trajectory.

Threats, Risks and Concerns

The Company actively identifies and evaluates various sources of risk, areas of impact, and events, along with their underlying causes and potential consequences. To ensure effective risk management, the heads of different departments and senior management individuals within the organisation, under the guidance of the Board or Risk Management Committee, are responsible for developing risk mitigation plans and ensuring their successful implementation.

The key risks that the Company currently focuses on can be broadly categorised into internal and external risks, encompassing areas such as technological risks, financial risks, operational risks, strategic business risks, legal and regulatory compliance risks, cyber security risks, competition risks, and risks associated with intellectual property rights. During the risk identification process, all key risks are assessed qualitatively and quantitatively to determine their likelihood of occurrence and the potential magnitude of their impact.

Risk assessment involves various methods to grade risks and evaluate the probability of their occurrence and the extent of damage they could cause. To mitigate these risks, the Company formulates a risk mitigation strategy that involves identifying various options for managing the risks, evaluating those options, and preparing and implementing risk treatment plans. These strategies may include implementing new internal controls, accepting certain risks, obtaining insurance coverage, and, when necessary, avoiding activities that pose unacceptable risks.

Through a comprehensive and proactive approach to risk management, the Company strives to identify, assess, and effectively mitigate risks across its operations to safeguard its interests and ensure sustainable growth.

Competition Risk:

Our market is subject to intense competition from existing and new players, which may impact our market share and overall financial performance. The financial services industry is experiencing rapid evolution, driven by technological advancements and changing customer preferences. This evolution opens the door for potential competition from new entrants who leverage technology to offer products and services like ours.

To address this risk, our Company proactively takes measures to stay ahead of the competition. We prioritise continuously upgrading our technology infrastructure across various aspects of our business, including sales, risk management, fraud detection, client service, and settlement. By incorporating the latest technological developments into our platform, we ensure that we remain competitive and can effectively meet the evolving needs of our customers.

We also maintain an efficient and cost-effective operation, contributing to sustained profitability and growth. Our Company is committed to placing customer-centricity at the core of our operations. We constantly strive to enhance the customer experience and improve our relationships, ensuring their satisfaction and loyalty.

By embracing technological advancements, maintaining operational efficiency, and focusing on customer-centric practices, we mitigate the risks associated with intense competition in the market. These strategies enable us to adapt to the changing landscape and maintain a competitive edge in the financial services industry.

Regulatory Changes

The Company operates in an environment with ongoing and significant regulatory changes and increased scrutiny. Regulatory risks has

It took Prudent approximately 16 years to achieve an Assets Under Management (AUM) of ₹10,000 crore. However, in a remarkable feat, we managed to scale it up to ₹50,000 crore in less than six years.

played out in the past in the form of ban of upfront commissions in October 2018, rationalization of Total Expense Ratio rates in April 2019 & B-30 incentives kept in abeyance since February 2023. There is also a consultation paper published in May 2023 to review the Total Expense Ratio. Therefore, regulatory risk remains a crucial area of focus for senior management. Developing and implementing more rigorous regulatory approaches and enhanced supervisory standards could adversely affect the Company's business, capital, and risk management strategies. It may also prompt the Company to consider modifications to its legal entity, capital and funding structures, and business portfolio, or even the decision to exit certain business activities altogether. These decisions could be made despite the potential attractiveness of those activities.

To navigate this regulatory landscape, the Company maintains a strong vigilance on evolving legislation and areas of regulatory focus. This requires considerable attention, resources, and investment from management. The Company understands the importance of staying abreast of regulatory changes to ensure compliance and adapt its operations accordingly. It acknowledges that addressing regulatory challenges may involve significant costs and the allocation of resources.

The Company aims to mitigate regulatory risks and uphold compliance standards by proactively monitoring and responding to regulatory developments. This approach demonstrates the Company's commitment to maintaining a robust regulatory framework and adapting its strategies as necessary to meet evolving regulatory requirements.

Operational Risk

Operational risk refers to the potential loss that the Company may incur due to inadequate or failed processes or systems, human errors, or external events, excluding credit and market risks. Operating in a highly competitive market, the Company strives to maintain consistent and seamless business operations, as expected by market participants. The loss or disruption of business processes poses a significant inherent risk for the Company and the broader financial services industry. Such disruptions can arise from various factors, including technology system failures, issues with real estate services (including retail branch networks), or the availability of personnel and services provided by third parties.

The Company must establish resilience and recovery capabilities within its business processes to mitigate this risk. This involves ensuring that the Company's technology systems, real estate services, and third-party suppliers are reliable and capable of sustaining uninterrupted operations. Failure to build resilience or recovery capabilities may lead to severe consequences, including customer harm, costs associated with reimbursing customer losses, and damage to the Company's reputation.

By proactively addressing operational risks and implementing robust risk management practices, the Company aims to safeguard its operations, protect its customers, and maintain its reputation as a reliable financial services provider. This includes continuously assessing and improving its business processes' resilience and recovery capabilities and closely monitoring and managing potential disruptions arising from external events or internal factors.

New and Emergent Technology

Technology is vital to the Company's business and financial services industry. The continuous evolution of technology offers opportunities for the Company to explore innovative ways of conducting its operations. This includes developing new solutions internally and collaborating with third-party companies to leverage their expertise.

While the increased adoption of electronic payment systems and direct access to trading markets can potentially lead to cost reductions for the Company, it may also result in lower commissions, fees, and transaction margins. This, in turn, could significantly negatively impact the Company's business, financial condition, and prospects.

Introducing new technologies, however, also comes with inherent risks. It is crucial for the Company to carefully evaluate, actively manage, and closely monitor the potential risks associated with technological advancements at all stages of its business development. Failure to do so could expose the Company to vulnerabilities and security flaws, adversely affecting its business operations, financial performance, and overall outlook.

The Company recognises the importance of balancing the benefits and risks of technology implementation. By maintaining a proactive approach to risk assessment and management throughout the entire technological implementation process, the Company aims to minimise potential vulnerabilities and ensure the security and stability of its operations. This approach allows the Company to leverage the advantages of technology while mitigating any adverse effects on its business, financial position, and prospects.

Reputation Risk

Reputation risk refers to the potential impact on the Company's trustworthiness and competency caused by actions, transactions, investments, events, decisions, or business relationships. Any significant lapse in maintaining high standards of integrity, compliance, customer service, or operational efficiency can pose a reputation risk.

Given the ever-changing expectations of stakeholders, reputation risk is dynamic and can vary across different geographical regions, companies, and individuals. A risk that arises in one area of the business can potentially negatively affect the Company's overall reputation. Furthermore, as key stakeholders perceive, any transaction, investment, or event can erode trust in the Company's integrity and competency.

At Prudent, reputational risk management begins at the Board of Directors level. The Board exercises active and diligent oversight in relation to the formulation of a robust strategy, its execution, and the establishment and enforcement of associated policies. This approach is essential to ensure the Company upholds its reputation and meets stakeholders' expectations.

By prioritising reputation risk management, the Company aims to maintain its integrity, build trust among stakeholders, and safeguard its standing in the industry. The Board's engagement in developing and implementing a comprehensive strategy, coupled with strict policy adherence, plays a crucial role in mitigating reputation risks and preserving the Company's reputation for integrity and competence.

By implementing a robust risk management framework and involving key stakeholders, the Company aims to proactively address risks, safeguard shareholder value, and promote a culture of risk awareness and mitigation throughout the organisation.

Internal Control

Prudent has implemented a robust and comprehensive risk management and internal control system across all its business operations to manage the risks it faces effectively. The primary objective of the Company's risk management framework is to identify, measure, and mitigate various risks, while establishing policies, procedures, and standards to address these risks and ensure a systematic response in the event of their occurrence.

To support this process, the Company has engaged M/s. Deloitte Haskins & Sells, Chartered Accountants as its Statutory Auditor, and M/s. Pramodkumar Dad & Associates, Chartered Accountants as its Internal Auditor.

The Board of Directors of the Company oversees the risk management efforts. It has established a dedicated Risk Management Committee (RMC) for formulating and reviewing risk management processes and controls. In compliance with the SEBI Listing Regulations, the Company has adopted a Risk Management Policy to create and safeguard shareholder value by minimising potential threats and losses and identifying and capitalising on opportunities. This policy ensures that effective risk management is integral to every employee's role.

Risk identification involves the identification of risk sources, areas of impact, events, and their underlying causes, along with their potential consequences. The heads of various departments and senior management personnel at different organisational levels, under the guidance of the Board or the Risk Management Committee, are responsible for developing risk mitigation plans and ensuring their effective implementation.

By implementing a robust risk management framework and involving key stakeholders, the Company aims to proactively address risks, safeguard shareholder value, and promote a culture of risk awareness and mitigation throughout the organisation.

Information Technology

The rapid evolution of information technology has and will continue to revolutionise the marketing, trading, distribution, and settlement of mutual funds and other financial products. This dynamic landscape presents both opportunities and challenges for Prudent's businesses. The Company recognises the critical role of its IT capability in ensuring the efficient operation and performance of its various businesses, making it a key driver of the Company's success.

Prudent has made significant strategic investments in IT and continues to prioritise innovation and investment in this area. As of March 31, 2023, the Company had a team of 58 skilled IT professionals dedicated to developing, maintaining, and enhancing its diverse digital assets. Prudent remains committed to the ongoing development, maintenance, and utilisation of IT across its various business activities.

By leveraging technology, Prudent aims to significantly improve the quality of client service through enhanced connectivity and the provision of personalised value-added products and services. The Company recognises the transformative potential of technology in delivering superior client experiences and remains dedicated to harnessing these advancements to provide innovative and customised solutions to its clients.

Human Resource

Prudent acknowledges that its culture and human capital play a vital role in driving the success of its business. As of March 31, 2023, the Company had a workforce comprising 1078 skilled and talented individuals. Recognising the importance of cultivating a solid foundation of knowledge and expertise for the future, Prudent focuses on attracting, training, and retaining young employees.

To foster a motivated and productive workforce, Prudent has implemented various policies to incentivise its employees, improve retention rates, and enhance overall productivity. These policies are designed to create a positive work environment, recognise, and reward employee contributions, and provide opportunities for professional growth and development.

Prudent values the skills and capabilities of its employees and believes in investing in their long-term success. By nurturing a culture of continuous learning and providing meaningful incentives, the Company strives to create a dedicated and high-performing team that drives its ongoing growth and delivers exceptional value to its clients.

Employee Engagement Activities List

(*Date: 1 April 2022 to 31 March 2023)*

National Voluntary Blood Donation Day (1st October 2022)

On occasion of National Voluntary Blood Donation Day, we have arranged a blood donation drive where Employees, their friends, colleagues, partners have participated and Donated Blood.

Christmas Potluck Lunch Party

On Eve of Christmas, we have organized potluck lunch party where employees can bring their favorite food to be shared with everyone.

Mental Health Awareness Month

To promote Mental Well-being and Mindfulness in the Workplace, we have arranged session to cover crucial topics of stress prevention, symptoms of mental health, depression and mindfulness in the Workplace.

Summer Kick off Ice cream Party

Cool summer kickoff ice cream party was arranged to beat the Summer Heat.

Relish the taste of Monsoon with "Deep Fried Fritters"

We have arranged "Deep Fried Fritter party" to relist the taste of monsoon.

International Yoga Day

To raise awareness about yoga as a holistic practice for mental and physical well being we have arranged "Yoga at your Desk" session.

New Year's Eve

Brain Teaser Quiz was arranged on occasion of "New Year's Eve"

Celebration of Makarsankranti

Makarsankranti was celebrated by organizing festival special lunch for Employees.

International Women's Day 2023

To celebrate all our Incredible Women on occasion of IWD 2023, we have arranged session on Cervical Cancer Awareness, followed by Snacks and online testimonial by all Staff.

Plantation Drive

We have organized Plantation Event to create awareness on many environmental issues like deforestation, erosion of soil, desertification in semi-arid areas, global warming and hence enhancing the beauty and balance of the environment.

Disclaimer

Statements in the Management Discussion and Analysis that describe the Company's objectives, projections, estimates, and expectations may be considered "forward-looking statements" under the securities laws and regulations. Actual results may differ from those stated or implied. Economic conditions affecting demand-supply and price conditions in domestic and international markets are crucial factors that could affect the Company's operations. Government regulations, tax laws, other statutes, and other incidental factors affect how the Company operates.

Notice
of 20th Annual General Meeting

NOTICE is hereby given that the 20th (Twentieth) Annual General Meeting of the members of Prudent Corporate Advisory Services Limited (CIN: L91120GJ2003PLC042458) will be held on Tuesday, 29th day of August, 2023 at 1.00 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2023 and the Report of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2023 and Report of Auditors thereon.

"**RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements of the Company comprising of Balance Sheet as at March 31, 2023, Profit and Loss Account, Cash Flow Statement and Statement of Change in Equity for the year ended on that date along with schedules and notes thereon and the Boards' Report and Auditors' Report as at March 31, 2023, as circulated to the members with the Notice of Annual General Meeting and submitted to this meeting be and are hereby received, considered and adopted."

2. To declare final dividend of ₹1.50 (Rupee One and Fifty Paisa) per Equity Share of ₹5/- each for the Financial Year ended on 31st March, 2023.

"**RESOLVED THAT** the final dividend of ₹ 1.5/- per equity share for the Financial Year 2022-23 be and is hereby declared and approved and the same be paid to those shareholders whose name appears in the register of members as on Friday, August 18, 2023, being the record date for the purpose of final dividend."

3. To appoint a Director in place of Mr. Shirish Govindbhai Patel (DIN: 00239732), who retires by rotation and, being eligible, offers himself for re-appointment.

"**RESOLVED THAT** Mr. Shirish Govindbhai Patel (DIN: 00239732), Director of the Company, who retires by rotation at this meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

Special Business:

4. To approve increase in remuneration of Mr. Shirish Govindbhai Patel (DIN: 00239732), Whole-time Director and CEO of the Company:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and other applicable provisions read with Schedule V of the Companies Act, 2013 ('Act'), if any and Rules made thereunder and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the enabling provisions of the Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded to increase remuneration of Mr. Shirish Govindbhai Patel (DIN: 00239732), Whole-time Director and CEO of the Company w.e.f. April 1, 2023 to March 31, 2024, with the amount as mentioned in the explanatory statement annexed to this notice, which may exceed 5% of the Net Profit of the Company for the Financial Year ending March 31, 2024, as computed in the manner laid down in Section 198 of the Act.

RESOLVED FURTHER THAT the total managerial remuneration paid and/or payable to the Executive Director(s) of the Company taken together in any financial year exceeded or may exceed the limit of 10% of net profit and overall managerial remuneration paid and/or payable to all Director(s) exceeded or may exceed the limit of 11% of net profit of the Company as prescribed under Section 197 of the Act read with rules made thereunder or other applicable provisions or any statutory modifications thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

5. To re-appoint Mr. Shirish Govindbhai Patel (DIN: 00239732) as Whole-time Director and CEO of the Company for another term of Three Years:

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

"**RESOLVED THAT** approval of the members be and is hereby accorded in terms of provisions of Sections 196, 197, 203 and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for the re-appointment of and for the remuneration payable to Mr. Shirish Govindbhai Patel (DIN: 00239732) as "Whole-time Director and CEO" of the Company for a period of Three (3) years with effect from April 1, 2024 to March 31, 2027 (both days inclusive) at a remuneration and other terms as mentioned in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT the total managerial remuneration paid and/or payable to the single Executive Director and all Executive Director taken together in any financial year exceeded or may exceed the limit of 5% or 10% of net profit and overall managerial remuneration paid and/or payable to all Director(s) exceeded or may exceed the limit of 11% of net profit of the Company as prescribed under Section 197 of the Act read with rules made thereunder or other applicable provisions or any statutory modifications thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

6. **To approve increase in remuneration of Mr. Sanjay Rameshchandra Shah (DIN: 00239810), Chairman and Managing Director of the Company:**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and other applicable provisions read with Schedule V of the Companies Act, 2013 ('Act'), if any and Rules made thereunder and Regulation 17(6)(e) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the enabling provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded to increase remuneration of Mr. Sanjay Rameshchandra Shah (DIN: 00239810), Chairman and Managing Director of the Company w.e.f. April 1, 2023 to March 31, 2024, with the amount as mentioned in the explanatory statement annexed to this notice, which may exceed 5% of the Net Profit of the Company for the Financial Year ending March 31, 2024, as computed in the manner laid down in Section 198 of the Act.

   RESOLVED FURTHER THAT the total managerial remuneration paid and/or payable to the Executive Director(s) of the Company taken together in any financial year exceeded or may exceed the limit of 10% of net profit and overall managerial remuneration paid and/or payable to all Director(s) exceeded or may exceed the limit of 11% of net profit of the Company as prescribed under Section 197 of the Act read with rules made thereunder or other applicable provisions or any statutory modifications thereof.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

7. **To re-appoint Mr. Sanjay Rameshchandra Shah (DIN: 00239810) as Chairman and Managing Director of the Company for another term of Three Years:**

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

   "**RESOLVED THAT** approval of the members be and is hereby accorded in terms of provisions of Sections 196, 197, 203 and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act') (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for the re-appointment of and for the remuneration payable to Mr. Sanjay Rameshchandra Shah (DIN: 00239810) as "Chairman and Managing Director" of the Company for a period of Three (3) years with effect from April 1, 2024 to March 31, 2027 (both days inclusive) at a remuneration and other terms as mentioned in the explanatory statement annexed to this notice.

   RESOLVED FURTHER THAT the total managerial remuneration paid and/or payable to the single Executive Director and all Executive Director taken together in any financial year exceeded or may exceed the limit of 5% or 10% of net profit and overall managerial remuneration paid and/or payable to all Director(s) exceeded or may exceed the limit of 11% of net profit of the Company as prescribed under Section 197 of the Act read with rules made thereunder or other applicable provisions or any statutory modifications thereof.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

Notice
of 20th Annual General Meeting

8. **To re-appoint Mr. Deepak Sood (DIN: 01642332) as an Independent Director of the Company.**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the performance evaluation, recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors at their Meetings held on July 17, 2023 and July 25, 2023, respectively, Mr. Deepak Sood (DIN: 01642332), having submitted a declaration that he meets the criteria of independence in terms of provisions of Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company for the second term of five (5) years w.e.f October 23, 2023 (date of re-appointment) upto October 22, 2028.

   RESOLVED FURTHER THAT the Board of Directors of the Company including any Committee thereof be and is hereby authorised to do all acts, deeds, matters and things as they may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard, in the best interest of the Company."

9. **To re-appoint Mr. Karan Kailash Datta (DIN: 08413809) as an Independent Director of the Company.**

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

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Companies Act, 2013 and Regulation 16(1)(b), 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the performance evaluation, recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors at their Meetings held on July 17, 2023 and July 25, 2023, respectively, Mr. Karan Kailash Datta (DIN: 08413809), having submitted a declaration that he meets the criteria of independence in terms of provisions of Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company for the second term of five (5) years w.e.f October 23, 2023 (date of re-appointment) upto October 22, 2028.

   RESOLVED FURTHER THAT the Board of Directors of the Company including any Committee thereof be and is hereby authorised to do all acts, deeds, matters and things as they may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard, in the best interest of the Company."

By Order of the Board of Directors,
For Prudent Corporate Advisory Services Limited

Date: July 25, 2023
Place: Ahmedabad

Dhaval Ghetia
Company Secretary
Membership No. ACS 46211

Registered Office:
Prudent House, 3 Devang Park Society,
Panjarapole Cross Road, Ambawadi
Ahmedabad, Gujarat - 380015.
Website: www.prudentcorporate.com

Notes:

1. Pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 10/2022 and Circular No. 11/2022, dated December 28, 2022 and all other relevant circulars issued from time to time (collectively referred to as "MCA General Circulars") permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), MCA General Circulars and subsequent circulars issued by SEBI, the AGM of the Company is being held through VC/OAVM. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at Prudent House, 3 Devang Park Society, Panjarapole Cross Road, Ambawadi, Ahmedabad - 380015, which shall be deemed venue of the AGM.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for a maximum 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

5. The Explanatory Statement pursuant to Section 102 of the Act relating to the Special Businesses to be transacted at the AGM is annexed hereto. A statement giving additional information on the Directors seeking re-appointment/ approval for remuneration is annexed hereto as required under SEBI Listing Regulations, as amended, read with Secretarial Standard – 2 on General Meetings.

6. As per the provisions of Clause 3.A.II. of the General Circular No. 20/2020 dated May 5, 2020, the matters of Special Business as appearing in the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.

7. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

8. Members are advised to make nomination in respect of their shareholdings in the Company. The Nomination Form can be downloaded from the Company's website www.prudentcorporate.com. Members holding shares in physical form should file their nomination with M/s. Link Intime India Private Limited, Company's Registrar and Share Transfer Agent ("LIIPL/ RTA") whilst those Members holding shares in dematerialised mode should file their nomination with their Depository Participants.

9. The Company has fixed Friday, August 18, 2023 as the 'Record Date' for determining entitlement of members to receive dividend for the FY 2022-23, if approved at the AGM. Those members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Record Date shall be entitled for the dividend which will be paid on or after Sunday, September 3, 2023, subject to applicable TDS.

10. Members are requested to update their email address and/ or bank mandate / NECS / Direct Credit details / Name / Address / Power of Attorney and update their Core Banking Solutions enabled account number:

    a) For shares held in physical form: with the Registrar and Share Transfer Agent of the Company.

    b) For shares held in dematerialised form: with the Depository Participants with whom they maintain their demat accounts.

11. In case, the Company is unable to pay the dividend to any Member by electronic mode, due to non-availability of details of the bank account, the Company shall dispatch dividend warrants to such Members by post.

12. Non-resident Indian Members are requested to immediately inform their Depository Participants (in case

of shares held in dematerialised form) or the Registrar and Share Transfer Agent of the Company (in case of shares held in physical form), as the case may be, about:

a) the change in the residential status on return to India for permanent settlement;

b) the particulars of the NRE account with a Bank in India, if not furnished earlier.

13. Members may note that in terms of the provisions of the Income-Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, dividends paid or distributed by a Company on or after 1st April, 2020 shall be taxable in the hands of the Members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of dividend. In order to enable us to determine the appropriate TDS rate as applicable, Members are requested to submit the following documents in accordance with the provisions of the IT Act.

(i) **For Resident Members:** TDS shall be made under Section 194 of the IT Act @ 10% on the amount of dividend declared and paid by the Company during the financial year 2023-24 unless exempt under any of the provisions of the IT Act, provided PAN is registered by the Member. However, in case of individuals, TDS would not apply if the aggregate of total dividend distributed to them by the Company during the financial year 2022-23 does not exceed ₹5,000.00.

TDS shall not be deducted in cases where a Member provides Form 15G (applicable to individual) / Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are being met. For this purpose the shareholder may submit the above documents (PDF / JPG Format) by e-mail to dividend@prudentcorporate.com. The aforesaid declarations and documents need to be submitted by the shareholders by August 18, 2023. Please enter details for all required/mandatory fields and Company may at its sole discretion reject any such form that does not fulfil the requirement of law.

Form 15G and 15H can be downloaded from the following link https://web.linkintime.co.in/client-downloads.html Members are requested to click on General Tab, wherein all the forms are available under the head "Form 15G/15H/10F". Please enter details for all required/mandatory fields. The Company may at its sole discretion reject any such form that does not fulfil the requirement of law.

In order to provide exemption from withholding of tax, the following organisations must provide a self-declaration as listed below:

a) **Insurance Companies:** A declaration that they are beneficial owners of shares held;

b) **Mutual Funds:** A declaration that they are governed by the provisions of Section 10(23D) of the IT Act along with copy of registration documents (self-attested);

c) **Alternative Investment Fund (AIF) established in India:** A declaration that its income is exempt under Section 10 (23FBA) of the IT Act and they are established as Category I or Category II AIF under the SEBI Regulations. Copy of registration documents (self-attested) should be provided.

d) **Other Non-Individual shareholders** who are holding certificate issued by the Income- Tax Department u/s. 197 of the IT Act for lower / nil rate or exempt from TDS under provisions of Section 194 of the IT Act or who are covered u/s 196 of the IT Act, are required to submit an attested copy of the PAN along with the documentary evidence in relation to the exemption/ lower rate.

e) Needless to mention, valid Permanent Account Number ("PAN") will be mandatorily required. Shareholders who do not have PAN, TDS would be deducted at higher rates u/s 206AA of the Act.

Section 206AB of the IT Act - Rate of 10% is subject to provisions of Section 206AB effective 1st July, 2021 which introduced special provision for TDS for non-filers of income-tax return whereby tax has to be deducted at twice the rate specified in the relevant provision of the IT Act if conditions specified in the section is fulfilled.

Government has prescribed the mechanism to determine applicability of Section 206AB using the reporting portal. Company shall determine applicability of Section 206AB and TDS deducted in accordance with said provision shall be final. Company shall not refund or adjust the amount of TDS.

(ii) **For Non-Resident Members:** Tax is required to be withheld in accordance with the provisions of Section 195 of the IT Act at applicable rates in force. As per the relevant provisions of the IT Act, the tax shall be withheld @ 20% (plus applicable surcharge and cess) on the amount of dividend payable. However, as per Section 90 of the IT Act, a Non-Resident Member has the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA") between India and the country of tax residence of the Member, if they are more beneficial to the Member. For this purpose, i.e. to avail the tax treaty benefits, the Non-Resident Member will have to provide all the following documents:

a) Self-attested copy of PAN card, if any, allotted by the Indian Income Tax authorities;

b) Self-attested copy of Tax Residency Certificate ("TRC") obtained from the tax authorities of the country of which the Member is resident (valid for financial year 2022-23);

c) Self-declaration in Form 10F in prescribed digital format, if all the details required in this form are not mentioned in the TRC;

d) Self-declaration by the Non-Resident Member of having no permanent establishment in India and meeting treaty eligibility requirement in accordance with the applicable Tax Treaty in the prescribed format;

e) In case of Foreign Institutional Investors and Foreign Portfolio Investors copy of SEBI registration certificate;

f) In case of shareholder being tax resident of Singapore, please furnish the letter issued by the competent authority or any other proof of satisfying requirement of Article 24 – Limitation of Relief should be provided.

g) It is recommended that Members should independently satisfy its eligibility to claim DTAA benefit including Meeting of all conditions laid down by DTAA.

   Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, receipt of documents in prescribed format of the documents submitted by Non- Resident Members. In absence of the same, the Company will not be obligated to apply the beneficial DTAA rates at the time of tax deduction on dividend amounts.

   The documents referred to in point nos. (c) & (d) above can be downloaded from the following link https://web.linkintime.co.in/client-downloads.html Members are requested to click on General Tab, wherein all the forms are available under the head "Form 15G/15H/10F".

h) Clearing member should ensure that as on record date no shares are lying in their account and shares are transferred to respective shareholder's account so that dividend is credited directly to shareholder's account and not to the clearing member's account. In terms of Rule 37BA of Income Tax Rules 1962, if dividend income on which tax has been deducted at source is assessable in the hands of a person other than the deductee, then such deductee should file declaration with Company in the manner prescribed by the Rules on or before August 18, 2023. The Company will not accept any declarations referred to Rule 37BA of Income Tax Rules, 1962 on or after August 18, 2023.

14. **Kindly note that the aforesaid documents, duly completed and signed are required to be submitted (PDF / JPG Format) by e-mail to dividend@prudentcorporate.com on or before August 18, 2023 in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate. No communication on the tax determination / deduction shall be entertained post August 18, 2023.**

15. In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details / documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return. No claim shall lie against the Company for such taxes deducted.

16. Members may note that, since the tax consequences are dependent on facts and circumstances of each case, the Members are advised to consult their own tax consultants with respect to specific tax implications arising out of receipt of dividend.

17. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form w.e.f. 1st April, 2019, except in case of request received for transmission or transposition of securities. In view of this, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or LIIPL, Company's Registrar and Share Transfer Agent for assistance in this regard.

18. The Securities and Exchange Board of India has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company's Registrar and Share Transfer Agent.

19. In compliance with the aforesaid MCA General Circulars and SEBI Circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022 and January 5, 2023 Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members who have not registered their e-mail addresses and are holding shares in physical form are requested to contact the Share Transfer Agents of the Company to register their email-id. Members holding shares in dematerialised form

are requested to contact their Depository Participant for updation/registration of their email id. The Company will send the physical copy of Annual Report 2022-23 to those members who request the same from their registered mail id at cs@prudentcorporate.com mentioning their Folio No./ DP ID and Client ID on or before 48 hours before the date of ensuing AGM.

20. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website www.prudentcorporate.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and Notice of AGM shall also be available on the website of NSDL at www.evoting.nsdl.com.

21. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

22. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of Act, and all other documents referred to in the Annual Report, will be available in electronic mode during AGM. Members can inspect the same by sending an email to cs@prudentcorporate.com.

23. Members seeking any information with regard to financial statements are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.

24. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA General Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, August 26, 2023 at 9:00 A.M. and ends on Monday, August 28, 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Tuesday, August 22, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, August 22, 2023.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

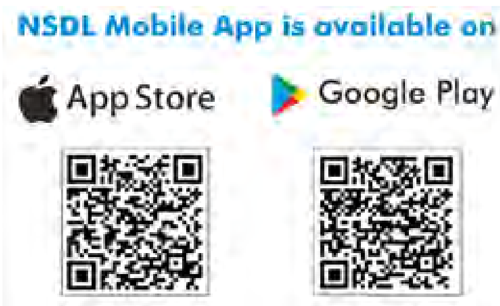
Step 1: Access to NSDL e-Voting system

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

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

STRATEGIC REPORT Pg. 02-47
STATUTORY REPORTS Pg. 48-132
FINANCIAL STATEMENTS Pg. 133-259

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to **e-Voting website of NSDL** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, they can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at **evoting@nsdl.co.in** mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to agshah12@gmail.com with a copy marked to evoting@nsdl.co.in and cs@prudentcorporate.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. Tuesday, August 22, 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/ RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 1800 1020 990 and 1800 22 44 30. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Tuesday, August 22, 2023 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@prudentcorporate.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@prudentcorporate.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system.** After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Members who would like to speak or ask questions during the AGM with regard to the financial statements or any other matter as mentioned in the Notice of the AGM, need to register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/ Folio number, PAN, telephone/ mobile number to reach the Company's e-mail address at cs@prudentcorporate.com on or before Friday, August 25, 2023 (5.00 p.m. IST). Only those Members who have registered themselves as a speaker will be allowed to speak/ ask questions during the AGM depending on the availability of time.

26. Details of Scrutinizer and result of e-voting:

a. The Company has appointed CS Ashish Shah, M/s. A G SHAH & ASSOCIATES, Practicing Company Secretaries, Ahmedabad (Membership No. 29017 and Certificate of practice No. 10642) to act as the Scrutiniser, to scrutinise the entire e-voting in a fair and transparent manner.

b. The Scrutiniser shall submit his report to the Chairman of the Meeting or any person authorised by him within two working days of the conclusion of the AGM. The results declared along with the report of Scrutiniser shall be placed on the website of the Company www.prudentcorporate.com and on website of NSDL immediately after declaration of results by the Chairman or person authorised by him in this behalf. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.

c. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of AGM.

27. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Assistant Manager, NSDL at evoting@nsdl.co.in. Members may also write to the Company Secretary at the Company's e-mail address cs@prudentcorporate.com.

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013

Item No. 4 & 5:

Experience and Background details: Mr. Shirish Govindbhai Patel (DIN: 00239810) holds a bachelor's degree and a master's degree in business administration in finance, and a diploma in computer applications from the Gujarat University with more than 2 decades of experience in the wealth management and financial services industry, with expertise in strategic planning, risk management, marketing and operations. He has been associated with the Company since December 1, 2005. As Chief Executive Officer of the Company, he has been instrumental in its business growth and has contributed in increased in branch network from 5 to 120 as on March 31, 2023. Prior to joining our Company, he has worked with Leading Edge, ICICI Bank Limited, ICICI Capital Services Limited and Citibank, N.A., India.

It may be noted that as per the terms and conditions of appointment and remuneration of Whole-Time Director and CEO of the Company ("WTD & CEO"), which was approved by the shareholders in their Annual General Meeting held on 29th September, 2022, WTD & CEO was eligible for remuneration of ₹3,62,64,000 per annum and bonus/performance linked incentive ranging from 50% to 100% of the annual salary payable to Mr. Shirish Govindbhai Patel w.e.f. April 1, 2022 to March 31, 2024. It may be further noted that 50% of annual salary was fixed/confirmed incentive/bonus (Fixed Incentive), which was not linked with performance and remaining was variable incentive/bonus, which was linked with performance. As per recommendation of Nomination and Remuneration Committee and approval of the board, it is proposed to include his Fixed Incentive of 50% as part of Salary Component from FY 2023-24. Considering his rich experience and contribution towards the Company, it is proposed to increase Salary @12.51% of Salary and bonus/performance linked incentive maximum up to 100% of the annual salary w.e.f. April 1, 2023 to March 31, 2024 as per below table. So w.e.f. F.Y. 2023-24, Mr. Shirish Govindbhai Patel, WTD & CEO, shall not be eligible for any fixed amount of incentive/bonus as it has been now added to his monthly salary itself, but he will be eligible for variable incentive/bonus maximum upto 100% depending upon the performance of the Company.

Particulars of Salary Structure of WTD & CEO	Amount (₹)
(a) Annual Salary for FY 2022-23	3,62,64,000
(b) Increment for FY 2023-24 (i.e. approx. 12.51% of Salary for FY 2022-23)	45,36,000
(c) Annual Salary for FY 2023-24 (a + b)	4,08,00,000
(d) Fixed Incentive to be included in Annual Salary from FY 2023-24 (₹) (i.e. 50% of c)	2,04,00,000
(e) Effective Annual Salary after including Fixed Incentive for FY 2023-24 (c + d)	6,12,00,000
(f) Variable incentive/bonus maximum upto 100% of his Salary depending upon the performance of the Company	

The Board of Directors in its meeting held on May 24, 2023, based on recommendation of the Nomination and Remuneration Committee, approved and recommended to increase remuneration from ₹3,62,64,000 per annum and bonus/performance linked incentive ranging from 50% to 100% of the annual salary to ₹6,12,00,000 per annum and bonus/performance linked incentive maximum up to 100% of the annual salary to Mr. Shirish Govindbhai Patel depending upon the performance of the Company w.e.f. April 1, 2023 to March 31, 2024.

Members' approval is sought to increase remuneration of Mr. Shirish Govindbhai Patel as detailed above w.e.f. April 1, 2023 to March 31, 2024 in terms of the applicable provisions of the Companies Act, 2013 ("the Act").

Further, Mr. Shirish Govindbhai Patel was appointed as the WTD & CEO of the Company for a period of 2 years and 8 months from August 1, 2021 to March 31, 2024. The appointment was approved by the Shareholders in Annual General Meeting held on July 23, 2021.

Based on the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors at its meeting held on July 25, 2023, had approved the re-appointment of Mr. Shirish Govindbhai Patel as WTD & CEO of the Company for a further period of three years commencing from April 1, 2024 to March 31, 2027 (both days inclusive) at a remuneration and other terms as set out below, subject to approval of Shareholders.

In view of his rich and vast experience and distinguished career, the Board considers that his continued association would be of immense benefit to the Company.

Members' approval is sought to re-appoint Mr. Shirish Govindbhai Patel as WTD & CEO of the Company for a further period of three years commencing from April 1, 2024 to March 31, 2027 (both days inclusive) at a remuneration and other terms as set out below.

1. He shall hold the office of a Whole-time Director and Chief Executive Officer for a tenure of three years commencing from April 1, 2024 to March 31, 2027 (both days inclusive), and shall be liable to retire by rotation.

2. **NATURE OF DUTIES:** The appointee shall devote his whole time and attention to the business of the Company and particularly focus on the business expansion. He may also carry out such other duties as may be decided by Board of Directors of the Company from time to time. The Whole-time Director shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.

3. **REMUNERATION:** Remuneration of WTD & CEO shall not exceed ₹ 7,50,00,000 (Rupees Seven Crore Fifty Lakhs only) per annum in financial year 2024-25. Further, the Board is empowered, on the basis of recommendation from the Nomination and Remuneration Committee, to fix the annual increase in Salary every financial year, subject to the percentage limits, which shall not exceed 20% of previous financial year's remuneration.

4. **ANNUAL PERFORMANCE BASED VARIABLE PAY:** Annual Performance Based Variable Pay as may be decided by the Board on the basis of recommendation from the Nomination and Remuneration Committee, which shall not exceed 100% of Annual Salary of WTD & CEO.

5. **BENEFITS, PERQUISITES AND OTHER ALLOWANCES:** Perquisites, Allowances and other benefits as per the HR policy of the Company will be provided and it will be considered in aggregate remuneration except perquisites prescribed under Section IV of Part II of Schedule V of the Companies Act, 2013, if any provided by the Company, which shall not be included in the computation of the ceiling on remuneration as prescribed under Section 197 of the Companies Act, 2013.

6. **OTHER TERMS OF APPOINTMENT:**

   i. The terms and conditions of the said appointment may be altered and varied from time to time by Board of Directors of the Company as it may in its discretion deem fit in such manner as may be agreed between the Board and the Appointee subject to the compliance of provisions and schedule V of the Companies Act, 2013 and other applicable laws.

   ii. All personnel policies of the Company and the related rules which are applicable to other employees and Directors of the Company will also be applicable to the Appointee unless specifically provided otherwise.

   iii. The terms and conditions of appointment with the Appointee also include clauses pertaining to adherence with the code of conduct applicable to all Board Members and Senior Management Personnel of the Company, no conflict of interest with the company and maintenance of confidentiality.

   iv. The Company will reimburse to the WTD & CEO, such expenses as he may incur on behalf of the Company.

   v. The WTD & CEO will be entitled to the earned privilege leave on full pay and allowances as per the rules of the Company.

   vi. Office of WTD & CEO may be terminated by the Company or by Mr. Shirish Govindbhai Patel by giving not less than three months' prior notice in writing.

   vii. WTD & CEO is entitled to above mentioned remuneration and variable pay in case, managerial remuneration exceeds in any financial year beyond the limits as prescribed under Section 197 read with Schedule V of the Companies Act, 2013 and rules made thereunder and the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015.

   Other details of Mr. Shirish Govindbhai Patel pursuant to the provisions of Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") are provided in the 'Annexure' to the Notice.

Statement of information/details for the members pursuant to Section II of Part II of Schedule V of the Companies Act 2013:

I. General Information

(i) Nature of industry – The Company is providing independent retail wealth management services in India and are amongst the top mutual fund distributors in terms of average assets under management ("AAUM") and commission received. We offer a technology enabled, comprehensive investment and financial services platform with end-to-end solutions critical for financial products distribution and presence across both online and offline channels.

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(ii) **Date or expected date of commencement of commercial production -** Business Commenced on June 20, 2003.

(iii) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus –** Not Applicable

(iv) **Financial performance (on standalone basis) based on given indicators as per Audited Financial Results for the year ended March 31, 2023:**

(₹ in lakhs except EPS)

Particulars	2022-23	2021-22
Profit/Loss before Tax	9,963.08	7,820.08
Profit/Loss after Tax	7,415.01	5866.45
Earnings per share (EPS) (₹)	17.91	14.18
Turnover	51,823.43	39,078.03

(v) **Foreign investments or collaborations, if any:** Foreign investments in the Company as on March 31, 2023 is 25.33% of Total Paid-Up Capital.

II. Information about the appointee

(i) **Date of Birth:** July 18, 1977

(ii) **Experience and Background details:** As mentioned above

(iii) **Past remuneration:** ₹3,62,64,000 per annum and bonus/performance linked incentive ranging from 50% to 100% of the annual salary in Financial Year 2022-23.

(iv) **Recognition or awards:** Nil

(v) **Job profile and suitability:** Whole-time Director and Chief Executive Officer

(vi) **Terms and Conditions of Appointment including remuneration proposed:** As mentioned above

(vii) **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:** As a normal industry trend, the proposed remuneration to Mr. Shirish Govindbhai Patel, who is working as WTD & CEO on the Board of the Company, possessing invaluable and rich knowledge, experience and insights complemented with the vast business experience, is comparable with Executive Directors of other Companies and is in parity with the Industry Standards for such a responsible position.

(viii) **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:** Mr. Shirish Govindbhai Patel, WTD & CEO holds 2.63% equity shares in the share capital of the Company as on March 31, 2023. Except proposed remuneration and shareholding as stated above, Mr. Shirish Govindbhai Patel does not have any other pecuniary relationship with the Company and its managerial personnel.

III. Other information:

(i) **Reasons for loss or inadequate profits:** Considering qualification and rich experience in the Industry of Mr. Shirish Govindbhai Patel, WTD & CEO, his remuneration is commensurate with Industry for this position.

(ii) **Steps taken or proposed to be taken for improvement:** Your Company believes that it is well positioned to capture opportunities for growth and profitability, basis its competitive strengths. There are lot of potentials in Indian economy for mutual fund and financial service industry and the Company has geared up to grab the same.

(iii) **Expected increase in productivity and profits in measurable terms:** The Company expects next years to be a year of substantial growth given that business revenues are slowly but steadily increasing. Even assuming current trend of revenue to remain for next year, there should be revenue growth from FY-23-24, resulting in improvement in profitability.

Resolution set out in Item No. 5 and its explanatory statement may be treated as a written memorandum setting out the terms of appointment and remuneration of Mr. Shirish Govindbhai Patel pursuant to the provisions of Section 190 of the Act.

Mr. Shirish Govindbhai Patel is interested in resolution set out at Item No. 4 & 5 of the Notice. The relatives of Mr. Shirish Govindbhai Patel may be deemed to be interested in the resolution to the extent of their shareholding, if any, in the Company. Mr. Shirish Govindbhai Patel is not related to any Director of the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 4 & 5 for approval of the Members as a Special Resolution.

Item No. 6 & 7:

Experience and Background details: Mr. Sanjay Rameshchandra Shah (DIN: 00239810) holds a bachelor's degree in business administration from Sardar Patel University and is a qualified chartered accountant with more than 2 decades of experience in the wealth management and financial service industry with expertise in strategic planning, risk management, marketing, operations, mergers and acquisitions. He has been admitted as a fellow member of the Institute of Chartered Accountants of India. He is the Founder of the Company and its wholly owned subsidiaries ("Prudent Group"). He has spearheaded various initiatives of the Prudent Group and established various verticals over the past two decades. Under his leadership Prudent Group has emerged as leading integrated financial services group in India. He visualized the growth of Mutual fund and Financial Services sector through the power of technology at an early stage of his entrepreneurship journey.

It may be noted that as per the terms and conditions of appointment and remuneration of Chairman and Managing Director of the Company ("CMD"), which was approved by the shareholders in their Annual General Meeting held on 29th September, 2022, CMD was eligible for remuneration of ₹2,05,50,000 per annum and bonus/performance linked incentive depending upon his performance and of the Company w.e.f. April 1, 2022 to March 31, 2024.

The Board of Directors in its meeting held on May 24, 2023, based on recommendation of the Nomination and Remuneration Committee, approved and recommended to increase remuneration of CMD @ 9.78% (approx.) ₹2,05,50,000 per annum and bonus/performance linked incentive depending upon his performance and of the Company to ₹ 2,25,60,000 per annum w.e.f. April 1, 2023 to March 31, 2024.

Members' approval is sought to increase remuneration of Mr. Sanjay Rameshchandra Shah as detailed above w.e.f. April 1, 2023 to March 31, 2024 in terms of the applicable provisions of the Companies Act, 2013 ("the Act").

Further, Mr. Sanjay Rameshchandra Shah was appointed as the MD of the Company for a period of 3 years from April 1, 2021 to March 31, 2024. The appointment was approved by the Shareholders in Annual General Meeting held on July 23, 2021.

Based on the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors at its meeting held on July 25, 2023, had approved the re-appointment of Mr. Sanjay Rameshchandra Shah as CMD of the Company for a further period of three years commencing from April 1, 2024 to March 31, 2027 (both days inclusive) at a remuneration and other terms as set out below, subject to approval of Shareholders.

Given his expertise, knowledge and experience, the Board is of the opinion that it would be in the interest of the Company to re-appoint him as CMD.

Members' approval is sought to re-appoint Mr. Sanjay Rameshchandra Shah as Chairman and Managing Director of the Company for a further period of three years commencing from April 1, 2024 to March 31, 2027 (both days inclusive) at a remuneration and other terms as set out below.

1. He shall hold the office of a Chairman and Managing Director for a tenure of three years commencing from April 1, 2024 to March 31, 2027 (both days inclusive), and shall be liable to retire by rotation.
2. **NATURE OF DUTIES:** The appointee shall devote his whole time and attention to the business of the Company and particularly focus on the business expansion. He may also carry out such other duties as may be decided by Board of Directors of the Company from time to time. The CMD shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.
3. **REMUNERATION:** Remuneration of CMD shall not exceed ₹ 2,70,00,000 (Rupees Two Crore Seventy Lakhs only) per annum in Financial Year 2024-25. The Board is empowered, on the basis of recommendation from the Nomination and Remuneration Committee, to fix the annual increase in Salary every year, subject to the percentage limits, which shall not exceed 20% of previous financial year's remuneration.
4. **ANNUAL PERFORMANCE BASED VARIABLE PAY:** Annual Performance Based Variable Pay as may be decided by the Board on the basis of recommendation of the Nomination and Remuneration Committee, which shall not exceed 100% of Annual Salary of CMD in a Financial Year.
5. **BENEFITS, PERQUISITES AND OTHER ALLOWANCES:** Perquisites, Allowances and other benefits as per the HR policy of the Company will be provided and it will be considered in aggregate remuneration except perquisites prescribed under Section IV of Part II of Schedule V of the Companies Act, 2013, if any provided by the Company, which shall not be included in the computation of the ceiling on remuneration as prescribed under Section 197 of the Companies Act, 2013.
6. **OTHER TERMS OF APPOINTMENT:**
   i. The terms and conditions of the said appointment may be altered and varied from time to time by Board of Directors of the Company as it may in its discretion deem fit in such manner as may be agreed between the Board and the Appointee subject to the compliance of provisions and schedule V of the Companies Act, 2013 and other applicable laws.
   ii. All personnel policies of the Company and the related rules which are applicable to other employees and Directors of the Company will also be applicable to the Appointee unless specifically provided otherwise.

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iii. The terms and conditions of appointment with the Appointee also include clauses pertaining to adherence with the code of conduct applicable to all Board Members and Senior Management Personnel of the Company, no conflict of interest with the company and maintenance of confidentiality.

iv. The Company will reimburse to the CMD, such expenses as he may incur on behalf of the Company.

v. Office of CMD may be terminated by the Company or by Mr. Sanjay R. Shah by giving not less than three months' prior notice in writing.

vi. CMD is entitled to above mentioned remuneration and variable pay in case, managerial remuneration exceeds in any financial year beyond the limits as prescribed under Section 197 read with Schedule V of the Companies Act, 2013 and rules made thereunder and the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015.

Other details of Mr. Sanjay Rameshchandra Shah pursuant to the provisions of Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") are provided in the 'Annexure' to the Notice.

Statement of information/details for the members pursuant to Section II of Part II of Schedule V of the Companies Act 2013:

I. General Information

(i) Nature of industry – The Company is providing independent retail wealth management services in India and are amongst the top mutual fund distributors in terms of average assets under management ("AAUM") and commission received. We offer a technology enabled, comprehensive investment and financial services platform with end-to-end solutions critical for financial products distribution and presence across both online and offline channels.

(ii) Date or expected date of commencement of commercial production - Business Commenced on June 20, 2003.

(iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus – Not Applicable

(iv) Financial performance (on standalone basis) based on given indicators as per Audited Financial Results for the year ended March 31, 2023:

(₹ in lakhs except EPS)

Particulars	2022-23	2021-22
Profit/Loss before Tax	9,963.08	7,820.08
Profit/Loss after Tax	7,415.01	5866.45
Earnings per share (EPS) (₹)	17.91	14.18
Turnover	51,823.43	39,078.03

(v) Foreign investments or collaborations, if any: Foreign investments in the Company as on March 31, 2023 is 25.33% of Total Paid-Up Capital.

II. Information about the appointee

(i) Date of Birth: June 23, 1967

(ii) Experience and Background details: As mentioned above

(iii) Past remuneration: ₹2,05,50,000 per annum and bonus/performance linked incentive depending upon his performance and of the Company.

(iv) Recognition or awards: Nil

(v) Job profile and suitability: Chairman and Managing Director

(vi) Terms and Conditions of Appointment including remuneration proposed: As mentioned above

(vii) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The remuneration as proposed of Mr. Sanjay Rameshchandra Shah is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and its group and diverse nature of its businesses. Moreover, in his position as Chairman and Managing Director of the Company, Mr. Sanjay Rameshchandra Shah devotes his substantial time in overseeing the operations of the Group Companies.

(viii) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any: Mr. Sanjay Rameshchandra Shah, Chairman and Managing Director holds 43.36% equity shares in the share capital of the Company as on March 31, 2023. Except proposed remuneration as stated above, Mr. Sanjay Rameshchandra Shah does not have any other pecuniary relationship with the Company and its managerial personnel.

III. Other information:

(i) **Reasons for loss or inadequate profits:** Considering qualification and rich experience in the Industry of Mr. Sanjay Rameshchandra Shah, CMD, his remuneration is commensurate with Industry for this position.

(ii) **Steps taken or proposed to be taken for improvement:** Your Company believes that it is well positioned to capture opportunities for growth and profitability, basis its competitive strengths. There are lot of potentials in Indian economy for mutual fund and financial service industry and the Company has geared up to grab the same.

(iii) **Expected increase in productivity and profits in measurable terms:** The Company expects next years to be a year of substantial growth given that business revenues are slowly but steadily increasing. Even assuming current trend of revenue to remain for next year, there should be revenue growth from FY-23-24, resulting in improvement in profitability.

Resolution set out in Item No. 7 and its explanatory statement may be treated as a written memorandum setting out the terms of appointment and remuneration of Mr. Sanjay Rameshchandra Shah pursuant to the provisions of Section 190 of the Companies Act, 2013.

Mr. Sanjay Rameshchandra Shah is interested in resolution set out at Item No. 6 & 7 of the Notice. The relatives of Mr. Sanjay Rameshchandra Shah may be deemed to be interested in the resolution to the extent of their shareholding, if any, in the Company. Mr. Sanjay Rameshchandra Shah is not related to any Director of the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 6 & 7 for approval of the Members as a Special Resolution.

Item No. 8:

Pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV of the Companies Act, 2013, Mr. Deepak Sood (DIN: 01642332) was appointed as an Independent Director for a period of three (3) years from October 23, 2020 to October 22, 2023 by the Members at the 18th AGM of the Company held on 23rd July, 2021. As per Section 149(10) of the Act, an Independent Director can be re-appointed for another term of five (5) consecutive years by passing special resolution by the Company.

Profile of Mr. Deepak Sood: Mr. Deepak Sood, aged 58 years, is an Independent Director of the Company. He holds a bachelor's degree in science from University of Delhi, a bachelor's degree in law from University of Mumbai and a master's degree in science from University of Delhi. He is also a fellow of the Insurance Institute of India. Previously he has been associated with Navirisk Consulting LLP, United India Insurance Company Limited, Avantha Holdings Limited and Zurich Risk Management Services (India) Private Limited. He has also served as the head of business development at Bajaj Allianz General Insurance Company Limited, the managing director and chief executive officer of Future Generali India Life Insurance Company Limited, the chief executive officer – non life operations of Future Generali India, the chief representative RO of ERGO Insurance Group and the chief executive officer of Avantha Ergo Life Insurance Company Limited. He has over three decades of experience in the insurance sector.

Now, based on performance evaluation and recommendation of Nomination and Remuneration Committee and as per the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, Mr. Deepak Sood is eligible for re-appointment as an Independent Director of the Company. The Company has received declaration from Mr. Deepak Sood that he is not disqualified from being reappointed as a Director in terms of Section 164 of the Act and he is not debarred by SEBI or any other authority from holding the office of Director. The Company has also received declaration from Mr. Deepak Sood that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 (1)(b) of the SEBI (LODR) Regulations, 2015.

In the opinion of the Board, Mr. Deepak Sood fulfils the conditions specified in the Act & the Rules thereunder and the SEBI (LODR) Regulations, 2015 for reappointment as an Independent Director, and he is independent of the management of the Company. In view of the aforesaid provisions of the Act and considering his rich experience, valuable guidance to the Company and better Board performance as an Independent Director, the Board considers that his continued association would be of immense benefit to the Company. Accordingly, the Board recommends the re-appointment of Mr. Deepak Sood as an Independent Director for a second term of five (5) consecutive years w.e.f October 23, 2023 (date of reappointment) upto October 22, 2028 for approval of the Members of the Company by way of Special Resolution. Copy of the draft letter for appointment of Mr. Deepak Sood, Independent Directors setting out the terms and conditions thereof is available for inspection without payment of any fee by the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at cs@prudentcorporate.com, upto and including the date of ensuing Annual General Meeting. He

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Notice
of 20th Annual General Meeting

would be entitled to sitting fees for attending the meetings of the Board as approved by the board of directors in respect of the Non- Executive Directors. The remuneration by way of commission to the Non- Executive Directors is decided by the Board of Directors and distributed to them based on their participation and contribution at the Board and Committee meetings. Recently, the Ministry of Corporate Affairs has notified the amendments to Sections 149(9) and 197(3) of the Act by the Companies (Amendment) Act, 2020 to enable companies faced with no profits / inadequate profits to pay certain fixed remuneration to their Non-Executive Directors and Independent Directors, in accordance with the provisions of Schedule V of the Act. In view of the valuable services being rendered by the said Directors to the Company, the shareholders at the 18th AGM of the Company, held on July 23, 2021, had approved payment of commission to the Non-Executive Directors of the Company for a period of 5 years, commencing from April 1, 2021, distributed between such Directors in such a manner as the Board of Directors, may from time to time determine within the overall maximum limit of 1% (one percent) of the net profits of the Company for that financial year computed in accordance with the provisions of Section 198 of the Act, for FY 2021-22, FY 2022-23, FY 2023-24, FY 2024-25 and FY 2025-26 and shall be in addition to the sitting fees payable to the Directors for attending the meetings of the Board or for any other purpose whatsoever as may be decided by the Board. In the event of loss or inadequacy of profits in any financial year during the term mentioned above, the Non-executive Directors including Independent Directors shall be paid remuneration by way of Commission as set out above, as may be decided by the Board of Directors of the Company, notwithstanding that it may exceed one percent of the net profits of the Company and any limits prescribed in schedule V to the Act, from time to time.

Except Mr. Deepak Sood, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution. Mr. Deepak Sood is not related to any Director of the Company. Brief profile of Mr. Deepak Sood, nature of his expertise in functional areas and other relevant details including relationships between directors as required under the SEBI (LODR) Regulations, 2015 and the Secretarial Standard – 2 and other provisions of applicable laws are annexed to the Notice.

The Board recommends the resolution set out in the Item No. 8 for approval of the Members as a Special Resolution.

Item No. 9:

Pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV of the Companies Act, 2013, Mr. Karan Kailash Datta (DIN: 08413809) was appointed as an Independent Director for a period of three (3) years from October 23, 2020 to October 22, 2023 by the Members at the 18th AGM of the Company held on 23rd July, 2021. As per Section 149(10) of the Act, an Independent Director can be re-appointed for another term of five (5) consecutive years by passing special resolution by the Company.

Profile of Mr. Karan Kailash Datta: Mr. Karan Kailash Datta, aged 52 years, is an Independent Director of the Company. He holds a bachelor's degree in commerce from the University of Delhi. He has previously been associated with Goldman Sachs (India) Securities Private Limited, Goldman Sachs Asset Management (India) Private Limited and Axis Asset Management Company Private Limited and has approximately ten years of experience in asset management.

Now, based on performance evaluation and recommendation of Nomination and Remuneration Committee and as per the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, Mr. Karan Kailash Datta is eligible for re-appointment as an Independent Director of the Company. The Company has received declaration from Mr. Karan Kailash Datta that he is not disqualified from being reappointed as a Director in terms of Section 164 of the Act and he is not debarred by SEBI or any other authority from holding the office of Director. The Company has also received declaration from Mr. Karan Kailash Datta that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 (1)(b) of the SEBI (LODR) Regulations, 2015.

In the opinion of the Board, Mr. Karan Kailash Datta fulfils the conditions specified in the Act & the Rules thereunder and the SEBI (LODR) Regulations, 2015 for reappointment as an Independent Director, and he is independent of the management of the Company. In view of the aforesaid provisions of the Act and considering his rich experience, valuable guidance to the Company and better Board performance as an Independent Director, the Board considers that his continued association would be of immense benefit to the Company. Accordingly, the Board recommends the re-appointment of Mr. Karan Kailash Datta as an Independent Director for a second term of five (5) consecutive years w.e.f October 23, 2023 (date of reappointment) upto October 22, 2028 for approval of the Members of the Company by way of Special Resolution. Copy of the draft letter for appointment of Mr. Karan Kailash Datta, Independent Directors setting out the terms and conditions thereof is available for inspection without payment of any fee by the Members on sending a request along with their DP/Client ID or Folio No. from their registered e-mail address to the Company at cs@prudentcorporate.com, upto and including the date of ensuing Annual General Meeting. He would be entitled to sitting fees for attending the meetings of the Board as approved by the board of directors in respect of the Non- Executive Directors. The remuneration by way of commission to the Non- Executive Directors is decided by the Board of Directors and distributed to them based on their participation and contribution at the Board and Committee meetings. Recently, the Ministry of Corporate Affairs has notified the amendments to Sections 149(9) and 197(3) of the Act by the Companies (Amendment) Act, 2020 to enable companies faced with no profits / inadequate profits to pay certain fixed remuneration to their Non-Executive Directors and Independent Directors, in accordance with the provisions of Schedule V of the Act. In view of the valuable services being rendered by the said Directors to the Company, the shareholders at the 18th AGM of the Company, held on July 23, 2021, had approved payment of commission to the Non-Executive Directors of the Company for a period of 5 years, commencing from April 1, 2021, distributed between such Directors in such a manner as the Board of Directors, may from time to time determine within the overall maximum limit of 1% (one percent) of the net profits of the Company for that financial year computed in accordance with the provisions of Section 198 of the Act, for FY 2021-22, FY 2022-23, FY 2023-24, FY 2024-25 and FY 2025-26 and shall be in addition to the sitting fees payable to the Directors for attending the meetings of the Board or for any other purpose whatsoever as may be decided by the Board. In the event of loss or inadequacy of profits in any financial year during the term mentioned above, the Non-executive Directors including Independent Directors shall be paid remuneration by way of Commission as set out above, as may be decided by the Board of Directors of the Company, notwithstanding that it may exceed one percent of the net profits of the Company and any limits prescribed in schedule V to the Act, from time to time.

Except Mr. Karan Kailash Datta, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution. Mr. Karan Kailash Datta is not related to any Director of the Company. Brief profile of Mr. Karan Kailash Datta, nature of his expertise in functional areas and other relevant details including relationships between directors as required under the SEBI (LODR) Regulations, 2015 and the Secretarial Standard – 2 and other provisions of applicable laws are annexed to the Notice.

The Board recommends the resolution set out in the Item No. 9 for approval of the Members as a Special Resolution.

By Order of the Board of Directors,
For Prudent Corporate Advisory Services Limited

Dhaval Ghetia
Company Secretary
Membership No. ACS 46211

Date: July 25, 2023
Place: Ahmedabad

Registered Office:
Prudent House, 3 Devang Park Society,
Panjarapole Cross Road, Ambawadi
Ahmedabad, Gujarat - 380015.
Website: www.prudentcorporate.com

Annexure to Item No. 3 to 9 of the Notice

Details of Directors seeking Re-appointment/fixation of remuneration of Directors including Managing Director or Whole-time Director at the Annual General Meeting.

[In pursuance of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Secretarial Standard-2 on General Meetings]:

Name of the Director	Mr. Shirish Govindbhai Patel	Mr. Sanjay Rameshchandra Shah	Mr. Deepak Sood	Mr. Karan Kailash Datta
Designation	Whole-time Director and CEO	Chairman and Managing Director	Independent Director (Non - Executive Director)	Independent Director (Non - Executive Director)
Director Identification Number	00239732	00239810	01642332	08413809
Date of Birth	18/07/1977	23/06/1967	27/10/1964	20/02/1971
Date of joining the Board	31/07/2018	04/06/2003	23/10/2020	23/10/2020
Qualification	As per Item No. 4 & 5 of Explanatory Statement	As per Item No. 6 & 7 of Explanatory Statement	As per Item No. 8 of Explanatory Statement	As per Item No. 9 of Explanatory Statement
Brief Resume and Nature of expertise in specific functional areas	As per Item No. 4 & 5 of Explanatory Statement	As per Item No. 6 & 7 of Explanatory Statement	As per Item No. 8 of Explanatory Statement	As per Item No. 9 of Explanatory Statement
The remuneration last drawn by such Director	As per Item No. 4 & 5 of Explanatory Statement	As per Item No. 6 & 7 of Explanatory Statement	Commission paid ₹ 15 Lakhs in FY 2022-23 Sitting fees paid ₹ 5.25 Lakhs in FY 2022-23	Commission paid ₹ 15 Lakhs in FY 2022-23 Sitting fees paid ₹ 4.50 Lakhs in FY 2022-23
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per Item No. 4 & 5 of Explanatory Statement	As per Item No. 6 & 7 of Explanatory Statement	As per Item No. 8 of Explanatory Statement	As per Item No. 9 of Explanatory Statement
No. of Shares held in the Company as on 31st March, 2023	1090561 Equity Shares	17952250 Equity Shares	Nil	Nil
Directorships in other listed companies (Other than Prudent Corporate Advisory Services Limited)	Nil	Nil	Nil	Nil
Listed entities from which the Director has resigned in the past three years	Nil	Nil	Nil	Nil

Name of the Director	Mr. Shirish Govindbhai Patel	Mr. Sanjay Rameshchandra Shah	Mr. Deepak Sood	Mr. Karan Kailash Datta
Committee Memberships/ Chairmanship held in other Companies (Other than Prudent Corporate Advisory Services Limited) as on 31.03.2023	Nil	Nil	Nil	Nil
Disclosure of relationships between Directors inter-se	No relationship	No relationship	No relationship	No relationship
Number of Meetings of the Board attended during the year	7 out of 8	8 out of 8	7 out of 8	6 out of 8

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Board's Report

To
The Members,

Your directors are pleased to present the 20th Annual Report of Prudent Corporate Advisory Services Limited ("the Company") together with the audited financial statements for the year ended March 31, 2023.

FINANCIAL SUMMARY AND HIGHLIGHTS

The financial performance for the year ended March 31, 2023 is summarized below:

Particulars	Standalone (₹ in lakhs)		Consolidated (₹ in lakhs)	
	Current Year 2022-23	Previous Year 2021-22	Current Year 2022-23	Previous Year 2021-22
Revenue from Operations	51,823.43	39,078.03	61,132.72	45,075.27
Other Income	474.73	661.30	754.50	781.20
Profit before Depreciation, Finance Cost and Tax Expense	12,285.25	9,194.12	18,292.32	12,308.55
Less: Depreciation and Amortization Expenses	2,199.81	1,177.46	2,403.26	1,338.82
Profit before Finance Cost and Tax Expense	10,085.44	8,016.66	15,889.06	10,969.73
Less: Finance Costs	122.36	196.58	207.05	258.95
Profit before Tax Expense	**9,963.08**	**7,820.08**	**15,682.01**	**10,710.78**
Less: Tax Expense (Current & Deferred)	2,548.07	1,953.63	4,013.16	2,676.98
Profit after Tax	**7,415.01**	**5,866.45**	**11,668.85**	**8,033.80**
Add: Other Comprehensive Income/loss for the year	(13.93)	(10.45)	(18.48)	(5.91)
Total Comprehensive Income	**7,401.08**	**5,856.00**	**11,650.37**	**8,027.89**

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of your Company for the FY 2022-23 are prepared in compliance with the applicable provisions of the Companies Act, 2013 ('the Act'), Indian Accounting Standards ('Ind AS') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['SEBI (LODR) Regulations'] and the same shall also be made available to the Members in their forthcoming Annual General Meeting ('AGM').

STATE OF THE COMPANY'S AFFAIRS

Your company is an independent retail wealth management services group in India and are amongst the top mutual fund distributors in terms of average assets under management ("AAUM") and commission received.

Your company provide wealth management services to 15.32 lakhs unique retail investors through 26,949 MFDs on our business-to-business-to-consumer ("B2B2C") platform and are spread across branches in 120 locations in 21 states in India, as on March 31, 2023. Your company offers a technology enabled, comprehensive investment and financial services platform with end-to-end solutions critical for financial products distribution and presence across both online and offline channels and digital wealth management ("DWM") solutions through platforms, namely, FundzBazar, PrudentConnect, Policyworld and CreditBasket.

As on March 31, 2023, our assets under management from the mutual fund distribution business ("AUM") stood at ₹56,189 crore with 93.5% of our total AUM being equity oriented. Our AUM has increased from ₹ 49,473 crore as on March 31, 2022 to ₹56,189 crore as on March 31, 2023, representing an increase of 13.58% with our equity oriented AUM increasing from 45,799 to 52,525 crore during the same period, representing an increase of 14.69%.

Our retail focus has helped grow the number of systematic investment plans ("SIPs") handled by us from 16.37 lakhs as of March 31, 2022 to 19.66 lakhs as of March 31, 2023. Correspondingly, equity AUM from SIPs increased from 19,203 crore (representing 41.93% of our total equity AUM) as of March 31, 2022 to 22,780 crore (representing 43.37% of our total equity AUM) as of March 31, 2023. Our monthly SIP flows as of March 31, 2023 were 517 crore providing visibility of monthly inflows for our MFDs as well as the Company.

Our overall revenue from operations increased to ₹51,823.43 Lakh for Fiscal 2023 from ₹39,078.03 Lakh for Fiscal 2022, representing an increase of 32.62%. Our net profit for the year increased by ₹1,548.56 lakhs or 26.40% to ₹7,415.01 lakhs for Fiscal 2023 from ₹5,866.45 lakhs for Fiscal 2022.

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

TRANSFER TO RESERVES

During the year under review, the Company has not transferred any amount to General Reserve.

DEPOSITS

During the year under review, the Company has not accepted any deposit within the meaning of Sections 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. Further, Company does not have any deposit not in consonance with the provisions of Chapter V of the Act.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the year under review, there was no change in the nature of business. However, your company has started offering facilities to their clients to trade in Future and Option Segment on FundzBazar Stock Broking platform

Further, the Company has applied for Corporate Agent Registration with Insurance Regulatory and Development Authority ("IRDA") for soliciting and procuring insurance business as a corporate agent to offer a full product basket. Registration is under process with IRDA.

DIVIDEND DISTRIBUTION POLICY

The Board of Directors of the Company in its meeting held on May 12, 2021 has approved and adopted a Policy on Distribution of Dividend to comply with Regulation 43A of SEBI (LODR) Regulations and the same is uploaded on website of the Company at **https://www.prudentcorporate.com/investorrelation.**

DIVIDEND

The Board of Directors of your company, in its meeting held on May 24, 2023 has recommended a final dividend of ₹ 1.50 (One Rupee and Fifty Paisa) (@ 30%) per equity share of the face value of ₹ 5/- each fully paid up for the financial year ended 31st March, 2023, subject to the approval of the Members at the ensuing 20th Annual General Meeting. The Final dividend is payable to those shareholders whose names appear on the Register of Members as on the Record Date.

CAPITAL STRUCTURE

During the year, Company has not raised any capital and hence the same remains unchanged.

During the year under review, the Company has not issued any:

a) shares with differential rights as to dividend, voting or otherwise.

b) sweat equity shares.

RELATED PARTY TRANSACTIONS

During the year, your Company has entered into transactions with related parties as defined under Section 2(76) of the Act read with Companies (Specification of Definitions Details) Rules, 2014, SEBI (LODR) Regulations and applicable Accounting Standards, which were in the ordinary course of business and on arms' length basis and in accordance with the policy on Related Party Transactions of the Company.

During the year, there was no material transaction with any related parties as per the Related Party Transactions Policy of the Company and/or any other related party transaction entered into by the Company that require disclosure in Form AOC-2, hence, disclosure in Form AOC-2 is not applicable to the Company.

The disclosures pertaining to related party transactions as per the applicable Accounting Standards form part of the notes to the financial statements provided in this Annual Report.

As required under Regulation 23 of SEBI (LODR) Regulations, the Company has formulated a Related Party Transactions Policy which is available on the website of the Company at **https://www.prudentcorporate.com/investorrelation.**

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The details of Loans, guarantee and Investments covered under the provisions of Section 186 of the Act are given in the Notes to the Standalone Financial Statements forming part of Annual Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Directors:

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. Shirish Govindbhai Patel (DIN: 00239732), Whole-time Director is liable to retire by rotation at the ensuing AGM and being eligible, offers himself for re-appointment. The Board of Directors recommends his re-appointment.

During the year under review, based upon recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on January 9, 2021 had approved the re-appointment of Ms. Shilpi Sumankumar Thapar (DIN 00511871) and Mr. Aniket Sunil Talati (DIN

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02724484) as Independent Director(s) (in the category of "Non-Executive Independent Director") for second term of 5 (five) consecutive years w.e.f. June 7, 2023 and their re-appointment was duly approved by the Shareholders of the Company through special resolutions passed by way of postal ballot on February 16, 2023.

The above-mentioned Directors have affirmed that they are not debarred from holding the office of Director(s) by virtue of any SEBI order or any other such Authority.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under subsection (6) of Section 149 of the Act including compliance of relevant provisions of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and SEBI (LODR) Regulations. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and they hold highest standards of integrity.

None of the Directors of the Company is disqualified in terms of the provisions of Section 164 of the Act. The Directors of the Company have made necessary disclosures under Section 184 and other relevant provisions of the Act.

All the Independent Directors of the Company have enrolled their names in the online database of Independent Directors by Indian Institute of Corporate Affairs in terms of the recently introduced regulatory requirements. Also, the online proficiency self-assessment test as mandated was undertaken by those Independent Directors of the Company who were not exempted within the prescribed timelines.

The members at their 18th Annual General Meeting held on July 23, 2021, had appointed Mr. Sanjay Rameshchandra Shah (DIN: 00239810) as Managing Director for a term of three years effective from April 1, 2021 to March 31, 2024. His office of directorship is due for re-appointment on March 31, 2024.

Therefore, pursuant to the provisions of the Companies Act, 2013 ("the Act"), Articles of Association of the Company, SEBI (LODR) Regulations and based on the recommendations received from the Nomination and Remuneration Committee and the Board of Directors, the Shareholders may consider the re-appointment of Mr. Sanjay Rameshchandra Shah, as Chairman and Managing Director of the Company for further term of three (3) years w.e.f. April 1, 2024 to March 31, 2027.

Further, the members at their 18th Annual General Meeting held on July 23, 2021, had appointed and designated Mr. Shirish Govindbhai Patel (DIN: 00239810) as Whole-time Director & CEO for a term of two years and eight months effective from August 1, 2021 to March 31, 2024. His office of directorship is due for re-appointment on March 31, 2024.

Therefore, pursuant to the provisions of the Companies Act, 2013 ("the Act"), Articles of Association of the Company, SEBI (LODR) Regulations and based on the recommendations received from the Nomination and Remuneration Committee and the Board of Directors, the Shareholders may consider the re-appointment of Mr. Shirish Govindbhai Patel, as Whole-time Director and Chief Executive Officer of the Company for further term of three (3) years w.e.f. April 1, 2024 to March 31, 2027.

Further, the members at their 18th Annual General Meeting held on July 23, 2021, had appointed Mr. Deepak Sood (DIN: 01642332) and Mr. Karan Kailash Datta (DIN: 08413809) as Independent Directors to hold office for a first term of three years effective from October 23, 2020 to October 22, 2023.

Accordingly, pursuant to the provisions of the Companies Act, 2013 ("the Act"), Articles of Association of the Company, performance evaluation and based on the recommendations received from the Nomination and Remuneration Committee and the Board of Directors, the Shareholders may consider the re-appointment of Mr. Deepak Sood (DIN: 01642332) and Mr. Karan Kailash Datta (DIN: 08413809) as Independent Directors of the Company for second term of five (5) years w.e.f. October 23, 2023 to October 22, 2028.

Brief resume and other details of the Director(s) being appointed/re-appointed at the ensuing AGM as stipulated under Secretarial Standard-2 issued by the Institute of Company Secretaries of India and Regulation 36 of the SEBI (LODR) Regulations, is separately disclosed in the Notice of ensuing AGM. The above proposals for re-appointment forms part of the Notice of the ensuing AGM and appropriate resolutions for re-appointment of the aforesaid directors are being moved at the ensuing Annual General Meeting, which the board recommends for your approval.

(B) Key Managerial Personnel

In accordance with the provisions of Sections 2(51) and 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, Mr. Sanjay Rameshchandra Shah, Managing Director, Mr. Shirish Govindbhai Patel, Whole-time Director & CEO, Mr. Chirag Ashwinkumar Shah, Whole-time Director, Mr. Chiragkumar Bansilal Kothari, Chief Financial Officer and Mr. Dhavalkumar Pareshbhai Ghetia, Company Secretary are the Key Managerial Personnel (KMP) of the Company. There was no change amongst the KMPs during the year under review.

BOARD EVALUATION

To comply with the provisions of Section 134(3)(p) of the Act and Rules made thereunder and Regulation 17(10) of SEBI (LODR) Regulations, the Board has carried out the annual performance evaluation of the Directors individually including the Independent Directors (wherein the concerned Director being evaluated did not participate), Board as a whole and following Committees of the Board of Directors:

i) Audit Committee;

ii) Nomination and Remuneration Committee;

iii) Stakeholders Relationship Committee; and

iv) Corporate Social Responsibility Committee.

The manner in which the annual performance evaluation has been carried out is explained in the Corporate Governance Report which forms part of this Annual Report. Board is responsible to monitor and review the evaluation framework.

Further, to comply with Regulation 25(4) of SEBI (LODR) Regulations, Independent Directors also evaluated the performance of Non-Independent Directors, Chairman and Board as a whole at a separate meeting of Independent Directors.

BOARD AND COMMITTEE MEETINGS

The number of meetings of the Board and various Committees of the Board including composition are set out in the Corporate Governance Report which forms part of this annual report. The intervening gap between the meetings was within the period prescribed under the provisions of Section 173 of the Act and SEBI (LODR) Regulations.

REMUNERATION POLICY

To comply with the provisions of Section 178 of the Act and Rules made thereunder and Regulation 19 of SEBI (LODR) Regulations, the Company's Remuneration Policy for Directors, Key Managerial Personnel (KMP), Senior Management and other Employees of the Company is uploaded on website of the Company at **https://www.prudentcorporate.com/investorrelation**. The Policy includes, inter-alia, the criteria for appointment and remuneration of Directors, KMPs, Senior Management Personnel of the Company and Board Diversity.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Your Company has a Corporate Social Responsibility (CSR) Policy which is uploaded on website of the Company at https://www.prudentcorporate.com/investorrelation.

Annual Report on CSR activities for the Financial Year 2022- 23 as required under Sections 134 and 135 of the Act read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Rule 9 of the Companies (Accounts) Rules, 2014 is attached to this report as **Annexure - 1.**

REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

The information required to be disclosed in the Board's Report pursuant to Section 197 of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached to this report as **Annexure – 2.**

Mr. Chirag Ashwinkumar Shah, Whole-time Director of the Company has not taken any remuneration from the Company during the year under review. He has received a remuneration of ₹188 Lakhs from Gennext Insurance Brokers Private Limited, the Wholly Owned Subsidiary (WOS) of the Company during the financial year 2022-23.

STATUTORY AUDITORS

Your Company at the 16th (Sixteenth) Annual General Meeting held on September 30, 2019 had appointed M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm Registration No. 117365W) as Statutory Auditors of the Company for a period of 5 consecutive years till 21st Annual General Meeting at a remuneration as may be fixed by the Board of Directors in consultation with the Auditors. The Statutory Auditors have confirmed that they satisfy the independence criteria as required under the Act.

The Statutory Auditors' Report for the Financial Year 2022- 23 does not contain any qualification, reservation or adverse remark and forms part of the Annual Report. The Statutory Auditors have not reported any frauds under Section 143(12) of the Act.

COST AUDIT

In terms of Section 148 of the Act and the Companies (Cost Records and Audit) Rules, 2014, Cost Audit is not applicable on the Company for the Financial Year 2022-23.

SECRETARIAL AUDITORS

The Board has appointed M/s. M.C. Gupta & Co., Practicing Company Secretaries (COP No.: 1028) to undertake the Secretarial Audit of the Company for the financial year 2022-23 pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (LODR) Regulations, 2015 as amended.

The Secretarial Audit Report in the prescribed Form No. MR–3 for the Financial Year 2022-23 is annexed herewith as Annexure - 3 to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark or disclaimer in his report.

The Company has also filed the Secretarial Compliance Report for the financial year ended March 31, 2023 with the Stock Exchanges with regards to compliance of applicable SEBI Regulations/circulars/guidelines issued thereunder, pursuant to requirement of Regulation 24A of SEBI (LODR) Regulations.

SUBSIDIARIES

Your Company has the following wholly owned subsidiaries on March 31, 2023:

1. Gennext Insurance Brokers Private Limited;
2. Prudent Broking Services Private Limited;
3. Prutech Financial Services Private Limited;

As on March 31, 2023, your Company does not have any Associate/Joint Venture as defined under the provisions of the Act.

To comply with the provisions of Section 129 of the Act, a separate statement containing salient features of Financial Statements of Subsidiaries of your Company (including their performance and financial position) in prescribed Form AOC-1 forms part this Annual Report and therefore not repeated here to avoid duplication. Further, contribution of subsidiary to the overall performance of your Company provided in Note No. 41 of the Consolidated Financial Statements.

Financial Statements of the above-mentioned subsidiary companies are kept open for inspection by the Members at the Registered Office of your Company on all days except Saturday, Sunday and Public Holidays up to the date of AGM between 11:00 A.M. to 5:00 P.M. as required under Section 136 of the Act. Any Member desirous of obtaining a copy of the said Financial Statements may write to the Company at its Registered Office or Corporate Office. The Financial Statements including the Consolidated Financial Statements and all other documents required to be attached with this Report have been uploaded on website of the Company at **https://www.prudentcorporate.com/investorrelation.**

To comply with the provisions of Regulation 16(c) of SEBI (LODR) Regulations, the Board of Directors of the Company have approved and adopted a Policy for determining Material Subsidiary. Further, Gennext Insurance Brokers Private Limited (GIBPL) became material subsidiary of the Company as per Audited Financial Statements for year ended March 31, 2023. Policy on Material Subsidiary is uploaded on website of the Company at **https://www.prudentcorporate.com/investorrelation.** As per Regulation 24A of Listing Regulations, the Secretarial Audit Report of GIBPL is annexed as **Annexure - 4.**

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has constituted an Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review, no complaint was received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to the provisions of Section 177 of the Act and Regulation 22 of SEBI (LODR) Regulations, the Company has adopted a Vigil Mechanism / Whistle Blower Policy to provide a platform to the Directors and Employees of the Company to raise concerns regarding any irregularity, misconduct or unethical matters / dealings within the Company. The same is detailed in the Corporate Governance Report, which forms part of this annual report.

RISK MANAGEMENT

The Risk Management Committee of the Board of Directors inter-alia monitors and reviews the risk management plan and such other functions as assigned from time to time.

Your Company has a robust Risk Management Policy, under which it manages Risk Management Framework, identifies and evaluates business risks and opportunities. The Company recognize that these risks need to be managed and mitigated to protect the interest of the stakeholders and to achieve business objectives. The risk management framework is aimed at effectively mitigating the Company's various business and operational risks, through strategic actions. The Company has a strong Cyber Risk Management framework wherein cyber risk and mitigation controls are monitored by Technology Committee and Risk Management Committee of the Company. The Company has developed its digital infrastructure to enhance the Clients' and Channel Partners' interface with the Company. The Company maintains robust cyber security posture to protect the confidentiality and integrity of data.

There are no risks, which in the opinion of the Board threaten the existence of the Company.

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal controls with reference to financial statements and day to day operations and the same are operating effectively. The Internal Auditors tested the design and effectiveness of the key controls and no material weaknesses were observed in their examination. Further, Statutory Auditors verified the systems and processes and confirmed that the Internal Financial Controls system over financial reporting are adequate and such controls are operating effectively.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of the requirements of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, Board of Directors of the Company, hereby state and confirm that:

(a) in the preparation of the annual accounts for the financial year ended 31st March, 2023, the applicable accounting standards have been followed and there are no material departures from the same;

(b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2023 and of the profit and loss of the Company for the financial year ended 31st March, 2023;

(c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) they have prepared annual accounts on a going concern basis;

(e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively; and

(f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

OTHER INFORMATION

Management Discussion & Analysis Report

Management Discussion & Analysis Report for the year under review, as stipulated under Regulation 34(2)(e) of SEBI (LODR) Regulations, forms part of this Annual Report.

Business Responsibility and Sustainability Report (BRSR)

BRSR for the year under review, as stipulated under Regulation 34(2)(f) of SEBI (LODR) Regulations, forms part of this Annual Report.

Corporate Governance Report

The Company's shares are listed with BSE Limited and National Stock Exchange of India Limited with effect from May 20, 2022. The Report on Corporate Governance forming part of this Annual Report. The Report received from M/s. M. C. Gupta & Co., Company Secretaries confirming compliance with the conditions of corporate governance is also attached to the Corporate Governance Report.

Listing

The Equity Shares of the Company are listed on the National Stock Exchange of India Limited and BSE Limited. Both these stock exchanges have nation-wide trading terminals. Annual listing fee for the Financial Year 2023-24 has been paid to the National Stock Exchange of India Limited and BSE Limited.

ANNUAL RETURN

Pursuant to Sections 92(3) and 134(3)(a) of the Act, the Annual Return of the Company is available on website of the Company at **https://www.prudentcorporate.com/investorrelation**.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134(3)(m) read with Rule 8 of the Companies (Accounts) Rules, 2014 are given below:

A. Conservation of Energy

   i) Steps taken for conservation of energy: The Company evaluates the possibilities and various alternatives to reduce energy consumption and use of low energy consuming LED lightings is being encouraged. The Company recognizes the importance of energy conservation in decreasing the adverse effects of global warming and climate change. The Company carries on its activities in an environment friendly and energy efficient manner.

   ii) Steps taken by the Company for utilizing alternate sources of energy: Nil

   iii) Capital investment on energy conservation equipment: Nil

B. Technology absorption

   The Company believes in leveraging technology to transform every dimension of its business. Investments in technology infrastructure is an important element of Company's commitment to delivering seamless customer experience. Further, steps taken towards Energy Conservation are the result of technology absorption.

C. Foreign exchange earnings and Outgo

   During the year the company had no foreign exchange earnings, while the Company has made an expenditure of ₹ 4.34 Lakhs in foreign currency.

GENERAL

Your directors confirm that no disclosure or reporting is required in respect of the following items as there was no transaction on these items during the year under review:

1. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
2. No application made or any proceeding pending under Insolvency and Bankruptcy Code, 2016 as at the end of the Financial Year 2022-23.
3. During the year, the Company is not required to avail credit rating(s) of Securities.

The Company is in regular compliance of the applicable provisions of Secretarial Standards issued by the Institute of Company Secretaries of India.

No material changes and commitments have occurred after the closure of the Financial Year 2022-23 till the date of this Board's Report, which would affect the financial position of your Company.

LOANS TAKEN FROM DIRECTORS OF THE COMPANY

During the year under review, the Company has taken unsecured loans from Directors of the Company. Details of Unsecured Loans taken from Directors of the Company are given in the Notes to the Financial Statements forming part of Annual Report.

Director, who has given unsecured loans to the Company, has furnished to the company at the time of giving the loan, a declaration in writing to the effect that the amount is not being given out of funds acquired by him by borrowing or accepting loans or deposits from others.

IMPLEMENTATION OF CORPORATE ACTION

During the year under review, the Company has not failed to implement any Corporate Actions within the specified time limit.

INVESTOR EDUCATION AND PROTECTION FUND ("IEPF")

(A) Transfer of Unclaimed/Unpaid Dividend

Pursuant to the provisions of Section 124 of the Companies Act, 2013 ("the Act") read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), and relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government.

There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(B) Transfer of Shares

Pursuant to the provisions of IEPF Rules, all equity shares in respect of which dividend has not been paid or claimed for last seven consecutive years shall be transferred by the Company to the designated Demat Account of the IEPF Authority ("IEPF Account") within a period of thirty days of such shares becoming due to be transferred.

There were no shares which were required to be transferred to the Investor Education and Protection Fund by the Company.

(C) Details of Nodal Officer

Name	**Mr. Dhavalkumar Pareshbhai Ghetia,** Company Secretary and Compliance Officer
Email Address	cs@prudentcorporate.com

(D) Year wise amount of Unpaid/Unclaimed Dividend lying in the unpaid account upto March 31, 2023 and the corresponding shares, which are liable to be transferred to the IEPF, and the due dates for such transfer:

Sr. No.	Date of declaration of Dividend	Number of Shareholders against whom Dividend amount is unpaid	Number of shares against whom Dividend amount is unpaid	Amount Unpaid as on March 31, 2023 (₹)	Due date of transfer of Unpaid and Unclaimed Dividend to IEPF
1	Final Dividend (FY 2021-22) AGM held on September 29, 2022	127	7,035	6,620	October 31, 2029

(E) Details of the resultant benefits arising out of shares already transferred to the IEPF:

There were no resultant benefits arising out of shares already transferred to the IEPF, which were required to be transferred to the IEPF by the Company.

CAUTIONARY STATEMENT

Statements in the Board's Report and the Management Discussion & Analysis Report describing the Company's objectives, expectations or forecasts may be forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statements. Important factors that could influence the company's operations include changes in government policies and tax laws, economic development of the country, and other factors which are material to the business operations of the company.

ACKNOWLEDGEMENT

Your Company's organizational culture upholds professionalism, integrity and continuous improvement across all functions, as well as efficient utilization of the Company's resources for sustainable and profitable growth.

Your directors acknowledge the support and co-operation received from the employees, MFDs and all those who have helped to manage day-to-day business operations of the Company.

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Rameshchandra Shah
Chairman
DIN: 00239810

Date: July 25, 2023
Place: Ahmedabad

Annexure [1] to Board's Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

[Pursuant to clause (o) of sub section (3) of Section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. Brief outline on CSR Policy of the Company

a) The CSR Policy outlines the Company's Philosophy and responsibility as a Corporate Citizen of India and lays down the guidelines and mechanism for undertaking socially useful projects, programs and activities for welfare & sustainable development of the community in and around its area of operations and other parts of the country

To pursue these objectives, the company will continue to:

i) Work actively by undertaking, CSR programs, projects and activities which may relate to one or more activities listed in Schedule VII of the Act.

ii) Collaborate with like-minded bodies like voluntary organizations, charitable trusts, governments and academic institutes in pursuit of our goals.

iii) Interact regularly with stakeholders, review and publicly report our CSR initiatives.

b) For effective implementation of the CSR programs, projects and activities undertaken or to be undertaken by the company, suitable monitoring system has been put in place. In case a project or program is implemented through implementing agency, the progress is monitored by calling for periodical progress reports with supporting documents pertaining to the expenses incurred under different heads.

2. The Composition of the CSR Committee:

The Board has reconstituted the CSR Committee in Board Meeting held on 22nd July, 2021.

Name of the Member	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the financial year 2022-23	Number of meetings of CSR Committee attended during the financial year 2022-23
Mr. Karan Kailash Datta	Chairman (Independent Director)	2	2
Ms. Shilpi Sumankumar Thapar	Member (Independent Director)	2	2
Mr. Sanjay Rameshchandra Shah	Member (Managing Director)	2	2
Mr. Chirag Ashwinkumar Shah	Member (Whole-time Director)	2	1

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

CSR Committee –
https://www.prudentcorporate.com/investorrelation

CSR Policy –
https://www.prudentcorporate.com/investorrelation

CSR Projects -
https://www.prudentcorporate.com/investorrelation

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. - Not applicable for financial year 2022-23.

5. (a) Average net profit of the company as per sub-section (5) of section 135: ₹ 4990.34 Lakhs

(b) Two percent of average net profit of the company as per sub-section (5) of section 135: ₹ 99.81 Lakhs

(c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: Nil

(d) Amount required to be set-off for the financial year, if any: Nil

(e) Total CSR obligation for the financial year [(b)+(c)-(d)]: ₹ 99.81 Lakhs

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 96.52 Lakh

(b) Amount spent in Administrative Overheads: ₹ 3.99 lakhs

(c) Amount spent on Impact Assessment, if applicable: NA

(d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 100.51 Lakhs

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in ₹ Lakhs)	**Amount Unspent (in ₹)**				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		**Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)**		
	Amount	**Date of Transfer**	**Name of the Fund**	**Amount**	**Date of Transfer**
100.51	Nil	NA	NA	Nil	NA

(f) Excess amount for set-off, if any:

Sl. No.	**Particular**	**Amount (in ₹ Lakhs)**
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	99.81
(ii)	Total amount spent for the Financial Year	100.51
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.7
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.7

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:

Sl. No.	**Preceding Financial Year.**	**Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)**	**Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in ₹)**	**Amount spent in the Financial Year (in ₹)**	**Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any**		**Amount remaining to be spent in succeeding financial years. (in ₹)**	**Deficiency, if any**
					Amount (in ₹)	**Date of Transfer**		
1.	Not Applicable							

Annexure [1] to Board's Report

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created/ acquired: NA

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
NA							

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).- Not Applicable

Date: July 25, 2023
Place: Ahmedabad

(Sanjay Rameshchandra Shah)
Managing Director
DIN: 00239810

(Karan Kailash Datta)
Chairman of CSR Committee
DIN: 08413809

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

A. Ratio of remuneration of each Director to the median remuneration of all the employees of the Company for the Financial Year 2022-23 and percentage increase in the remuneration of each Director, Chief Executive Officer, Chief Financial Officer & Company Secretary in the financial year 2022-23 are as follows:

Name of Director(s)/ KMP(s) and Designation	% increase in Remuneration in FY 2022-23 as compared to FY 2021-2022	Ratio of remuneration of director to the Median remuneration
Mr. Sanjay Rameshchandra Shah **Managing Director**	6.98	77.39
Mr. Shirish Govindbhai Patel **Whole-time Director & CEO**	11.00	271.17
Mr. Chirag Ashwinkumar Shah **Whole-time Director**	-	-
Mr. Aniket Sunil Talati **Non-executive Independent Director**	-	-
Mr. Deepak Sood **Non-executive Independent Director**	Nil	5.61
Mr. Karan Kailash Datta **Non-executive Independent Director**	Nil	5.61
Ms. Shilpi Sumankumar Thapar **Non-executive Independent Director**	Nil	2.24
Mr. Chiragkumar Bansilal Kothari **CFO**	16.60	14.84
Mr. Dhavalkumar Pareshbhai Ghetia **Company Secretary**	19.48	2.24

Notes:

1. Mr. Shirish Govindbhai Patel was appointed as Whole-time Director & CEO of the Company w.e.f. 01.08.2021. Mr. Chiragkumar Bansilal Kothari was appointed as CFO of the Company w.e.f. 22.07.2021. Mr. Dhavalkumar Pareshbhai Ghetia was appointed as Company Secretary w.e.f. 22/07/2021. Ms. Shilpi Sumankumar Thapar was appoint as Non-Executive Independent Director w.e.f. 07/06/2021. However, their previous year remuneration considered for 12 months for comparison purpose.
2. The median remuneration has been calculated on the basis of fulltime employees on the payroll of the Company.
3. Independent Directors receiving sitting fees for attending the board meeting. The sitting fees paid to Independent Directors is not covered in the above table.
4. Median remuneration of the Company for all its employees is ₹ 2,67,466/- per annum for the financial year 2022-23.
5. The aforesaid details are calculated on the basis of remuneration for the financial year 2022-23.
6. Amount paid to Non-Executive Independent Directors during the Financial Year 2022-23 mentioned in above table reflect the Commission paid to them.
7. The remuneration to Directors is within the overall limits approved by the shareholders.

C. Percentage increase in the median remuneration of all employees in the Financial Year 2022-23: -4.56%

D. Number of permanent employees on the rolls of the Company as on 31st March, 2023: 836 employees

E. Average percentile increase already made in the salaries of employees other than the managerial personnel (i.e. Managing Director and Whole-time Director) in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Annexure [2] to Board's Report

Remuneration of Managerial Personnel (MD & WTD) is increased 8.99% in FY 2022-23 compared to FY 2021-22. While Average salary of all employees other than Managerial Personnel is increase by 10.81% in FY 2022-23 compared to FY 2021-22.

F. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

G. The information required under Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Annual Report. Having regard to the provisions of Section 134 and Section 136 of the Companies Act, 2013, the Reports and Accounts are being sent to the Members excluding such information. However, the said information is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company up to the date of ensuing AGM. Any shareholder interested in obtaining a copy of such statement may write to the Company Secretary at the Registered Office of the Company.

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Rameshchandra Shah
Chairman
DIN: 00239810

Date: July 25, 2023
Place: Ahmedabad

Form No. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED March 31, 2023

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

To,
The Members of
Prudent Corporate Advisory Services Limited
Prudent House,
3 Devang Park Society,
Panjarapole Cross Road,
Ambawadi, Ahmedabad – 380015.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Prudent Corporate Advisory Services Limited (CIN: L91120GJ2003PLC042458) (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 my opinion thereon.

Based on our verification of the Prudent Corporate Advisory Services 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 during the conduct of Secretarial Audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by "the company", having its Registered Office at "Prudent House, 3 Devang Park Society, Panjarapole Cross Road, Ambawadi, Ahmedabad – 380015 for the financial year ended on March 31, 2023 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

  (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

  (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the Audit Period)

  (e) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; (Not applicable to the Company during the Audit Period)

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and (Not applicable to the Company during the Audit Period)

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the Audit Period)

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) The Company has complied with the following specifically other applicable laws to the Company:

a) SEBI Act, 1992

b) SEBI Rules and regulations, bye laws and notices of BSE, NSE and CDSL,

c) Securities and Exchange Board of India (Stock-Brokers) Regulations, 1992;

d) Securities and Exchange Board of India (Intermediaries) Regulations, 2008

e) Securities and Exchange Board of India (SEBI) (Mutual Funds) Regulations, 1996

f) Guidelines and Code of Conduct issued by Association of Mutual Funds in India (AMFI) applicable to Mutual Fund Distributors

g) SEBI (Investment Advisors) Regulations, 2013

h) The Pension Fund Regulatory and Development Authority (PFRDA) (Point of Presence) Regulations, 2018

i) The Real Estate (Regulation And Development) Act, 2016 and Rules and Regulations framed by State Government of Gujarat, Maharashtra and Karnataka.

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

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

(ii) 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.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

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

There were no dissenting views on any matter.

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

We further report that during the audit period, the company has no specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. except the following:

1. The 19th Annual General Meeting of the members of the Company was held on 29th September, 2022 through VC/OAVM in terms of MCA General Circular nos. 14/2020 Dated 8th April, 2020, 17/2020 Dated 13th April, 2020, 20/2020 Dated 5th May, 2020, 02/2021 Dated 13th January, 2021 and 02/2022 Dated 5th May, 2022.

2. The Board of Directors of the Company at its meeting held on 9th January, 2023 had recommended to the members through Postal Ballot to seek approval of the members by Special Resolution for amendment in the Main Object Clause of the Memorandum of Association, Confirmation of Article 104 of the Articles of Association and re-appointment for the second term of Mr. Aniket Sunil Talati and Ms. Shilpi Sumankumar Thapar, as Independent Directors of the Company for a period of 5 years. The Postal Ballot was closed on 16th February, 2023.

3. The public issue made by the Company was opened on May 10, 2022 and closed on May 12, 2022 at an offer price of ₹630/- per Equity Share (including a share premium of ₹625/- per Equity Share. The allotment was made on May 18, 2022 at an offer price of ₹630/- per Equity Share to the respective applicants under various categories except Eligible Employees category, to whom the allotment was made at ₹571/- per Equity Share. The Equity Shares of the Company were listed on the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") (collectively referred to as "Stock Exchanges") on May 20, 2022.

FOR M C Gupta & Co,
Company Secretaries
UCN: S1986GJ003400

Mahesh C Gupta
Proprietor
FCS: 2047 (CP: 1028)
Peer Review: 579/2019
UDIN: F002047E000677931

Place: Ahmedabad
Date: 25th July, 2023

Note:
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.

Annexure: "A"

To,
The Members of
Prudent Corporate Advisory Services Limited
Prudent House,
3 Devang Park Society,
Panjarapole Cross Road,
Ambawadi, Ahmedabad – 380015.

Our Report of even date is to be read along with this Letter;

1. Maintenance of Secretarial Record is the responsibility of the management of the company. Our responsibility is to express an opinion on Secretarial Records based on our Audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.

4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards, is the responsibly of the management. Our examination was limited to the verification of the procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

FOR M C Gupta & Co,
Company Secretaries
UCN: S1986GJ003400

Mahesh C Gupta
Proprietor
FCS: 2047 (CP: 1028)
Peer Review: 579/2019
UDIN: F002047E000677931

Place: Ahmedabad
Date: 25th July, 2023

Form No. MR-3

SECRETARIAL AUDIT REPORT

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

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

TO,
THE MEMBERS,
GENNEXT INSURANCE BROKERS PRIVATE LIMITED
306, SEARS TOWER, AMBAWADI,
GULBHAI TEKRA, AHMEDABAD-380006, GUJARAT, INDIA

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GENNEXT INSURANCE BROKERS PRIVATE LIMITED.** (hereinafter called the company) having CIN No: U66000GJ2010PTC080751. Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon.

Based on our verification of the **GENNEXT INSURANCE BROKERS PRIVATE LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2023 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 **GENNEXT INSURANCE BROKERS PRIVATE LIMITED** for the financial year ended on 31st March, 2023 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings- (Not applicable during the year under review)

The Company is not listed on any Stock Exchange in India hence the following Acts, Regulations, Guidelines etc. was not applicable to the Company:

(i) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(ii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;

(iii) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

  (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2020;

  (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

  (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

  (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

Annexure [4] to Board's Report

(f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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

(a) Secretarial Standards issued by The Institute of Company Secretaries of India as amended on time to time. (As amended from time to time)

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

The followings are the other laws as specifically applicable to the company:

1. Insurance Regulatory and Development Authority Act, 1999

2. Insurance Regulatory and Development Authority of India (Insurance Brokers) Regulations, 2018 and various guidelines, circulars and notification issued thereunder and applicable to the Company.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Director. No changes in the composition of the Board of Directors that took place during the period under review.

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

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

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

We further report that during the audit period we have not come across any specific events / actions having a major bearing on the company's affairs.

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

FOR AG SHAH & ASSOCIATES
(Company Secretary)

CS ASHISH SHAH
Proprietor
CP. NO.: 10642
M. NO.: 29017
P.R. NO: 2399-2022
UDIN: A029017E000670009

Date: 24/07/2023
Place: Ahmadabad

TO,
THE MEMBERS,
GENNEXT INSURANCE BROKERS PRIVATE LIMITED
306, SEARS TOWER, AMBAWADI,
GULBHAI TEKRA, AHMEDABAD-380006, GUJARAT, INDIA

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

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on my audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Wherever required, we have obtained the management representation about the compliances of laws, rules, regulations and happening of events etc.

5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR AG SHAH & ASSOCIATES
(Company Secretary)

CS ASHISH SHAH
Proprietor
CP. NO.: 10642
M. NO.: 29017
P.R. NO: 2399-2022
UDIN: A029017E000670009

Date: 24/07/2023
Place: Ahmadabad

Corporate Governance Report

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

"Corporate Governance" in its literal sense means management of the organization as a whole. Corporate Governance is about to keep great association with stakeholders, creation and support of trust with people associated with group be it shareholders, regulators, representatives, employees, suppliers, clients, financiers and the general public at large. We are firm in belief that corporate governance means commitment for the achievement of value based growth and meeting the commitment within the predefined period without compromising with ethical standard and set of paradigms. The Company is focused on straight forwardness in every one of its dealings and spots emphasis on respectability and administrative consistence. Your company has been improving in Corporate Governance since the foundation of the company. Satisfactory and convenient information is basic to responsibility.

The Board of Directors ('the Board') is responsible for and committed to sound principles of Corporate Governance in the Company. There is a separation of the role of Chairman of the Board and the Chief Executive Officer a practice that has been in place in the Company. With the focus on the core corporate governance principles of accountability, transparency and integrity and adoption of suitable global, local and industry best practices, your Company is moving ahead in its pursuit of excellence in corporate governance.

Your company's philosophy on Corporate Governance is embedded in its rich legacy of ethical governance practices, most of which were implemented before they were mandatorily prescribed. The Company operates within accepted standards of propriety, fair play, justice and aims at creating a culture of openness in relationships between itself and its stakeholders. Your Company ensures transparency in all its dealings and in the functioning of the management and the Board. It has set up a system which enables all its employees to voice their concerns openly and without any fear or inhibition. In quest for this goal, the policies of the Company are intended to reinforce the capacity of the Board of Directors to oversee the administration and to upgrade long haul shareholder esteem.

2. BOARD OF DIRECTORS

The Board of your company has an optimum combination of Executive, Independent Non-executive and Woman Directors in conformity with Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (herein after known as "Listing Regulations") as well as the Companies Act, 2013 read with rules framed thereunder, to maintain the independence of board and separate its functions of management and governance in transparent manner.

None of the Directors on the Board is a member of more than ten Committees or Chairman of more than five Committees (committees being Audit Committee and Stakeholders Relationship Committee as per Regulation 26(1) of the Listing Regulations) across all the Public Companies in which he/she is a Director. The necessary disclosures regarding their Committee positions have been made by all the Directors.

(a) Composition and Category of Directors:

The composition of the Board of Directors of the Company as on March 31, 2023 is as follows:

Sr. No.	Name of the Director (As per MCA)	Category
1.	Mr. Sanjay Rameshchandra Shah	Executive Director/Promoter (Chairman and Managing Director)
2.	Mr. Shirish Govindbhai Patel	Executive Director (Whole-time Director & CEO)
3.	Mr. Chirag Ashwinkumar Shah	Executive Director (Whole-time Director)
4.	Mr. Dhiraj Poddar	Nominee Director of TA FDI Investors Limited (earlier known as Wagner Limited), Investor/Shareholder
5.	Mr. Deepak Sood	Independent Non-Executive Director
6.	Ms. Shilpi Sumankumar Thapar	Independent Non-Executive Director /Woman Director
7.	Mr. Karan Kailash Datta	Independent Non-Executive Director
8.	Mr. Aniket Sunil Talati	Independent Non-Executive Director

As per the declarations received from the directors, none of the directors is disqualified under Section 164 of the Companies Act, 2013.

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FINANCIAL STATEMENTS Pg. 133-259

(b) Details of attendance of each Director at Board Meetings and at the last year's Annual General Meeting is as follows:

The attendance by the board of directors at the board meetings and at the last Annual General Meeting is as follows:

Sr. No.	Name of the Director	No. of Board meetings attended		Attendance at last AGM
		Held	Attended	
1	Mr. Sanjay Rameshchandra Shah	8	8	Yes
2	Mr. Shirish Govindbhai Patel	8	7	Yes
3	Mr. Chirag Ashwinkumar Shah	8	8	Yes
4	Mr. Dhiraj Poddar	8	4	No
5	Mr. Deepak Sood	8	7	Yes
6	Ms. Shilpi Sumankumar Thapar	8	8	Yes
7	Mr. Karan Kailash Datta	8	6	Yes
8	Mr. Aniket Sunil Talati	8	7	No

(c) The number of other boards or committee in which director is a chairman or member including names of the listed companies where the directors are holding directorship with category of directorship as on 31.03.2023 is as follow:

Sr. No.	Name of the Director	Category of Directorship in other Listed Companies	Directorship in Listed Company other than this Company		Number of Committee position held in other Public Companies		Name of listed company other than this Company
			As Chairman	As Board Member	As Chairman	As Committee Member	
1	Mr. Sanjay Rameshchandra Shah	NA	NIL	NIL	---	---	NA
2	Mr. Shirish Govindbhai Patel	NA	NIL	NIL	---	---	NA
3	Mr. Chirag Ashwinkumar Shah	NA	NIL	NIL	--	---	NA
4	Mr. Dhiraj Poddar	NA	Nil	NIL	1	3	NA
5	Mr. Deepak Sood	NA	NIL	NIL	--	--	NA
6	Ms. Shilpi Sumankumar Thapar	NA	NIL	NIL	-	-	NA
7	Mr. Karan Kailash Datta	NA	NIL	NIL	--	--	NA
8	Mr. Aniket Sunil Talati	NA	NIL	NIL	-	-	NA

Other Directorships do not include all other Companies i.e. Directorships of private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 ("the Act"). For the purpose of determination of limit of the Board Committees, Chairmanship and Membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of the Listing Regulations.

(d) Number of board meetings and dates on which held:

The Board met 8 (Eight) times during the Financial Year 2022-23 and the time gap between two meetings was not more than 120 days. The Board Meetings were held on, (i) May 2, 2022 (ii) May 13, 2022 (iii) May 30, 2022 (iv) August 1, 2022 (v) August 25, 2022 (vi) November 1, 2022 (vii) January 9, 2023 and (viii) January 23, 2023.

(e) Disclosure of Relationship between Directors Inter-se:

None of the Directors of the Company are related to each other and there are no inter-se relationships between the Directors.

(f) Number of shares and convertible instruments held by non-executive Directors

None of the Non-Executive Directors of the Company is holding shares or convertible instruments in the Company.

(g) Familiarization Programme and Web link where details of familiarization programmes imparted to independent directors is disclosed:

In Compliance with Regulations 25(7) of the Listing Regulations, your Company has issued letters of appointment to each of the Independent Director detailing their roles, rights, responsibilities, and liabilities. Post the joining of new independent directors, the Company through its Executive Directors and Key Managerial Personnel conducted their induction onto the Board, which was largely around interaction with subject matter experts within the Company. As part of continuous familiarization, the Company, as a part of Agenda of Board / Committee Meetings, has regularly made presentations on various matters covering the Company's strategy in connection with the products, markets, innovation initiatives, quarterly and annual financial results, operation and performance updates of the Company & its Subsidiaries and updates on relevant statutory/regulatory changes etc.

The details of such familiarization programmes for Independent Directors of the Company are posted on the website of the Company and it can be access by this link https://www.prudentcorporate.com/investorrelation

(h) Chart/Matrix relating to skills /expertise / competence of the Board of Directors

Company's Board is a skill-based board comprising of Directors who collectively have the skills, knowledge and experience to effectively govern and direct the organization.

The Board of Directors have identified the below mentioned core skills / expertise / competencies in the context of the business and the sector in which the Company is operating, for the Company to function effectively:

- Knowledge and/or expertise in one or more of areas like industry in which company operates, accounts, finance, taxation, marketing, business and management.
- These criteria are designed to ensure the Board consists of individuals with a balance of skills to oversee the organisation, achieve the strategic goals and direct the organisation's future.

- The above core skills / expertise / competencies identified by the Company are also actually available with the Board as under:

Sr. No	Name of the Director	Qualification	Skills actually available with the Director
1.	Mr. Sanjay Rameshchandra Shah	Chartered Accountant & Bachelor's degree in business administration from Sardar Patel University	– Strategic Planning – Risk Management Expertise – Financial Expertise – Marketing Expertise – Operational Expertise – Industry Expertise – Mergers and Acquisitions
2.	Mr. Shirish Govindbhai Patel	Bachelor's degree and a master's degree in business administration for finance, and a diploma in computer applications from the Gujarat University	– Strategic Planning – Risk Management Expertise – Financial Expertise – Marketing Expertise – Operational Expertise – Industry Expertise
3.	Mr. Chirag Ashwinkumar Shah	Chartered Accountant & Bachelor's degree in economics from South Gujarat University	– Strategic Planning – Risk Management Expertise – Financial Expertise – Marketing Expertise – Operational Expertise – Industry Expertise

Sr. No	Name of the Director	Qualification	Skills actually available with the Director
4.	Mr. Dhiraj Poddar	Chartered Accountant & Post-Graduate Diploma in management from IIM-A	– Strategic Planning – Risk Management Expertise – Financial Expertise – Marketing Expertise – Operational Expertise – Industry Expertise – Mergers and Acquisitions
5.	Mr. Deepak Sood	Bachelor's degree in science from University of Delhi, Bachelor's degree in law from University of Mumbai and Master's degree in science from University of Delhi	– Strategic Planning – Risk Management Expertise – Industry Expertise – Legal Expertise
6.	Ms. Shilpi Sumankumar Thapar	Company Secretary & Bachelor's degree in law and a Bachelor's degree in commerce from the Gujarat University, Insolvency Professional	– Strategic Planning – Risk Management Expertise – Legal Expertise – Financial Expertise – Regulatory Expertise
7.	Mr. Karan Kailash Datta	Bachelor's degree in commerce from the University of Delhi	– Strategic Planning – Risk Management Expertise – Industry Expertise
8.	Mr. Aniket Sunil Talati	Chartered Accountant & Bachelor's degree in commerce from the University of Mumbai and Master's degree in commerce for finance and taxation from Indira Gandhi National Open University	– Strategic Planning – Risk Management Expertise – Taxation Expertise – Financial Expertise

(i) Confirmation of independence

The Board confirms that all the Independent Directors fulfill the conditions specified in the Act and Listing Regulations and that they are Independent of the management.

(j) Reason for resignation, if any, of Independent Director:

During the year under review, there is no any independent director of the Company resigned from the post of independent director.

(k) Code of Conduct:

Your Company has formulated a Code of Conduct for board of directors, KMP and other members of Senior Management, which suitably incorporates guidance and help in recognizing and dealing with ethical issues, provide mechanisms to report unethical conduct, and to help promote a culture of honesty

Your Company has also framed Code of Conduct for Independent Directors which suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("Act") as well as Listing Regulations.

In respect of Financial Year 2022-23, all Board members and Senior Management Personnel of the Company have affirmed compliance with the code as applicable to them and a declaration to this effect signed by the CEO is forms part of the report.

(l) Information supplied to the Board of Directors:

The dates of Board and Committee Meetings were communicated to the Directors and Committee members respectively well in advance in compliance with various provision of the law. Members were given agenda in details along with necessary documents and information in advance of each meeting of the Board and Committee(s) by e-mail /physical as well as in meeting itself also except price sensitive information which was available in meeting only.

The Board periodically reviews compliance reports with respect to laws and regulations applicable to the Company. The Company provides inter alia the following information to the Board, which is given either as part of the agenda or by way of presentations during the meetings:

- Annual operating plans and budgets, capital budgets and other updates.
- Quarterly, half-yearly and annual financial results of the Company and its operating divisions or business segments.

- Detailed presentations on business strategy and future outlook of the Company.
- Oversight of the performance of the business.

The Board members may bring up any matter for consideration of the Board, in consultation with the Chairman. The Meetings of the Board and Committees are generally held at registered office of the company or through video conferencing.

(m) Independent Directors:

Your company is in compliance with the provisions of section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 read with rules framed thereunder and the Listing Regulations. Mr. Aniket Sunil Talati, Mr. Deepak Sood, Mr. Karan Kailash Datta and Ms. Shilpi Sumankumar Thapar are Independent Directors of the Company and they are not liable to retire by rotation.

Independent Directors at the first meeting of the Board held in this financial year gave a declaration that he/she meets the criteria of Independence as required under Section 149 (7) of the Companies Act, 2013 read with the Listing Regulations.

Further, the Independent Directors have confirmed that they do not hold Chairmanship or membership in excess of the ceilings mentioned in Regulation 26 (1) of the Listing Regulations in Audit Committee and Stakeholders' Relationship Committee of other Companies.

None of the Independent Directors of your Company serve as Independent Directors in more than 7 listed entities and in case they are whole-time directors or managing director in any listed entity, then he/she does not serve as an Independent Director in more than 3 listed entities as per Regulation 17A of the Listing Regulations.

(n) Formal letter of appointment to the Independent Directors:

The Company has issued formal letter of appointment to all the Independent Directors on their appointment explaining inter-alia, their roles, responsibilities, code of conduct, functions and duties as directors of the Company. The terms and conditions of appointment of independent directors have been hosted on the website of the Company and can be accessed at https://www.prudentcorporate.com/investorrelation

(o) Separate Meeting of Independent Directors:

Pursuant to provision of Schedule IV of the Companies Act, 2013 read with Regulation 25 (3) of the Listing Regulations, a separate meeting of Independent Directors was held on 24.03.2023 inter alia, for the following purposes:

a. review of the performance of non-independent directors and the board as a whole;

b. review of the performance of the chairperson, Mr. Sanjay Rameshchandra Shah by taking into account the views of all the executive directors and non-executive directors;

c. review and assess of the quality, quantity and timeliness of flow of information between the company management and the board of director that is necessary for the board to effectively and reasonably perform their duties;

All the Independent Directors were present in the meeting held on 24.03.2022.

(p) Non-executive Directors compensation and disclosures:

Your Company has not paid any fees / compensation to independent directors except commission and sitting fees within limit as specified under the Companies Act, 2013 read with Rules framed there under for board meeting attended by them. There was no pecuniary relationship or transactions of Non-executive directors vis-à-vis the Company.

BOARD COMMITTEES

In Compliance with the various provision of the Companies Act, 2013 read with Rules framed thereunder, the Listing Regulations and other applicable law, your Company has constituted, (1) Audit Committee (2) Nomination and Remuneration Committee (3) Stakeholders Relationship Committee (4) Corporate Social Responsibility Committee and other required Committees.

The minutes of Committee meetings are tabled at the next Board meetings for their review, consideration, noting and doing needful. The minutes of the proceedings of the Committee Meetings are captured in the same manner as the Board Meetings and in accordance with the provisions of the Companies Act, 2013 read with rules framed thereunder and as per Secretarial Standard - 1.

3. AUDIT COMMITTEE:

(a) Brief description of terms of references:

Your company has constituted a qualified and independent Audit Committee in line with provisions of Section 177 of the Companies Act, 2013 read with rules framed thereunder and Regulation 18 of the Listing Regulations. As on 31st March, 2023, Audit

Committee comprises four members out of which three are Non-Executive Independent Director and one is Non-executive (Nominee) Director. Mr. Dhavalkumar Pareshbhai Ghetia, Company Secretary acts as a Secretary to the Audit Committee.

The terms of reference of the the Audit Committee are in compliance with the provision of Section 177 of the Companies Act, 2013 read with the Rules framed there under and Listing Regulations.

The brief description of Terms of reference of the Audit Committee is as under:

1. oversight of financial reporting process and the disclosure of financial information relating to the Company to ensure that the financial statements are correct, sufficient and credible;
2. recommendation for appointment, re-appointment, replacement, remuneration and terms of appointment of auditors of the Company and the fixation of the audit fee;
3. approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. formulation of a policy on related party transactions, which shall include materiality of related party transactions and making of omnibus approval of related party transactions;
5. reviewing, at least on a quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given;
6. examining and reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
   a) Matters required to be included in the director's responsibility statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
   b) Changes, if any, in accounting policies and practices and reasons for the same
   c) Major accounting entries involving estimates based on the exercise of judgment by management
   d) Significant adjustments made in the financial statements arising out of audit findings
   e) Compliance with listing and other legal requirements relating to financial statements
   f) Disclosure of any related party transactions; and
   g) Modified opinion(s) in the draft audit report.
7. reviewing, with the management, the quarterly, half-yearly and annual financial statements before submission to the Board for approval;
8. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the Offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
9. reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
10. approval of any subsequent modification of transactions of the Company with related parties and omnibus approval for related party transactions proposed to be entered into by the Company, subject to the conditions as may be prescribed

    Explanation: The term "related party transactions" shall have the same meaning as provided in Clause 2(zc) of the SEBI Listing Regulations and/or the applicable Accounting Standards and/or the Companies Act, 2013.
11. scrutiny of inter-corporate loans and investments;
12. valuation of undertakings or assets of the Company, wherever it is necessary;
13. evaluation of internal financial controls and risk management systems;
14. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
15. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
16. discussion with internal auditors of any significant findings and follow up there on;
17. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

18. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
19. recommending to the board of directors the appointment and removal of the external auditor, fixation of audit fees and approval for payment for any other services;
20. looking into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
21. reviewing the functioning of the whistle blower mechanism;
22. monitoring the end use of funds raised through public offers and related matters;
23. overseeing the vigil mechanism established by the Company, with the chairman of the Audit Committee directly hearing grievances of victimization of employees and directors, who used vigil mechanism to report genuine concerns in appropriate and exceptional cases;
24. approval of appointment of chief financial officer (i.e., the whole-time finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
25. reviewing the utilization of loans and/or advances from / investment by the holding company in the subsidiary exceeding ₹ 1,000,000,000 or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing; and
26. carrying out any other functions required to be carried out by the Audit Committee as contained in the SEBI Listing Regulations or any other applicable law, as and when amended from time to time.
27. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
28. Such roles as may be prescribed under the Companies Act, SEBI Listing Regulations and other applicable provisions.
29. Frame suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including:
    (a) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
    (b) the Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices Relating to the Securities Market) Regulations, 2003, by the trust, the Company and its employees, as applicable.
30. the Audit Committee shall mandatorily review the following information:
    (i) Management discussion and analysis of financial condition and results of operations;
    (ii) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
    (iii) Management letters / letters of internal control weaknesses issued by the statutory auditors;
    (iv) Internal audit reports relating to internal control weaknesses;
    (v) The appointment, removal and terms of remuneration of the chief internal auditor;
    (vi) Statement of deviations in terms of the SEBI Listing Regulations:
        a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) where the Equity Shares are proposed to be listed in terms of the SEBI Listing Regulations; and
        b) annual statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice in terms of the SEBI Listing Regulations.
        c) review the financial statements, in particular, the investments made by any unlisted subsidiary.

(b) The details about the composition of the Committee, Name of chairperson & Members and attendance at the meetings are as under:

The Audit Committee met 5 (five) times during the Financial Year 2022-2023 and the time gap between two meetings was not more than 120 days. The Meetings were held on 30-05-2022, 01-08-2022, 01-11-2022, 09-01-2023 and 23-01-2023.

Name of the Director	Designation	Nature of Directorship	Audit Committee Meeting details	
			No. of meetings held	No. of Meetings attended by member
Mr. Karan Kailash Datta	Chairperson	Non-Executive/ Independent Director	5	4
Mr. Deepak Sood	Member	Non-Executive/ Independent Director	5	5
Mr. Aniket Sunil Talati	Member	Non-Executive/ Independent Director	5	4
Mr. Dhiraj Poddar	Member	Non-executive (Nominee) Director	5	2

All the members of the committee are well-versed in matters relating to finance, accounts and general management practices. Mr. Karan Kailash Datta, Chairman of the Audit Committee holds a bachelor's degree in commerce from the University of Delhi and he was present at the Annual General Meeting of the Company held on September 29, 2022. The CEO, CFO, and the Statutory Auditors regularly attend the meeting of the Audit Committee as permanent invitees. Other invitees were invited on need basis to brief the Audit Committee on important matters.

4. NOMINATION AND REMUNERATION COMMITTEE:

(a) Brief description of terms of reference:

Your company has framed qualified Nomination and Remuneration Committee as per the requirements of Section 178 of the Companies Act, 2013 read with Rules framed thereunder and Regulation 19 of the Listing Regulations.

The Nomination and Remuneration Committee, as on 31st March, 2023, comprises 3 (Three) directors out of which 2 (Two) are Non-Executive-Independent Director and one is Non-Executive (Nominee) Director of the Company.

The terms of reference of the Nomination and Remuneration Committee inter alia, includes the following:

(1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors of the Company (the **"Board"** or **"Board of Directors"**) a policy relating to the remuneration of the directors, key managerial personnel and other employees ("Remuneration Policy") which shall be placed on the website of the company and disclosed in the boards' report.

The Nomination and Remuneration Committee, while formulating the above policy, should ensure that:

(i) the level and composition of remuneration be reasonable and sufficient to attract, retain and motivate directors of the quality required to run our Company successfully;

(ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(iii) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

(2) Formulation of criteria for evaluation of independent directors and the Board;

(3) Devising a policy on Board diversity;

(4) Identifying persons who are qualified to become directors and key managerial personnel who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal and carrying out evaluation of every director's performance (including independent director);

(5) Analysing, monitoring and reviewing various human resource and compensation matters;

(6) Deciding whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

(7) Determining the Company's policy on specific remuneration packages for executive directors including pension rights and any compensation payment, and determining remuneration packages of such directors;

(8) Recommending to the board, all remuneration, in whatever form, payable to senior management and other staff, as deemed necessary;

(9) Reviewing and approving the Company's compensation strategy from time to time in the context of the current Indian market in accordance with applicable laws;

(10) Perform such other activities as may be delegated by the Board or specified/ provided under the Companies Act, 2013 to the extent notified and effective, as amended or by the Securities and Exchange

Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended or by any other applicable law or regulatory authority.

(b) The details about the composition of the Committee, Name of Chairperson & Members and attendance at the meetings are as under:

The Nomination and Remuneration Committee met 2 (two) times on 25.05.2022 and 09.01.2023 during the Financial Year 2022-23.

Mr. Deepak Sood, Chairman of the Nomination and Remuneration Committee was present at the Annual General Meeting of the Company held on September 29, 2022.

The details of the composition of the committee, name of chairperson & members and attendance at the meetings during the financial year 2022-23 are as under:

Name of the Director	Designation	Nature of Directorship	Meeting details	
			Held	Attended
Mr. Deepak Sood	Chairman	Non-Executive/ Independent Director	2	2
Mr. Karan Kailash Datta	Member	Non-Executive/ Independent Director	2	2
Mr. Dhiraj Poddar	Member	Non-Executive (Nominee) Director	2	1

(c) Performance Evaluation Criteria for Independent Directors:

The Nomination and Remuneration policy of the Company lays down the criteria of appointment and remuneration of Directors/Key Managerial Personnel including criteria for determining qualification, positive attributes, independence of Directors, criteria for performance evaluation of Executive and Non-Executive Directors (including Independent Directors) and other matters as prescribed under the provisions of the Act and Listing Regulations. An indicative list of factors that may be evaluated including but not limited to participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behavior and judgement.

(d) Nomination and Remuneration Policy of the Company

The Nomination and Remuneration Policy formulated and recommended by the Nomination and Remuneration Committee is duly approved by the Board of Directors of the Company. The Nomination and Remuneration Committee has formulated the criteria for appointment and remuneration including determination of qualifications, positive attributes, independence of Directors and other matters as provided under sub-section (3) of Section 178 of the Companies Act, 2013 read with Part D of Listing Regulations. The remuneration paid to the Directors is as per the terms laid out in the Nomination and Remuneration Policy of your Company.

The Nomination and Remuneration policy is applicable to all the Directors, Key Managerial Personnel and Senior Management Personnel of the company.

The Policy provides guidance on:

(1) Selection and Nomination of Directors to the Board of the Company;

(2) Appointment of the KMP and Senior Management Personnel of the Company; and

(3) Remuneration of Directors, Key Managerial Personnel and Senior Management Personnel.

(4) Term of Executive Directors, KMP and Senior Management Personnel

The said policy is available on the website of the Company under the web link https://www.prudentcorporate.com/investorrelation .

5. STAKEHOLDERS RELATIONSHIP COMMITTEE:

In compliance with provisions of section 178(5) of the Companies Act, 2013 read with Rules framed thereunder and Regulation 20 of the Listing Regulation, the Company has duly constituted Stakeholders Relationship Committee (SRC).

As per Regulation 20(4) of the Listing Regulation, following are the Role of the Stakeholders' Relationship Committee specified under Part D of Schedule II of the Listing Regulation:

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares or debentures, including non-receipt of share or debenture certificates and review of cases for refusal of transfer / transmission of shares and debentures, non-receipt of annual report or balance sheet, non-receipt of declared dividends,

issue of new/duplicate certificates, general meetings etc. and assisting with quarterly reporting of such complaints;

2. review of measures taken for effective exercise of voting rights by shareholders;

3. Investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities;

4. Advising for giving effect to all transfer/transmission of shares and debentures, dematerialisation of shares and re-materialisation of shares, split and issue of duplicate/consolidated share certificates, compliance with all the requirements related to shares, debentures and other securities from time to time;

5. review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the registrar and share transfer agent of the Company and to recommend measures for overall improvement in the quality of investor services;

6. review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company; and

7. Carrying out such other functions as may be specified by the Board from time to time or specified/provided under the Companies Act or SEBI Listing Regulations, or by any other regulatory authority.

(a) Name of the Director heading the Committee:

During the financial Year 2022-23, the Committee met once on March 2, 2023.

Name of the Director	Designation	Nature of Directorship	No. of SRC	Total
Ms. Shilpi Sumankumar Thapar	Chairperson	Non-Executive Independent Director	1	1
Mr. Aniket Sunil Talati	Member	Non-Executive Independent Director	1	0
Mr. Chirag Ashwinkumar Shah	Member	Whole-time Director	1	1

(b) Name and designation of Compliance Officer:

Mr. Dhavalkumar Pareshbhai Ghetia, Company Secretary is the Compliance Officer for complying with the requirements of Securities laws and the Listing Regulations.

(c) Number of shareholders' complaints received, number not solved to the satisfaction of shareholders and number of pending complaints:

During the Financial Year 2022-23, the Company received one complaint during the year and same was solved to the satisfaction of shareholder. There is no complaint pending at the end of the Financial Year.

6. RISK MANAGEMENT COMMITTEE:

(a) Brief description of terms of reference:

The terms of reference of the Risk Management Committee are as under:

1. To formulate a detailed risk management policy which shall include:

(a) A framework for identification of internal and external risks specifically faced by the company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

(b) Measures for risk mitigation including systems and processes for internal control of identified risks.

(c) Business continuity plan;

2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

6. To review the appointment, removal and terms of remuneration of the Chief Risk Officer (if any);

7. To review and assess the risk management system and policy of the Company from time to time and recommend for amendment or modification thereof;

8. To implement and monitor policies and/or processes for ensuring cyber security;

9. To frame, devise and monitor risk management plan and policy of the Company;

10. To review and recommend potential risk involved in any new business plans and processes;
11. To review the Company's risk-reward performance to align with the Company's overall policy objectives;
12. Monitor and review regular updates on business continuity;
13. Advise the Board with regard to risk management decisions in relation to strategic and operational matters such as corporate strategy; and
14. Performing such other activities as may be delegated by the Board or specified/ provided under the Companies Act, 2013 or by the SEBI Listing Regulations or statutorily prescribed under any other law or by any other regulatory authority.

(b) Composition, name of members & chairperson and attendance of meetings during the year:

Company has constituted Risk Management Committee, in compliance with the provision of Regulation 21 of the Listing Regulations.

The Risk Management Committee met twice on October 20, 2022 and March 17, 2023 during the Financial Year 2022-23.

The composition of the Risk Management Committee as on March 31, 2023 and the details of members' participation at the respective meeting of the Committee are as under:

Name of the Director	Designation	Nature of Directorship	No. of Meetings	
			Held	Attended
Mr. Sanjay Rameshchandra Shah	Chairperson	Managing Director	2	2
Mr. Shirish Govindbhai Patel	Member	Whole Time Director & CEO	2	2
Mr. Aniket Sunil Talati	Member	Non-Executive/ Independent Director	2	2
Mr. Chirag Ashwinkumar Shah	Member	Whole Time Director	2	2
Mr. Chiragkumar Bansilal Kothari	Member	CFO	2	2

7. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

(a) Composition, name of members & chairperson and attendance of meetings during the year:

Company has constituted Corporate Social Responsibility (CSR) Committee, in compliance with the provision of section 135 of the Companies Act, 2013 read with Rules framed thereunder.

The CSR Committee met twice during the Financial Year 2022-23 on May 30, 2022 and March 2, 2023.

The composition of the CSR Committee as on 31st March, 2023 and the details of members' participation at the respective meeting of the Committee are as under:

Name of the Director	Designation	Nature of Directorship	No. of Meetings	
			Held	Attended
Mr. Karan Kailash Datta	Chairperson	Non-Executive/ Independent Director	2	2
Mr. Sanjay Rameshchandra Shah	Member	Managing Director & Chairperson	2	2
Ms. Shilpi Sumankumar Thapar	Member	Non-Executive/ Independent Director	2	2
Mr. Chirag Ashwinkumar Shah	Member	Whole Time Director	2	1

(b) Terms of reference:

The terms of reference of the CSR Committee are as under:

(1) formulate and recommend to the Board, a "Corporate Social Responsibility Policy" which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013 and the rules made thereunder, as amended, monitor the implementation of the same from time to time, and make any revisions therein as and when decided by the Board;

(2) formulate and recommend an annual action plan in pursuance of its Corporate Social Responsibility Policy which shall list the projects or programmes undertaken, manner of execution of such projects, modalities of utilisation of funds, monitoring and reporting mechanism for the projects;

(3) identify corporate social responsibility policy partners and corporate social responsibility policy programmes;

(4) review and recommend the amount of expenditure to be incurred on the activities referred to in clause (1) above and the distribution of the same to various corporate social responsibility programs undertaken by the Company;

(5) delegate responsibilities to the corporate social responsibility team and supervise proper execution of all delegated responsibilities;

(6) review and monitor the implementation of corporate social responsibility programmes and issuing necessary directions as required for proper implementation and timely completion of corporate social responsibility programmes;

(7) any other matter as the Corporate Social Responsibility Committee may deem appropriate after approval of the Board or as may be directed by the Board, from time to time; and

(8) exercise such other powers as may be conferred upon the Corporate Social Responsibility Committee in terms of the provisions of Section 135 of the Companies Act.

8. REMUNERATION TO DIRECTORS:

(a) Pecuniary relationship or transactions with Non-executive director's vis-à-vis the Company:

There was no any pecuniary relationship or transactions with Non-executive director's vis-à-vis the Company.

(b) Criteria for Making payment to non-executive directors:

1. The Non-Executive and Independent Director may receive fees for attending meeting of Board or Committee thereof. Provided that the amount of such fees will not exceed the ceiling / limit under the Act.
2. A Non-Executive Director may be paid commission on an annual basis/monthly basis, of such sum as may be approved by the Board on the recommendation of the Nomination and Remuneration Committee.
3. The Committee may recommend to the Board, the payment of commission, to reinforce the principles of collective responsibility of the Board.
4. In determining the quantum of commission payable to the Directors, the Committee shall make its recommendation after taking into consideration the overall performance of the Company and the onerous responsibilities required to be shouldered by the Director.
5. The total commission payable to the Directors shall not exceed prescribed limits as specified under Companies Act, 2013.
6. The commission shall be payable on pro-rata basis to those Directors who occupy office for part of the year.

(c) Disclosure with respect to remuneration:

The detail of remuneration and sitting fees paid to the directors during the financial year 2022-23 is as under:

(Amount in Lakhs ₹)

Name	Salary, Perquisites, Allowances and Incentive	Comm-ission	Sitting Fess	Total
Mr. Sanjay Rameshchandra Shah	207.00	-	-	207.00
Mr. Shirish Govindbhai Patel	725.28	-	-	725.28
Mr. Chirag Ashwinkumar Shah	-	-	-	-
Mr. Dhiraj Poddar	-	-	-	-
Mr. Deepak Sood	-	15.00	5.25	20.25
Ms. Shilpi Sumankumar Thapar	-	6.00	6.00	12.00
Mr. Karan Kailash Datta	-	15.00	4.50	19.50
Mr. Aniket Sunil Talati	-	-	4.50	4.50

Your Company is not paying anything to non-executive director except commission and sitting fees for board meeting attended by them.

The remuneration by way of commission to the Non-Executive Directors is decided by the Board of Directors and distributed to them based on their participation and contribution at the Board and Committee meetings.

In view of the valuable services being rendered by the said Directors to the Company, the shareholders at the 18th AGM of the Company, held on July 23, 2021, had approved payment of commission to the Non-Executive Directors of the Company for a period of 5 years, commencing from April 1, 2021, distributed between such Directors in such a manner as the Board of Directors, may from time to time determine within the overall maximum limit of 1% (one percent) of the net profits of the Company for that financial year computed in accordance with the provisions of Section 198 of the Act, and shall be in addition to the sitting fees payable to the Directors for attending the meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board. In the event of loss or inadequacy of profits in any financial year during the term mentioned above, the Non-executive Directors including Independent Directors shall be paid remuneration by way of Commission as set out above, as may be decided by the Board of Directors of the Company, notwithstanding that it may exceed one percent of the net profits of the Company and subject to such restrictions, if any, as may be set out in the applicable provisions of and schedule V to the Act, from time to time.

Directors are receiving only the fixed component of remuneration except the Company has paid performance based incentive to Mr. Shirish Govindbhai Patel of 100% of his Annual Salary in accordance with the terms and condition of his appointment as approved by the shareholders in 19th AGM of the Company, held on September 29, 2022. Performance based Incentive/Bonus are based on performance review of the Key Responsibility Areas (KRAs) and other measurable indicators along with performance of the organization, profitability and other financial indicators.

During the financial year, 2022-23, the Company does not have any stock option scheme for its Directors or employees. Moreover, there is no separate provision for payment of severance fees to the Directors.

9. GENERAL BODY MEETINGS:

(a) Location and time of last three Annual General Meetings (AGMs) were held and special resolutions passed in the previous 3 AGMs:

Financial year ended	Day/Date of AGM	Time	Location	No. of Special Resolution passed
31.03.2022	Thursday, 29.09.2022	12:30 PM	Deemed Venue: Prudent House, 3 Devang Park Society Panjarapole Cross Road, Ambawadi, Ahmedabad – 380015, Gujarat	2 (Two) (See Note:1)
31.03.2021	Friday, 23.07.2021 (Unlisted)	2:30 PM	Deemed Venue: Prudent House, 3 Devang Park Society Panjarapole Cross Road, Ambawadi, Ahmedabad – 380015, Gujarat	7 (Seven) (See Note:2)
31.03.2020	Wednesday, 30.09.2020 (Unlisted)	2.00 PM	Prudent House, 3 Devang Park Society Panjarapole Cross Road, Ambawadi, Ahmedabad – 380015, Gujarat	2 (Two) (See Note:3)

Note: 1 In the Annual General Meeting held on 29.09.2022, 2 (Two) Special Resolutions were passed as follow:

1. To approve payment of remuneration to Mr. Shirish Govindbhai Patel, Whole-time Director and CEO of the Company
2. To approve payment of remuneration to Mr. Sanjay Rameshchandra Shah, Chairman and Managing Director of the Company.

Note: 2 In the Annual General Meeting held on 23.07.2021, 7 (Seven) Special Resolutions were passed as follow:

1. To approve and modify revised Employment Contract of Mr. Shirish Govindbhai Patel as CEO of the Company;
2. To approve and modify revised Employment Contract of Mr. Sanjay Rameshchandra Shah as Managing Director (MD) of the Company;
3. Approval for Payment of Commission to Non-Executive Directors for a Period of Five Years Commencing from 1 April 2021
4. Adoption of Revised Articles of Association
5. Issue of Bonus Shares to the Holders of Equity Shares as well as Preference Shares
6. Approval of a Stock Split
7. Raising of Capital through an Initial Public Offering

Note: 3 In the Annual General Meeting held on 30.09.2020, 2 (Two) Special Resolutions were passed as follow:

1. To Approve and Modify Revise Employment Contract of Mr. Shirish Govindbhai Patel as CEO of the Company;
2. To Approve and Modify Revise Employment Contract of Mr. Sanjay Rameshchandra Shah as Managing Director of the Company.

(b) The Details of special resolution passed last year through postal ballot and details of voting pattern:

Procedure as given in Rule 22 of the Companies (Management and Administration) Rules, 2014 was followed. The results of the postal ballot were declared by hosting it, along with the scrutiniser's report, on the website of the Company.

During the FY22-23, the approval of the shareholders was sought for following purposes by way of postal ballot vide notice dated January 13, 2023 in respect of the following Special Resolutions:

Sr. No.	Resolution	No. of Votes Polled	No. of Votes in favour	% of votes in favour on votes polled	No. of votes against	% of Votes against on votes polled
1	Alteration of Object Clause of Memorandum of Association of the Company	3,98,93,673	3,98,93,553	100	120	0
2	Re-appointment of Mr. Aniket Sunil Talati (DIN: 02724484) as an Independent Director of the Company	3,98,93,673	3,98,93,622	100	51	0
3	Re-appointment of Ms. Shilpi Sumankumar Thapar (DIN: 00511871) as an Independent Director of the Company	3,98,93,673	3,98,93,599	100	74	0
4	Re-confirmation of sub-para 3 of Article 104 of Article of Association of the Company	3,98,93,673	3,54,68,264	88.90	44,25,409	11.09

10. MEANS OF COMMUNICATION:

(a)	Quarterly results	The quarterly results are published in the newspapers and displayed on the Company's website.
(b)	Newspapers wherein results normally published	The Quarterly, Half Yearly Financial Results are generally published in Financial Express/Business Standard/ Mint in English language & also in Guajarati language in Financial Express/Jai Hind.
(c)	Company's website, where displayed	The separate section named **"INVESTOR RELATIONS"** in the Company's website **www.prudentcorporate.com** is displaying required information in respect of interest of various stakeholders. The Annual Report for this financial year 2022-2023 as well as Quarterly / Half Yearly Financial Results of the Company is also available therein.
(d)	Whether it also displays official news releases;	The Company's official news releases and presentations made to the institutional investors and analysts, if any are also available on the Company's website.
(e)	The presentations made to institutional investors or to analysts	

11. GENERAL SHAREHOLDER INFORMATION:

(a)	**AGM: Date, Time and Venue**	Tuesday, 29th day of August, 2023 at 1:00 PM through Video Conferencing/Other Audio Visual Means. For details refer Notice of this AGM. The Proceeding of the AGM shall be deemed to be conducted at the Registered Office of the Company at Prudent House, 3 Devang Park Society Panjarapole Cross Road, Ambawadi, Ahmedabad – 380015, Gujarat, India.
(b)	**Financial Year**	Financial Year of the Company is from 01st April to 31st March and financial results will be declared for the financial year 2023-24 as per the following schedule:

Particulars	**Tentative and subject to Change**
Quarterly Unaudited Results	
Quarter ending 30th June, 2023	within 45 days from the end of the quarter
Quarter ending 30th September, 2023	within 45 days from the end of the quarter
Quarter ending 31st December, 2023	within 45 days from the end of the quarter
Fourth Quarter and Annual ending on 31st March, 2024	within 60 days from the end of the quarter

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(c)	**Record date for Final Dividend**	Friday, 18th day of August, 2023
(d)	**Dividend Payment Date**	Your Board has recommended a Final Dividend of ₹ 1.5 per share (30%) on equity shares of face value of ₹ 5/- each. This is subject to approval by the members of the company at the ensuing Annual General Meeting. Final Dividend on equity shares as recommended by the Board of Directors for the year ended 31st March, 2023, when approved at the Annual General Meeting, will be paid after the date of ensuing AGM but within the statutory time limit of 30 days from the date of declaration in the AGM.
(e)	**Name and address of stock exchanges at which the Company's shares are listed & details of annual listing fee paid**	The Company's equity shares are listed on the BSE Limited and the National Stock Exchange of India Limited w.e.f. May 20, 2022. (i) **BSE Limited (BSE),** Corporate office: Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 and (ii) **National Stock Exchange of India Limited (NSE),** Corporate office: Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Annual Listing Fees for the year 2023-24 has been paid by the Company to BSE and NSE.
(f)	**D-mat ISIN Numbers in NSDL & CDSL**	INE00F201020
(g)	**Stock Code/Symbol**	BSE Equity Script Code: 543527 NSE Equity Symbol: PRUDENT

(h) Market Price Data high and low during each month in last financial year:

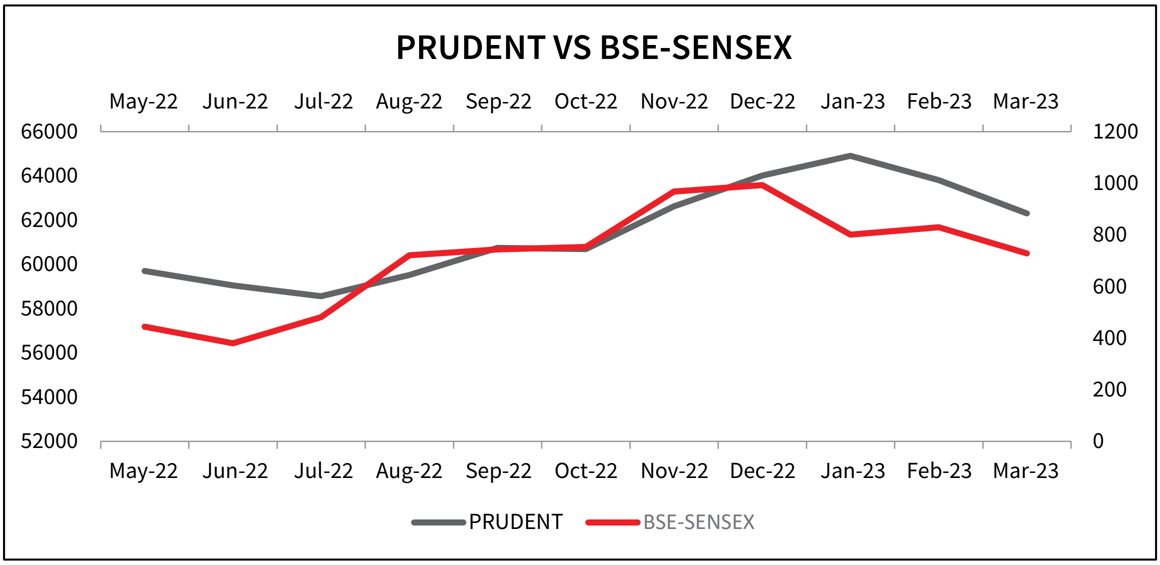
Month	BSE Limited			National Stock Exchange of India Limited (NSE)		
	High Price	Low Price	Number of Equity Shares Traded	High Price	Low Price	Number of Equity Shares Traded
May-2022	660.00	470.40	5,54,810	650.00	470.35	55.95 Lakhs
Jun-2022	603.90	463.00	3,59,401	602.25	460.95	29.07 Lakhs
Jul-2022	561.95	476.30	38,963	564.00	477.55	3.57 Lakhs
Aug-2022	644.85	514.35	58,586	649.00	466.60	8.53 Lakhs
Sep-2022	750.00	584.25	2,11,435	750.00	583.85	20.99 Lakhs
Oct-2022	745.55	652.35	91,482	745.00	655.05	8.83 Lakhs
Nov-2022	911.00	685.45	93,699	910.00	689.75	15.20 Lakhs
Dec-2022	1,029.90	761.00	1,28,131	1,035.80	851.55	15.07 Lakhs
Jan-2023	1,106.95	970.05	63,292	1,108.00	971.95	9.19 Lakhs
Feb-2023	1,012.80	811.90	65,540	1,009.90	818.05	12.36 Lakhs
Mar-2023	883.45	705.30	38,553	883.00	703.30	8.11 Lakhs

Note: The Company' equity shares were listed on May 20, 2022; hence, data provided from May-2022 onwards.

(i) Performance in comparison to board-based indices such as BSE Sensex:

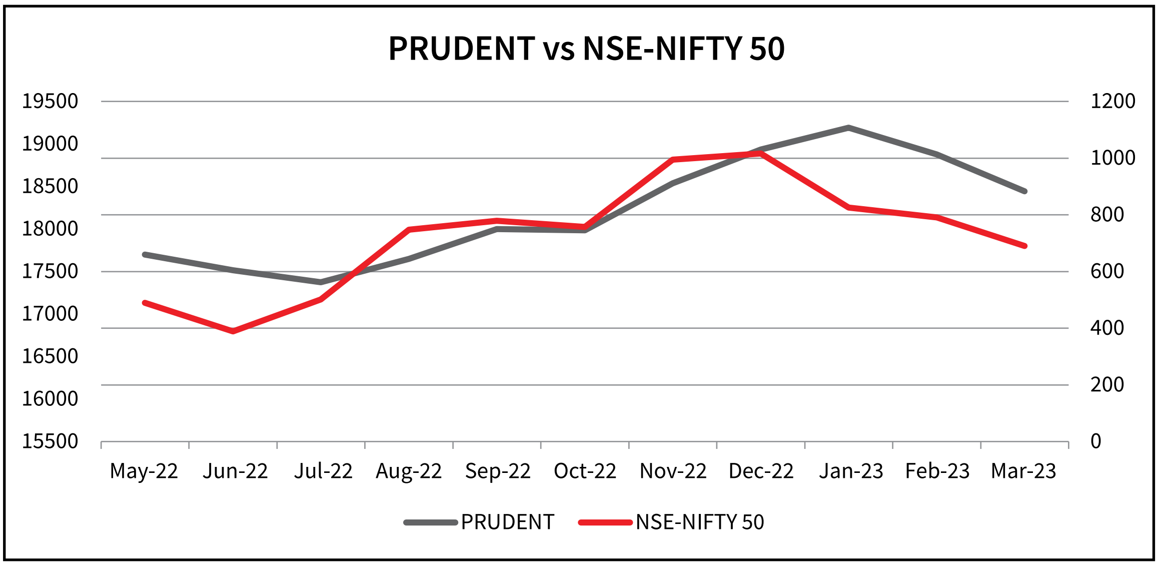
The Chart below plots the monthly high price of the equity shares of the Company versus the BSE-Sensex and NSE Nifty 50 for the financial year ended March 31, 2023

1. **The performance of your company's shares relative to the BSE –Sensex index is given in the chart below:**



Note: The Company' equity shares were listed on May 20, 2022; hence, data considered from May-2022 onwards.

2. **The performance of your company's shares relative to the NSE – Nifty 50 index is given in the chart below:**



Note: The Company' equity shares were listed on May 20, 2022; hence, data considered from May-2022 onwards.

(j) In case the securities are suspended from trading, the Directors Report shall explain the reason thereof:

Not Applicable

(k) Registrar to an issue and share transfer agents:

Share Registrar and Transfer Agent:	Link Intime India Private Limited C101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400 083 Tel No: 022- 4918 6000 Email Id: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in

(l) Share Transfer System:

99.99% of equity shares of the Company are in demat mode. Transfer of these shares is done through depositories with no involvement of the Company.

Share Transfer and related operations for the Company are processed by the Company's RTA viz. Link Intime India Private Limited.

The Registrars and Share Transfer Agent have put in place an appropriate Share Transfer system to ensure timely share transfers. Share transfers are registered and returned in the normal course within an average period of 30 days from the date of receipt, if the documents are clear in all respects. Requests for dematerialisation of shares are processed and confirmation is given to the respective depositories i.e. NSDL and CDSL within 21 days.

(m) Distribution of Shareholding:

(1) The distribution of shareholding of the Company as on March 31, 2023 was as follows:

No. of Shares	Number of Shareholders	% of Total Shareholders	Number of Shares held	% of Total Share Capital
1 to 500	18165	97.677	893369	2.1575
501 to 1000	247	1.3282	172787	0.4173
1001 to 2000	99	0.5323	133005	0.3212
2001 to 3000	25	0.1344	62054	0.1499
3001 to 4000	7	0.0376	24067	0.0581
4001 to 5000	5	0.0269	22224	0.0537
5001 to 10000	10	0.0538	78166	0.1888
10001 to 99999999999	39	0.2097	40021008	96.6535
TOTAL :	**18597**	**100**	**41406680**	**100**

(2) Shareholding pattern by Ownership as on March 31, 2023:

Sr. No	Category	Total Securities	Total Value	Percent
1	Alternate Invst Funds - III	25697	128485	0.0621
2	Body Corporate - Ltd Liability Partnership	20371	101855	0.0492
3	Clearing Members	2101	10505	0.0051
4	Directors and their relatives (excluding independent Directors and nominee Directors)	1108084	5540420	2.6761
5	Foreign Company	9967299	49836495	24.0717
6	Foreign Portfolio Investors (Corporate) - I	480980	2404900	1.1616
7	Hindu Undivided Family	71429	357145	0.1725
8	Key Managerial Personnel	848	4240	0.002
9	Mutual Funds	4030506	20152530	9.734
10	NBFCs registered with RBI	90	450	0.0002
11	Non Resident Indians	107049	535245	0.2585
12	Other Bodies Corporate	202081	1010405	0.488
13	Promoter and Promoter Group	24196400	120982000	58.436
14	Public	1193697	5968485	2.8829
15	Trusts	48	240	0.0001
	TOTAL :	**41406680**	**207033400**	**100**

(3) **Shareholding –Top 10 Shareholders as on March 31, 2023:**

Sr. No.	Shareholder's Name	No. of Shares	Percentage
1	SANJAY RAMESHCHANDRA SHAH	17952250	43.3559
2	WAGNER LIMITED	9967299	24.0717
3	SAKHI SANJAYBHAI SHAH	2760000	6.6656
4	MAITRY SANJAYBHAI SHAH	2760000	6.6656
5	SHIRISH GOVINDBHAI PATEL	1090561	2.6338
6	DSP SMALL CAP FUND	755316	1.8241
7	NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA GROWTH FUND	614268	1.4835
8	RAMESHCHANDRA CHIMANLAL SHAH	612400	1.479
9	HSBC SMALL CAP FUND	505756	1.2214
10	CANARA ROBECO MUTUAL FUND A/C CANARA ROBECO SMALL CAP FUND	351730	0.8495

(n) **Dematerialization of shares and Liquidity:**

Equity shares of the Company can be traded in dematerialized form only. The Company has established connectivity with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) through its Registrars & Share Transfer Agents Link Intime India Private Limited.

Break up of shares in physical and d-mat form as on March 31, 2023:

Sr. No.	Particulars	No. of Shares	% of Shares
1	D-mat Segment:		
	NSDL	15600395	37.68
	CDSL	25806284	62.32
2.	Physical:	1	0.00
Total:		**41406680**	**100.00**

(o) **Outstanding GDRS / ADRS / Warrants or any Convertible Instruments, conversion date and likely impact on equity:**

Not Applicable

(p) **Commodity price risk or foreign exchange risk and hedging activities:**

Not Applicable.

(q) **Plant Locations:**

The Company is in the business of mutual fund distribution, therefore, it does not have any manufacturing plants.

(r) **Address for correspondence:**

To contact Registrar & Transfer Agent for all matters relating to Shares, Dividends, Annual Reports	**Link Intime India Private Limited** C 101, 247 Park L.B.S. Marg, Vikhroli (West), Mumbai 400 083, Maharashtra Tel No.: 022 4918 6200 Email: **rnt.helpdesk@linkintime.co.in** Website: **www.linkintime.co.in**
For any other General Matters or in case of any difficulties / grievances including matters relating to Shares, Dividends, Annual Reports as above	**Compliance Department** **Prudent Corporate Advisory Services Limited** "Prudent House", Panjrapole Cross Road, Nr. Polytechnic, Ambawadi, Ahmedabad - 380 006, Gujarat. Email: **cs@prudentcorporate.com** Website: **www.prudentcorporate.com** Tel No.: +91 79 40209600
Name of the Compliance Officer	**Mr. Dhavalkumar Pareshbhai Ghetia** Company Secretary

(s) **List of all credit ratings obtained by the entity:**

Not Applicable

12. OTHER DISCLOSURES:

(a) **Disclosures on materially significant related party transactions that may have potential conflict with the interest of company at large:**

During the Financial year 2022-2023, no materially significant related party transaction undertaken by the Company under Section 188 of the Companies Act, 2013, read with rules framed thereunder, Indian Accounting Standards (Ind AS 24) that may have potential conflict with the interest of the Company at large. The Company has entered into some transactions with related parties as defined under Section 2(76) of the Companies Act, 2013, which were at arms' length basis and the same were duly approved or reviewed by the Audit Committee.

The necessary disclosures regarding the transactions with related parties are given in the notes to the financial statements. Your Company has formulated a Policy on materiality of Related Party Transactions and dealing with Related Party Transaction. It is available on the website of the Company, which can be accessed at www.prudentcorporate.com/investorrelation.

(b) Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange or the Board or any statutory authority on any matter related to capital markets during the last three years:

There have been no instances of material non-compliances by the Company on any matter related to the capital markets and no material penalties and/or strictures have been imposed on it by the stock exchanges or by SEBI or by any statutory authority on any matter related to the capital markets during the last three financial years. However, during the ordinary course of business, the stock exchanges has levied minor penalties and the same have been paid by the Company.

(c) Whistle-blower policy and affirmation that no personnel has been denied access to the Audit Committee:

Pursuant to the provision of the section 177(9) of the Companies Act, 2013 read with rules framed thereunder, Regulation 4(2)(d)(iv) and 22 of the Listing Regulations, your company has established Vigil Mechanism/ Whistle Blower Policy for their Directors and Employees to report concerns about illegal or unethical practices, unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy.

The details of establishment of such mechanism available on the website of the Company and it can be access by the following link: www.prudentcorporate.com/investorrelation

It is affirmed that no personnel has been denied to access the Chairman of the Audit Committee.

(d) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all applicable mandatory requirements as specified in the Listing Regulations.

The following non-mandatory requirements under Part E of Schedule II of the Listing Regulations to the extent they have been adopted are mentioned below:

i. Modified Opinion in Auditors Report:

The Company's financial statements for the year ended 31st March, 2023 do not contain any modified opinion.

ii. Reporting of Internal Auditor:

The Report of Internal Auditor is quarterly put up before the Audit Committee in their meeting.

(e) Web link where policy for determining Material Subsidiaries:

The Company has formulated a policy for determining material subsidiary and it is available on the web link www.prudentcorporate.com/investorrelation

(f) Web link where policy on dealing with related party transaction:

The Policy on dealing with related party transaction is disclosed on the website of the Company and can be accessed at www.prudentcorporate.com/investorrelation .

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

Not Applicable

(h) Certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

A certificate from Mr. Mahesh Gupta, practicing company secretary confirming that none of the Directors on the board of the Company were debarred or disqualified from being re-appointed under retirement by rotation and/or continuing as Directors of the Company by the SEBI, Ministry of Corporate Affairs or any other statutory authorities is attached as **"Annexure – A".**

(i) Details of total fees for all services paid by the company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/ network entity of which the statutory auditor is part during the FY 2022-23.

Statutory Auditor	M/s Deloitte Haskins & Sells (Firm Registration No. 117365W)
Statutory Audit Fees paid by the Company	₹ 43,14,000/-
Statutory Audit Fees paid by the Prudent Broking Services Private Limited, subsidiary company of the Company	₹ 9,72,000/-
Total	**₹ 52,86,000/-**

(j) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Number of complaints filed during the financial year	Number of complaints disposed of duhring the financial year	Number of complaints pending as on end of the financial year
	NIL	

13. Disclosure of loans / guarantees / comfort letters / securities etc.

No loans / guarantees / comfort letters / securities etc. were given to Directors during the year under review.

14. Non-compliance of any requirement of corporate governance report of sub-para (2) to (10) of Schedule V (c) of the Listing Regulations:

NIL.

15. The disclosure of the compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 of Listing Regulations.

The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI Listing Regulations, 2015 to the extent applicable, as the Company was listed on Stock Exchanges on May 20, 2022.

16. Disclosures with respect to demat suspense account/ unclaimed suspense account:

The Company does not have any shares in the demat suspense account or unclaimed suspense account.

17. Particulars of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting have been provided in the Notice of the Annual General Meeting.

18. Declaration by the CEO on Code of Conduct as required by Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

It is attached as **"Annexure – B"**.

19. COMPLIANCE CERTIFICATE:

Certificate from Mahesh C. Gupta, Practicing Company Secretaries, confirming compliances with the conditions of Corporate Governance as stipulated under the Listing Regulations attached as **"Annexure – C"**.

"Annexure – A"

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Prudent Corporate Advisory Services Limited
Prudent House,
3 Devang Park Society,
Panjarapole Cross Road,
Ambawadi, Ahmedabad – 380015,

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Prudent Corporate Advisory Services Limited (CIN: L91120GJ2003PLC042458) and having registered office at Prudent House, 3 Devang Park Society, Panjarapole Cross Road, Ambawadi, Ahmedabad – 380015 (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 Sub 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 ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Mr. Sanjay Rameshchandra Shah	00239810	4th June, 2003
2	Mr. Shirish Govindbhai Patel	00239732	31st July, 2018
3	Mr. Chirag Ashwinkumar Shah	01480310	24th September, 2018
4	Mr. Dhiraj Poddar	01946905	13th July, 2018
5	Mr. Deepak Sood	01642332	23rd October, 2020
6	Ms. Shilpi Sumankumar Thapar	00511871	7th June, 2021
7	Mr. Karan Kailash Datta	08413809	23rd October, 2020
8	Mr. Aniket Sunil Talati	02724484	7th June, 2021

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 M. C. Gupta & Co.
Company Secretaries.

Mahesh Chand Gupta
Proprietor
FCS: 2047 (CP: 1028)
Peer Review: 579/2019
UDIN: F002047E000677909

Place: Ahmedabad
Date: 25th July, 2023

“Annexure – B”

Prudent
— Money through wisdom —

DECLARATION ON CODE OF CONDUCT

This is to certify that Company “Prudent Corporate Advisory Services Limited” has in place a Code of Conduct applicable to the Board Members as well as the Senior Management Personnel and that the same has been uploaded on the Company’s website www.prudentcorporate.com. I further certify that all the board Members and the Senior Management personnel have affirmed compliance with the Code of Conduct for All Board Members and Senior Management Personnel of the company for the Financial Year 2022-2023.

Place: Ahmedabad
Date: 25th July, 2023

Shirish Govindbhai Patel
Whole-time Director & Chief Executive Officer
Prudent Corporate Advisory Services Limited

“Annexure – C”

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To the Members of
Prudent Corporate Advisory Services Limited

We have examined the compliance of the conditions of Corporate Governance by Prudent Corporate Advisory Services Limited (“the Company”), for the year ended on March 31, 2023, as stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said Clause and applicable Regulations. It is neither an audit nor an expression of the 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 and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For M. C. Gupta & Co.
Company Secretaries
UCN: S1986GJ003400

Mahesh C Gupta
Proprietor
FCS: 2047 (CP: 1028)
Peer Review: 579/2019
UDIN: F002047E000677920

Place: Ahmedabad
Date: 25th July, 2023

Business Responsibility and Sustainability Report

Message from the CMD

This is the decade of delivering on the promise of digital and technology, a time to redefine growth and work in new ways to help address the challenges faced by businesses and society. Digital networks and applications are the building block of the new economy, and we at Prudent are committed to leveraging technology's power for society's financial inclusion.

As much as we are passionate about financial inclusion and mutual fund distribution, we are equally passionate about giving back to society. Our Corporate Social Responsibility work has been our medium to reach out to communities, understand their needs and be an active corporate citizen. The CSR Initiative of the Company has a Project named LakshMe to empower women through financial Literacy. The founding idea of LakshMe is to impart much-needed financial knowledge to women so that they know how to make their money work. We have been providing Education and Medical relief to needy people. We have Sponsored 2 Education Centres for Underprivileged kids and 2 Skills development centres for Women and also supported 16 Ekal one-teacher schools. Regarding persons with disability, we have repaired the building used for the training and development of persons with disability.

We all know that the world is facing global warming and climate change issues. It becomes everyone's responsibility to contribute to the solution. In this context, all our Air Conditioner purchases are power rated to reduce power consumption. We have done extensive plantation and maintenance of trees in and around Ahmedabad. Tree plantation and maintenance are crucial for solving global warming and climate change issues.

Our governance structure and well-defined Code of Business Conduct are designed to help ensure our people live our core values.

Finally, I am very grateful for having such dedicated and exceptional people worldwide advancing our Values. They were the reason for our resilience in 2022-23 and will also be the key to our success in the years ahead. As mutual stakeholders in a sustainable future, we will only succeed if we all succeed.

Best Regards
Mr. Sanjay Shah
Chairman & Managing Director

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Section A: General Disclosures

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I. DETAILS OF THE LISTED ENTITY

1.	Corporate Identity Number (CIN) of the Listed Entity	L91120GJ2003PLC042458
2.	Name of the Listed Entity	Prudent Corporate Advisory Services Limited
3.	Year of Incorporation	04-06-2003
4.	Registered Office Address	"Prudent House", Panjrapole Cross Road, Nr. Polytechnic, Ambawadi, Ahmedabad - 380015, Gujarat, India.
5.	Corporate Address	314, Hubtown Solaris, Telli Galli Junction, N S Phadke Marg, Andheri East, Mumbai – 400069, Maharashtra. India.
6.	E-mail id	info@prudentcorporate.com
7.	Telephone	+91-79-40209600
8.	Website	www.prudentcorporate.com
9.	The financial year for which reporting is being done	April 1st 2022– March 31st 2023
10.	Name of the Stock Exchange(s) where shares are listed	National Stock Exchange of India Limited (NSE) and BSE Ltd (BSE)
11.	Paid-up Capital (INR)	₹ 2,070.33 Lakhs
12.	Name and contact details (telephone, e-mail address) of the person who may be contacted in case of any queries on the BRSR report	
	Name	Mr. Dhaval Ghetia
	Designation	Company Secretary
	Telephone number	+91 79 4020 9600
	E-mail id	cs@prudentcorporate.com
13.	Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	The disclosures under this report have been made on a standalone basis.

Business Responsibility and Sustainability Report

Section A: General Disclosures

II. PRODUCTS / SERVICES

14. Details of business activities (accounting for 90% of the Turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Financial Services Industry	Distributing a wide range of financial products and services	100%

15. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Distribution of Mutual Fund Products	66120	97%

III. OPERATIONS

16. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	-	120	120
International	-	-	-

17. Markets served by the entity:

a. Number of locations

Location	Number
National (No. of States)	21
International (No. of Countries)	-

b. What is the contribution of exports as a percentage of the total Turnover of the entity?

There are no export earnings on a standalone basis.

c. A brief on types of customers

We offer a comprehensive range of Investment products such as Mutual Funds, Insurance, Stock Broking, Fixed Income Products and Properties, and lending solutions through dedicated web, App and Chatbot platforms to persons from all income profiles.

IV. EMPLOYEES

18. Details as of the end of the Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
			EMPLOYEES			
1.	Permanent (D)	836	641	77%	195	23%
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total employees (D + E)	836	641	77%	195	23%

*Note: The Company has no workers as defined in the guidance note on BRSR.

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b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
			EMPLOYEES			
1.	Permanent (D)	-	-	-	-	-
2.	Other than Permanent (E)	-	-	-	-	-
3.	Total employees (D + E)	-	-	-	-	-

19. Participation/Inclusion/Representation of Women

	Total (A)	N	o. and percentage of Females
		No. (B)	% (B / A)
Board of Directors	8	1	12.5%
Key Management Personnel	5	0	0%

20. The turnover rate for permanent employees and workers

	FY 2022-23			FY 2021-22			FY 2020 -21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	21%	29%	23%	15%	21%	16%	16%	20%	17%

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

21. (a) Names of holding/subsidiary / associate companies / joint ventures

S. No.	Name of the holding/subsidiary / associate companies / joint ventures (A)	Indicate whether holding / Subsidiary/ Associate / Joint Venture	% of shares held by listed entity	Does the entity indicated in column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Gennext Insurance Brokers Pvt. Ltd.	Subsidiary	100%	No
2.	Prudent Broking Services Pvt. Ltd.	Subsidiary	100%	No
3.	Prutech Financial Services Pvt. Ltd.	Subsidiary	100%	No

VI. CSR Details

22. (i) Whether CSR is applicable as per section 135 of the Companies Act, 2013: (Yes/No) YES

(ii) Turnover (in ₹) 51,823.43 Lakhs

(iii) Net worth (in ₹) 26,646.84 Lakhs

Business Responsibility and Sustainability Report

Section A: General Disclosures

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/ No) (If yes, then provide web-link for the grievance redress policy)	FY 2022-23			FY 2021-22		
		Number of complaints filed during the year	Number of complaints pending resolution at the close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at the close of the year	Remarks
Communities	Y*	-	-	-	-	-	-
Investors (other than shareholders)	Y**	-	-	-	-	-	-
Shareholders	Y**	1	-	-	-	-	-
Employees and workers	Y***	-	-	-	-	-	-
Customers	Y****	7	-	-	4	-	-
Value Chain Partners	Y*	-	-	-	-	-	-
Other (please specify)		-	-	-	-	-	-

*No complaints have been received from communities and value chain partners during FY 2021-22 and FY 2022-23. Relevant departments address complaints / Grievances from communities and value chain partners on a case-to-case basis. Policies & grievance redressal mechanisms are accessible on https://www.prudentcorporate.com

**The Company has appointed Registrar and Share Transfer Agent (RTA) Link Intime India Pvt. Ltd. to look into the grievances/ complaints of the shareholders. In addition, the Company has designated e-mail ID “cs@prudentcorporate.com,” where the shareholders can send their grievances/complaints.

The said grievances/complaints are received directly by the Company and are forwarded to RTA promptly to take necessary actions to resolve the same.

***The details of the grievance redressal mechanism for employees and workers are provided in Principle 3, point No. 6.

**** The details of the customer grievance redressal mechanism are provided in Principle 9, point No. 1.

24. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, and approach to adapt or mitigate the risk along with its financial implications, as per the following format

S. No.	Material Issue identified.	Indicate whether risk or opportunity. (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Energy Management	R	Our data centres consume electricity as we are an online platform. Hence increasing energy efficiency and reducing energy consumption is extremely important to our business such that the impact of global warming and climate change is reduced.	Plan regular maintenance of servers, data centres and other electrical installations and equipment.	Indirect Negative Implications
2	Employee Training and retention	R	We attract, train, and retain young employees and provide them with solid knowledge and expertise, as we believe that our talent pool and culture are critical to our business success.	We ensure holistic wellbeing at the workplace. Several policies have been adopted to enhance employee productivity by engaging them, incentivising them and improving retention.	Indirect Positive Implications
3	Cyber Security and Data Privacy	R	Cyber Security and Data Privacy are vital for our customers and business continuity.	Processes like user access rights review, database access review, the principle of granting least privilege and backup management, among others, are defined, documented, and implemented to strengthen the security further.	Indirect Negative Implications

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Business Responsibility and Sustainability Report

Section B: Management and Process Disclosures

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

We have implemented the following policies towards adopting National Guidelines on Responsible Business Conduct (NGRBC):

Principle P1: Transparency & Accountability • Code of Conduct • Vigil Mechanism and Whistle Blower Policy • Policy for using social media	**Principle P2:** Product Responsibility • Code of Conduct • Quality Policy	**Principle P3:** Employee Development • Policy for Prohibition, prevention, and redressal of sexual harassment at the workplace • Equal Opportunity Policy (Part of Employee Manual)
Principle P4: Stakeholder Engagement • Corporate Social Responsibility Policy	**Principle P5:** Human Rights • Policy for Prohibition, prevention, and redressal of sexual harassment at the workplace • Equal Opportunity Policy (Part of Employee Manual)	**Principle P6:** Environment Principle • Corporate Social Responsibility Policy
Principle P7: Policy Advocacy • Code of Conduct	**Principle P8:** Inclusive Growth • Corporate Social Responsibility Policy	**Principle P9:** Customer Value • Privacy Policy • Information Security Policy

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link* of the Policies, if available	https://www.prudentcorporate.com/investorrelation-CodesandPolicies https://www.prudentcorporate.com/qualitypolicy https://www.prudentcorporate.com/privacypolicy								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	N	N	N	N	N	N	N	N	N
4. Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	Policies have been formulated and implemented in accordance with National Guidelines on Responsible Business Conduct, requirements of the Companies Act, 2013 and SEBI regulations.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Our strategies, business model and operations are based on environment protection, employee and customer safety.								
6. Performance of the entity against the specific commitments, goals and targets, along with reasons in case the same are not met.									
Governance, leadership and oversight									

7.	Statement by the director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure) - CMD Message is at the beginning of the report	
8.	Details of the highest authority responsible for implementing and overseeing the Business Responsibility policy (ies).	Mr. Sanjay Shah, Chairman and Managing Director
9.	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability-related issues? (Yes / No). If yes, provide details.	Yes Mr. Sanjay Shah, Chairman and Managing Director

10. Details of Review of NGRBCs by the Company:

Subject for Review	**Indicate whether the review was undertaken by the Director / Committee of the Board/ Any other Committee**									**Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)**								
	P 1	**P 2**	**P 3**	**P 4**	**P 5**	**P 6**	**P 7**	**P 8**	**P 9**	**P 1**	**P 2**	**P 3**	**P 4**	**P 5**	**P 6**	**P 7**	**P 8**	**P 9**
Performance against the above policies and follow up action	Yes, CMD has reviewed the performance against the above guidelines.									The frequency of review is annual.								
Compliance with statutory requirements relevant to the principles and rectification of non-compliance.	CMD has carried out compliance with statutory requirements of relevance to the principles.									The frequency of review is quarterly.								

11. Has the entity carried out an independent assessment/ evaluation of the working of its policies by an external agency? (Yes/ No). If yes, provide the name of the agency.

    The evaluation of the working of its policies by been done internally.

12. If the answer to question (1) above is "No", i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	**P 1**	**P 2**	**P 3**	**P 4**	**P 5**	**P 6**	**P 7**	**P 8**	**P 9**
The entity does not consider the Principles material to its business (Yes/No)	-----------Not Applicable------------								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

Business Responsibility and Sustainability Report

Section C: Principle-Wise Performance Disclosure

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with critical processes and decisions. The information sought is categorised as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity mandated to file this report, the leadership indicators may be voluntarily disclosed by entities that aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

PRINCIPLE 1 Businesses should conduct and govern themselves with integrity and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

   The employees of the Company undergo various training programs on multiple topics. Board and KMPs are apprised of the changing requirements from time to time in the Board and Management meetings.

Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and their impact	% age of persons in a respective category protected by the awareness programmes
Board of Directors	1	All Principles	100%
Key Managerial Personnel	1	All Principles	100%
Employees other than BoD and KMPs	1	Health Related	55%

2. Details of fines/penalties/punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format. (Note: the entity shall make disclosures based on materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

   No fines/penalties/punishment/ award/ compounding fees/ settlement amount paid in proceedings by the entity or by directors / KMPs.

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision are preferred in cases where monetary or non-monetary action has been appealed.

   Not applicable.

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief, and if available, provide a web link to the policy.

   The code of Conduct contains the provision regarding anti-corruption and anti-bribery. The responsible business conduct policies of the Company are accessible at https://www.prudentcorporate.com

5. Number of Directors/KMPs/employees/workers against whom any law enforcement agency took disciplinary action for the charges of bribery/ corruption:

   No law enforcement agency took any disciplinary action for the charges of bribery/ corruption against any of the Directors / KMPs/ Employees.

6. Details of complaints about conflict of interest:

   No objection was received with regard to the conflict of interest of the Directors, KMPs or any other employee.

7. Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/ law enforcement agencies/ judicial institutions on cases of corruption and conflicts of interest.

   Not Applicable

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of products and processes to total R&D and capex investments made by the entity, respectively.

	Financial Year 22-23	Financial Year 21-22	Details of improvements in environmental and social impacts
R&D		**Not Applicable**	
Capex	72.21%	57.56%	Capex has been made into energy-efficient ACs and IT equipment. These capex consume less energy, resulting in lower environmental and social impacts.

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

   b. If yes, what percentage of inputs were sourced sustainably?

   No. The Company is not producing any products, so sustainable procurement is not directly relevant. However, our procurement procedures favour vendors and products with better environmental parameters.

3. Describe the processes in place to safely reclaim your products for reusing, recycling, and disposal at the end of life for (a) Plastics (including packaging), (b) E-waste, (c) Hazardous waste and (d) other waste.

   The Company is not into the production of any material; hence, this is irrelevant considering the nature of the business.

4. Whether Extended Producer Responsibility (EPR) applies to the entity's activities (Yes / No). If yes, is the waste collection plan in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

   Extended Producer Responsibility (EPR) does not apply to the Company's activities.

PRINCIPLE 3 Businesses should respect and promote the well-being of all employees, including those in their value chains.

Essential Indicators

1. a. Details of measures for the well-being of employees:

Category	Total (A)	% of employees covered by									
		Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
		Permanent employees									
Male	641	641	100%	641	100%	NA	NA	-	-	-	-
Female	195	195	100%	195	100%	195	100%	NA	NA	-	-
Total	836	836	100%	836	100%	195	23%	-	-	-	-

b. Details of measures for the well-being of workers:

Not Applicable

2. Details of retirement benefits for the Current FY and Previous Financial Year.

	FY 2022-23			FY 2021-22		
Benefits	**No. of employees covered as a % of total employees**	**No. of workers covered as a % of total workers**	**Deducted and deposited with the authority (Y/N/N.A.)**	**No. of employees covered as a % of total Employees**	**No. of workers covered as a % of total workers**	**Deducted and deposited with the authority (Y/N/N.A.)**
PF*	39.83%	-	Y	37.22%	-	Y
Gratuity	100%	-	NA	100%	-	NA
ESI**	34.09%	-	Y	38.08%	-	Y

*Some employees have voluntarily opted out of the PF

**All eligible employees are covered

3. Accessibility of workplaces

Are the premises/offices of the entity accessible to differently-abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether the entity is taking any steps in this regard.

Yes, the offices are accessible with elevators and ramps for persons with disabilities.

4. Does the entity have an equal opportunity policy per the Rights of Persons with Disabilities Act, 2016? If so, provide a web link to the procedure.

Yes, the Company has an equal opportunity policy per the Rights of Persons with Disabilities Act of 2016. The responsible business conduct policies of the Company are accessible at https://www.prudentcorporate.com

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

	Permanent Employees	
Gender	**Return to work rate**	**Retention rate**
Male	NA	NA
Female	100%	100%
Total	100%	100%

6. Is a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief:

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent Workers Other than Permanent Workers Permanent Employees Other than Permanent Employees	Prudent is committed to providing a productive and conducive work environment where grievances are dealt with fairly and promptly. We facilitate a work culture where no grievances exist and also help improve the performance and productivity of the concerned employees of the Company.
	Grievance redressal has 3 Levels:
	Level 1 - If possible, the supervisor/HOD should acknowledge the receipt of the grievance immediately. The supervisor/HOD should redress the grievance within two working days. Any policy matters should be referred to HR Head.
	Level 2 - If the concerned employee is not satisfied with the response from their immediate supervisor/HOD, they can submit the grievance along with the reply to the Grievance Officer. Acknowledgement of the receipt of the grievance will be issued to the concerned employee. The Grievance Officer should redress the grievance within three working days.
	Level 3 - If the grievance still persists, a formal grievance will be lodged and forwarded to the Grievances Redressal Committee. The Grievance Redressal Committee, comprising one Functional Director, one HR Department representative and the Company Secretary, will meet to assess the situation and the grievance. Based on a careful analysis of the grievance in the light of feedback and views of the committee members, the Grievance Redressal Committee would make its recommendation within seven working days and send it to the CEO for consideration and appropriate action, if any. The CEO's decision of the Company shall be final and binding on the concerned employee.
	The process should be completed within and not more than two weeks.

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

The Company does not have any employee association recognised by management.

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8. Details of training given to employees and workers:

Category	FY 2022-23					FY 2021-22				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	641	356	56%	30	5%	636	70	11%	27	4%
Female	195	103	53%	15	8%	186	39	21%	14	8%
Total	836	459	55%	45	5%	822	109	13%	41	5%

9. Details of performance and Career development reviews of employees:

Category	FY 2022-23			FY 2021-22		
	Total Employees	Total Performance Review done	%	Total Employees	Total Performance Review done	%
Male	641	579	90%	636	546	86%
Female	195	148	76%	186	150	81%
Total	836	727	87%	822	696	85%

10. Health and safety management system:

a. Whether the entity has implemented an occupational health and safety management system? (Yes/ No). If yes, what is the coverage of such a system?

Yes, the health and safety management systems cover all branches and offices of the Company.

b. What processes are used to identify work-related hazards and assess risks by the entity on a routine and non-routine basis?

Not directly applicable, given the nature of the business.

c. Whether you have processes for workers to report work-related hazards and to remove themselves from such risks. (Y/N)

Not directly applicable, given the nature of the business.

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, all employees of the Company have access to non-occupational medical and healthcare services. The below policies have been formulated for the betterment of all employees:

- Group Personal Accident Policy
- Mediclaim Insurance Policy
- Group Term Life Insurance Policy

The Company regularly conducts health awareness sessions for employees.

11. Details of safety-related incidents, in the following format:

No recordable safety-related incidents have happened during the Year 2022.

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

The Company provides a systematic way to ensure a safe and healthy workplace for all employees who work on our premises. It promotes continuous identification and monitoring of hazards and controlling risks whilst making sure that the risk controls in place are adequate.

13. Number of Complaints on the following made by employees and workers:

    No employee complaints have been received for FY 2021-22 and FY 2022-23.

14. Assessments for the year:

	% of your plants and offices that were assessed (by the entity or statutory authorities or third parties)
Health and safety practices	Nil
Working Conditions	

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/ concerns arising from assessments of health & safety practices and working conditions

    Not Applicable

PRINCIPLE 4: Businesses should respect the interests of and be responsive to all their stakeholders.

We have the Corporate Social Responsibility (CSR) Policy in place which is involved in exploring various aspects of the interest of stakeholders. CSR is deeply rooted in the core values of our Company and maximises Stakeholders' Value. The CSR policy entails our commitment to bring about a positive transformation in the communities where we exist. Our CSR activities are strategic and well-organised to educate, support and empower less privileged communities and preserve the environment. For us, CSR is a part of our individual responsibilities as global citizens and not merely the means to run our business successfully.

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

   Prudent Corporate Advisory Services Limited acknowledges its responsibility towards society and supports inclusive growth and equitable development of all its stakeholders. We strongly believe in growing together responsibly, leading to the success of our business. Key stakeholders are identified in consultation with the Company's management to prioritise. We aim to balance the needs and address the concerns of our stakeholders and endeavour to take into consideration the impact it has on the environment, society, and the community.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	**Whether identified as Vulnerable & Marginalised Group (Yes/No)**	**Channels of communication (E-mail, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other**	**Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)**	**Purpose and scope of engagement, including key topics and concerns raised during such engagement**
Customers	No	Website, Customer Communication, Customer Feedback,	For others, please specify Ongoing	Customer Satisfaction and Transparency
Employees	No	Notice Boards, Website, Intranet portal, E-mail communications, Employee Survey feedback, Annual Performance Review, Meetings, pieces of training	Others – please specify Ongoing	Professional development, Working conditions, employee performance, Employee Satisfaction, Work-life balance and Company Culture

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Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication (E-mail, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly/ others – please specify)	Purpose and scope of engagement, including key topics and concerns raised during such engagement
Community, NGOs	Yes	Corporate Social Responsibility engagements, Meetings with community representative	Others – please specify Ongoing	The welfare of the community
Investors & Shareholders & Analysts	No	AGM, Investor meets, Investor Grievance redressal mechanism	Others – please specify Ongoing	Updation on Business Strategies and Performance of the Company and Redressal of Grievances
Regulatory Bodies	No	Compliance Reports, E-mail, personal meetings, calls	Others – please specify – As and when required	Compliance with the Law of the land

PRINCIPLE 5 Businesses should respect and promote human rights.

Respect for Human Rights is a core value of our Company. We are keen on respecting the human rights of our employees, communities and those affected by our operations. We intend to encourage a healthy and friendly working environment irrespective of gender, caste, creed, or social class of the employees. We are dedicated to valuing, respecting and protecting the dignity of every individual and endeavour to provide a better and safe environment free of harassment at all our workplaces.

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity in the following format:

Category	FY 2022-23			FY 2021-22			
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)		No. of employees/ workers covered (D)	% (D / C)
		Employees					
Permanent	836	175	21%	21%	822	141	17%
Other than permanent	-	-				-	-
Total Employees	836	175	21%	21%	822	141	17%

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2. Details of minimum wages paid to employees and workers in the following format:

Category	FY 2022-23					FY 2021-22				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
	Permanent Employees									
Male	641	-	0%	641	100%	636	-	0%	636	100%
Female	195	-	0%	195	100%	186	-	0%	186	100%
Total	836	-	0%	836	100%	822	-	0%	822	100%

3. Details of remuneration/salary/wages, in the following format:

	Male		Female	
	Number	Median remuneration/ salary/ wages of the respective category	Number	Median remuneration/ salary/ wages of the respective category
Board of Directors (BoD)	5	11100000	1	600000
Key Managerial Personnel	2	2282808.5	-	-
Employees other than BoD and KMP	778	304372.5	257	208535

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

   Yes. Head-Human Resources is the focal point for addressing any human rights impacts or issues caused or contributed to by the business.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

   The internal mechanisms in place to redress grievances have been provided in point No. 6 of Principle 3.

6. Number of Complaints on the following made by employees and workers:

	FY 2022-23			FY 2021-22		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	-	-	-			
Discrimination at workplace	-	-	-	-	-	-
Child Labour	-	-	-	-	-	-
Forced Labour / Involuntary Labour						
Wages	-	-	-	-	-	-
Other human rights-related issues	-	-	-	-	-	-

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7. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

   The Company has a policy against sexual harassment and a formal process for dealing with complaints of harassment or discrimination. The Company has strict guidelines for preventing sexual harassment. To avoid any adverse impact, the Company has undertaken initiatives to make the workplace safe for women, which include building employee awareness and stringent guidelines on the Prevention of Sexual Harassment. Also, Whistle Blower Policy provides a mechanism to prevent adverse consequences to the complainant in discrimination and harassment cases.

8. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

   No. The business agreements and contracts do not contain any human rights requirements.

9. Assessments for the year:

	% of your plants and offices that were assessed (by the entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	100%

The entity has done all the assessments during the course of business operations.

10. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.

    Not Applicable

PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment.

Prudent Corporate Advisory Services Limited recognise that protecting and preserving the environment is essential to achieving sustainable development and ensuring a better world for all today and future generations.

In distributing Financial products, we do not cause any significant adverse effect on the environment and constantly endeavour to improve our processes and operations regarding energy, emissions, water, and waste management.

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity in the following format:

Parameter	FY 2022-23	FY 2021-22
Total electricity consumption (A)	1046 GJ	1007 GJ
Total fuel consumption (B)	-	-
Energy consumption through other sources (C)	-	-
Total energy consumption (A+B+C)	1046 GJ	1007 GJ
Energy intensity per rupee of Turnover (Total energy consumption/ turnover in rupees)	2.02 GJ / Crore of Turnover	2.58 GJ / Crore of Turnover
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if an external agency has carried out any independent assessment/ evaluation/assurance. (Y/N) If yes, the name of the external agency.

No.

2. Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

   No, the Company is not covered under the Performance, Achieve and Trade (PAT) Scheme of the Government of India.

3. Provide details of the following disclosures related to water in the following format:

Parameter	FY 2022-23	FY 2021-22
Water withdrawal by source (in kilolitres)		
(i) Surface water	-	-
(ii) Groundwater	2183	2537
(iii) Third-party water	74	74
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
The total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	2257	2611
Total volume of water consumption (in kilolitres)	2257	2611
Water intensity per rupee of turnover (Water consumed / turnover)	4.35 KL / Crore of Turnover	6.68 KL / Crore of Turnover
Water intensity (optional) – the entity may select the relevant metric	-	-

   Note: Indicate if an external agency has carried out any independent assessment/ evaluation/assurance. (Y/N) If yes, the name of the external agency.

   No

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

   Not applicable.

5. Please provide details of air emissions (other than GHG emissions) by the entity in the following format:

   The Company does not have any industrial processes. Some locations may be using DG power, but the emissions are not monitored as the DGs are not owned by the Company.

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & their intensity in the following format:

Parameter	Unit	FY 2022-23	FY 2021-22
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	0.008	-
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	235	221
Total Scope 1 and Scope 2 emissions per rupee of Turnover	Metric tonnes of CO2 Equivalent / Crores of Turnover	0.45 MT CO2e / Crore of Turnover	0.57 MT CO2e / Crore of Turnover
Total Scope 1 and Scope 2 emission intensity (optional) – the entity may select the relevant metric	-	-	-

   Note: Indicate if an external agency has carried out any independent assessment/ evaluation/assurance. (Y/N) If yes, the name of the external agency.

   No

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7. Does the entity have any project related to reducing Green House Gas emissions? If yes, then provide details.

   The Company has taken many energy initiatives, such as:

   - Installation of LED lights & power-saving equipment at all locations to reduce electricity consumption.
   - The air is conditioned with energy-efficient compressors for central air conditioning and with split air conditioning for localised areas.
   - Optimum use of air conditioner (AC).

8. Provide details related to waste management by the entity in the following format:

Parameter	**FY 2022-23**	**FY 2021-22**
Total waste generated (in metric tonnes)		
Plastic waste (A)	0.06	0.06
E-waste (B)	0.21	0.96
Bio-medical waste (C)	-	-
Construction and demolition waste (D)	-	-
Battery waste (E)	-	-
Radioactive waste (F)	-	-
Other Hazardous waste. Please specify, if any. (G)- Used Oil **(DG Black Oil)**	-	-
Other Non-hazardous waste generated (H). Please specify, if any. (Iron, Paper, Cardboard, Aluminium, Wood etc.)	-	-
Total (A+B + C + D + E + F + G + H)	0.27	1.02
For each category of waste generated, total waste recovered through recycling, reusing or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled*	0.27	1.02
(ii) Reused	-	-
(iii) Other recovery operations	-	-
Total	0.27	1.02
For each category of waste generated, the total waste disposed of by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	-	-
(ii) Landfilling	-	-
(iii) Other disposal operations	-	-
Total	-	-

*All Material is sent to recyclers/composters through authorised collectors.

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce the usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

   Considering the nature of the business, the waste generation is not significant and is disposed of responsibly by the building maintenance agency. The E-waste is disposed of through authorised vendors.

10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

    None of our offices are in/around ecologically sensitive areas.

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws in the current financial year:

    The operations of the Company are not covered by the 2006 notification on Environmental Impact Assessment.

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention

and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act, and rules thereunder (Y/N)? If not, provide details of all such non-compliances in the following format:

Yes, the Company complies with all applicable environmental laws/regulations/guidelines in India.

PRINCIPLE 7 Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations.

   1 (One)

b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	The reach of trade and industry chambers/ associations (State/National)
1.	Financial Intermediaries Association of India	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity based on adverse orders from regulatory authorities.

   In the last two financial years, no adverse orders on any issues related to anti-competitive conduct have been received.

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development.

Through our Corporate Social Responsibility (CSR) Policy, we strive to provide equitable opportunities for sustainable growth and improve the welfare of society and stakeholders. Our in-house CSR team manages our CSR programmes and other projects with the help of external agencies/NGOs. Our CSR team follows up with the beneficiaries of our initiatives both in formal and informal ways, with the involvement of our Senior Management at personal levels and also by way of field visits, telephonic and e-mail communications continually.

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws in the current financial year.

   The entity does not undertake Social Impact Assessments SIA as it is not applicable.

2. Provide information on the project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity in the following format:

   Not Applicable.

3. Describe the mechanisms to receive and redress grievances of the community.

   Communities have received no complaints during FY 2021-22 and FY 2022-23. Complaints / Grievances from communities are addressed by relevant departments on a case-to-case basis.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

   Not relevant considering the nature of the business.

PRINCIPLE 9 Businesses should engage with and provide value to their consumers in a responsible manner.

Customer satisfaction is of prime significance to our Company. We continuously enhance our competencies around the latest technologies to deliver state-of-the-art solutions for our customers. We interact with our customers regularly and across multiple platforms to capture customer feedback on various parameters to improve internal processes based on the needs and expectations of the customers.

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Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

   We have a multi-channel approach to address customer grievances. All the Operational queries through our Helpline numbers 1800 419 9992 (Partner Helpline – For Registered Mobile Number only) & 1800 419 5051 (FundzBazar Helpline) and through Query Module available on Partner and Client desks. Currently, the helpline is available in English, Hindi and Gujarati languages for various products like Mutual Funds, Stock Broking & Smallcase, Liquiloans, and Other Products(FD/Bonds/NCD/LAS/NPS).

   We also offer IVR based feedback facility where partners can share their experience after completing the call from Helpline Number.

2. Turnover of products and/ services as a percentage of Turnover from all products/services that carry information about:

   This is not relevant considering the nature of the business of the Company.

3. Number of consumer complaints in respect of the following:

   The Company is committed to creating products and solutions that exceed customer expectations and enhance the level of business profitability. We consistently strive forth to ensure higher customer satisfaction.

	FY 2022-23			FY 2021-22		
	Number of complaints filed during the year	**Number of complaints pending resolution at the close of the year**	**Remarks**	**Number of complaints filed during the year**	**Number of complaints pending resolution at the close of the year**	**Remarks**
Data Privacy	-	-	-	-	-	-
Advertising	-	-	-	-	-	-
Cyber Security	-	-	-	-	-	-
Delivery of essential services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Others	7	0	-	4	0	-

4. Details of instances of product recalls on account of safety issues:

   This is not relevant considering the nature of the business of the Company.

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web link to the policy.

   Yes, the Company has Privacy Policy and Information Security Policy. We acknowledge the client's need to protect their personal and confidential data while dealing with us. We have multi-level security implemented to sustain IT compliance and:

   - Maintaining the confidentiality, integrity, and availability of sensitive information in the Company with minimal to no disruptions
   - Proactively initiating business continuity practices to minimise system failures and interruptions to business

   The policies are available at

   https://www.prudentcorporate.com/qualitypolicy

   https://www.prudentcorporate.com/privacypolicy

6. Provide details of any corrective actions taken or underway on issues relating to advertising and delivery of essential services; cyber security and data privacy of customers; re-occurrence of product recalls; penalty/action taken by regulatory authorities on the safety of products/services.

   No regulatory action has been taken regarding advertising, essential services, cyber security, data privacy or product recalls during the last 2 financial years.

To The Members of Prudent Corporate Advisory Services Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Prudent Corporate Advisory Services Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

  Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

  We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

  We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

  From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report, that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
   e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
   f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

      In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 44 to the standalone financial statements;
   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
   iv. (a) The Management has represented that, to the best of it's knowledge and belief, and as disclosed in Note 47(c) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

       (b) The Management has represented, that, to the best of it's knowledge and belief, and as disclosed in Note 47(d) to the standalone financial statements, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

       (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
   v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

      As stated in note 43 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing

Independent Auditor's Report

Annual General Meeting. The dividend proposed is in accordance with section 123 of the Act, as applicable.

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 w.e.f. 1st April, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31st March, 2023.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.117365W)

Hardik Sutaria
(Partner)
(Membership No.116642)
UDIN:23116642BGWGAM9517

Place: Ahmedabad
Date: May 24, 2023

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PRUDENT CORPORATE ADVISORY SERVICES LIMITED

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statements of **Prudent Corporate Advisory Services Limited** ("the Company") as of March 31, 2023 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 with reference to standalone financial statements based on the internal control with reference to standalone financial statements 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to standalone financial statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, based on the criteria for internal financial control with reference to standalone financial statements 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 **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.117365W)

Hardik Sutaria
(Partner)
(Membership No.116642)
UDIN:23116642BGWGAM9517

Place: Ahmedabad
Date: May 24, 2023

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PRUDENT CORPORATE ADVISORY SERVICES LIMITED

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that: -

(i) In respect of property, plant & 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 and relevant details of right-of-use assets.

B. The Company has maintained proper records showing full particulars of intangible assets.

(b) Some of the property, plant & equipment and right-of-use assets were physically verified during the year by the Management in accordance with a programme of verification, which in our opinion provides for physical verification of all the property, plant and equipment and right-of-use assets at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Based on our examination of the registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The Company does not have any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us, at any point of time during the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause (ii)(b) of the Order is not applicable.

(iii) The Company has not given any advances in the nature of loans or provided security during the year. The Company has made investments in and stood guarantee to companies and has granted unsecured loans to other parties during the year:

(a) The Company has provided loans during the year and details of which are given below:

(₹in lakhs)

		Loans
A.	Aggregate amount granted / provided during the year: *	
	- Subsidiaries	--
	- Joint Ventures	--
	- Associates	--
	- Others #	69.54
B.	Balance outstanding as at balance sheet date:	
	- Subsidiaries	--
	- Joint Ventures	--
	- Associates	--
	- Others #	68.27

* The amounts reported are at gross amounts, without considering provisions made.

Includes loan given to employees.

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(b) The investments made, guarantees provided and the terms and conditions of the grant of all the above-mentioned loans and guarantees provided, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2014, as amended, would apply. Accordingly, clause (v) of paragraph 3 of the Order is not applicable to the Company.

(vi) To the best of our knowledge and according to the information and explanations given to us, the Company is not required to maintain cost records pursuant to Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government under section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) Undisputed statutory dues, including, Provident Fund, Employees' State Insurance, Income-tax, Goods and Service tax, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities though there has been a delay in respect of remittance of taxes deducted at source and Goods and Services Tax due.

There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax, cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.

(b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on March 31, 2023.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of paragraph 3 of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto December 2022 and the final internal audit reports where issued after the balance sheet date covering the period January 2023 to March 2023 for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.

(d) The Group does not have any CIC as part of the group and accordingly reporting under clause (xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 indicating 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) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.117365W)

Hardik Sutaria
(Partner)
(Membership No.116642)
UDIN:23116642BGWGAM9517

Place: Ahmedabad
Date: May 24, 2023

Standalone Balance Sheet

as at March 31, 2023

Particulars	Note	As at March 31, 2023 (₹in lakhs)	As at March 31, 2022 (₹in lakhs)
ASSETS			
I Financial Assets			
(a) Cash and Cash equivalents	4	1,093.92	1,081.01
(b) Bank Balances other than (a) above	5	306.89	20.14
(c) Securities for trade	6	765.93	1,039.51
(d) Trade receivables	7	5,717.55	4,336.38
(e) Loans	8	68.27	42.16
(f) Investments	9	10,435.52	2,339.93
(g) Other financial assets	10	926.42	817.75
Total Financial Assets		**19,314.50**	**9,676.88**
II Non-Financial Assets			
(a) Current Tax Asset (net)	30	73.14	104.85
(b) Deferred Tax Assets (net)	30	-	-
(c) Property, Plant and Equipment	11	1,305.81	1,394.63
(d) Right of use assets	12	1,201.39	917.65
(e) Intangible assets	13	13,304.23	14,607.24
(f) Other non-financial assets	14	754.83	448.18
Total Non-Financial Assets		**16,639.40**	**17,472.55**
Total Assets		**35,953.90**	**27,149.43**
LIABILITIES AND EQUITY			
Liabilities			
I Financial Liabilities			
(a) Trade payables	15		
(a) Total outstanding dues of micro enterprises and small enterprises		-	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		5,153.22	4,476.48
(b) Lease liabilities	16	1,253.71	963.86
(c) Other financial liabilities	17	0.84	7.82
Total Financial Liabilities		**6,407.77**	**5,448.16**
II Non-Financial Liabilities			
(a) Current Tax Liability (net)	30	107.77	-
(b) Deferred Tax Liabilities (net)	30	631.18	164.73
(c) Provisions	18	440.92	432.55
(d) Other non-financial liabilities	19	1,719.43	1,444.17
Total Non-Financial Liabilities		**2,899.30**	**2,041.45**
Equity			
(a) Equity Share capital	20	2,070.33	2,070.33
(b) Instrument entirely equity in nature	21	-	-
(c) Other equity	22	24,576.50	17,589.49
Total Equity		**26,646.83**	**19,659.82**
Total Liabilities and Equity		**35,953.90**	**27,149.43**

The accompanying notes are an integral part of these Standalone Financial Statements.

In terms of our report of even date attached

For Deloitte Haskins & Sells
Chartered Accountants

Hardik Sutaria
Partner

Place : Ahmedabad
Date: May 24, 2023

For and on behalf of the Board of Directors of Prudent Corporate Advisory Services Limited

Sanjay Shah
Chairman and Managing Director
DIN : 00239810

Shirish Patel
Whole Time Director and CEO
DIN : 00239732

Chirag Shah
Whole Time Director
DIN : 01480310

Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

Standalone Statement of Profit and Loss

for the year ended March 31, 2023

Prudent
— Money through wisdom —

Particulars	Note	For the year ended March 31, 2023 (₹in lakhs)	For the year ended March 31, 2022 (₹in lakhs)
Revenue from Operations			
I Commission and Fees Income	23	51,649.57	38,684.81
II Net gain on fair value changes	24	173.86	393.22
Total Revenue from Operations		**51,823.43**	**39,078.03**
III Other Income	25	474.73	661.30
IV Total Income (I) + (II) + (III)		**52,298.16**	**39,739.33**
V Expenses:			
Commission and Fees expenses		31,613.05	23,635.52
Employee benefits expense	26	6,232.24	5,363.60
Finance costs	27	122.36	196.58
Depreciation and amortization expense	28	2,199.81	1,177.46
Other expenses	29	2,167.62	1,546.09
Total Expenses (V)		**42,335.08**	**31,919.25**
VI Profit before tax (IV) - (V)		**9,963.08**	**7,820.08**
VII Tax Expense / (Benefit)	30		
Current tax		2,076.94	1,588.36
Deferred tax		471.13	365.27
Total tax expenses		**2,548.07**	**1,953.63**
VIII Profit after Tax for the year (VI) - (VII)		**7,415.01**	**5,866.45**
IX Other Comprehensive Income (OCI)			
(i) Items that will not be reclassified to statement of profit or loss			
(a) Remeasurement of the defined benefit plans		(18.61)	(13.96)
(b) Income tax relating to items that will not be reclassified to profit or loss		4.68	3.51
Total Other Comprehensive Income (IX)		**(13.93)**	**(10.45)**
X Total Comprehensive Income for the Year (VIII) +/(-) (IX)		**7,401.08**	**5,856.00**
XI Earnings per equity share	31		
- Basic [in ₹]		17.91	14.18
- Diluted [in ₹]		17.91	14.18

The accompanying notes are an integral part of these Standalone Financial Statements.
In terms of our report of even date attached

For Deloitte Haskins & Sells
Chartered Accountants

Hardik Sutaria
Partner

Place : Ahmedabad
Date: May 24, 2023

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Shah
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DIN : 01480310

Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

Standalone Statement of Cash Flows

for the year ended March 31, 2023

Contd...

Particulars	For the year ended March 31, 2023 (₹in lakhs)	For the year ended March 31, 2022 (₹in lakhs)
A CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	**9,963.08**	**7,820.08**
Adjustment for		
Less : Interest income	(71.98)	(82.66)
Less : Dividend income	(4.41)	(0.57)
Add : Unrealised gain on securities held for trade	10.15	32.89
Less : Net gain on investments measured at FVTPL	(210.51)	(538.79)
Add : Depreciation and amortization expense	2,199.81	1,177.46
Less: Profit on Cancellation of Lease Contract	(17.46)	(28.13)
Add/Less: (Profit)/Loss on Sale of property, plant and equipment (net)	4.91	(1.03)
Add : Finance costs	122.36	196.58
Operating Profit before Working Capital Changes	**11,995.95**	**8,575.84**
Changes in Working Capital:		
(Increase) / decrease in Trade receivables	(1,381.17)	(1,311.52)
(Increase) / decrease in Loans	(26.11)	(7.12)
(Increase) / decrease in Other financial assets	(135.49)	(147.45)
(Increase) / decrease in Other non-financial assets	(306.65)	(238.08)
(Increase) / decrease in Securities held for trade	263.43	199.08
Increase / (decrease) in Trade payables	676.75	1,469.61
Increase / (decrease) in Other financial liabilities	(6.98)	(11.81)
Increase / (decrease) in Other non-financial liabilities	275.25	522.12
Increase / (decrease) in Provisions	(10.24)	(11.64)
Cash Generated from Operations	**11,344.74**	**9,039.03**
Less : Direct taxes (paid)	(1,936.15)	(1,779.98)
Net Cash Generated from Operating Activities (A)	**9,408.59**	**7,259.05**
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, plant and equipment and intangible assets	(128.59)	(136.40)
Acquisition of Customer folios	(226.23)	(15,100.00)
Purchase of Investments	(30,190.38)	(22,040.90)
Proceeds from Sale of investment	22,305.29	24,254.63
Proceeds from Sale of property, plant and equipment	2.65	4.92
Dividend income	4.41	0.57
Bank deposits / margin money withdrawn	-	28.61
Bank deposits / margin money (placed)	(275.06)	(20.00)
Loan given to subsidiary	-	(1,500.00)
Loan received back from subsidiary	-	1,500.00
Interest received	61.48	65.33
Net Cash Used in Investing Activities (B)	**(8,446.43)**	**(12,943.24)**

Particulars	For the year ended March 31, 2023 (₹in lakhs)	For the year ended March 31, 2022 (₹in lakhs)
C CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of lease liabilities	(518.83)	(476.34)
Dividend paid	(414.07)	(31.01)
Loan taken	300.00	7,600.00
Repayment of loan	(300.00)	(7,600.00)
Finance costs paid	(16.35)	(113.24)
Net Cash Used in Financing Activities (C)	**(949.25)**	**(620.59)**
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	**12.91**	**(6,304.79)**
Cash and Cash Equivalents at the beginning of the year	1,081.01	7,385.80
Cash and Cash Equivalents at the end of the year	**1,093.92**	**1,081.01**
Cash and Cash Equivalents Comprises of:		
Cash on hand	2.91	4.58
Balances with banks		
In current accounts	1,091.01	1,076.43
Total Cash and Cash Equivalents (Refer Note 4)	**1,093.92**	**1,081.01**

Notes:

1. The Standalone Statement of Cash Flows has been prepared under the Indirect method as set out in Ind AS 7 on Statement of Cash Flows notified under Section 133 of the Companies Act 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as amended).

2. Disclosure with regards to changes in liabilities arising from financing activities as set out in Ind AS 7 -Statement of cash flows is presented under note 17

The accompanying notes are an integral part of these Standalone Financial Statements.
In terms of our report of even date attached

For Deloitte Haskins & Sells
Chartered Accountants

Hardik Sutaria
Partner

Place : Ahmedabad
Date: May 24, 2023

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

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Chairman and Managing Director
DIN : 00239810

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DIN : 01480310

Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

Standalone Statement of Changes in Equity
for the year ended March 31, 2023

A. Equity share capital - Refer Note 20

(₹in lakhs)

Particulars	Amount
Balance as at April 01, 2021	**103.36**
Add: Issue of shares during the year	**-**
Add : Bonus Issue	1,963.84
Add : Split Share	-
Add : Conversion of Preference Shares	3.13
Balance as at March 31, 2022	**2,070.33**
Add: Issue of shares during the year	-
Balance as at March 31, 2023	**2,070.33**

B. Instrument entirely equity in nature - Refer Note 21

(₹in lakhs)

Particulars	Amount
Balance as at April 01, 2021	**0.16**
Add: Issue of shares during the year	**-**
Add : Bonus Issue	2.97
Add : Split Share	-
Less : Conversion in Equity Shares	(3.13)
Balance as at March 31, 2022	**-**
Add: Issue of shares during the year	-
Balance as at March 31, 2023	**-**

C. Other equity - Refer Note 22

(₹in lakhs)

Particulars	Reserves and Surplus			Total
	Securities Premium	General Reserves	Retained Earnings	
Balance as at April 01, 2021	**95.35**	**100.00**	**13,535.97**	**13,731.32**
Add: Net Profit for the year	-	-	5,866.45	5,866.45
Add/(Less): Remeasurement of the defined benefit plans (net of tax)	-	-	(10.45)	(10.45)
Total Comprehensive income/(loss) for the year	**-**	**-**	**5,856.00**	**5,856.00**
Less: Final dividend on Equity Shares	-	-	(31.01)	(31.01)
Less:Bonus shares issued during the year	-	-	(1,966.82)	(1,966.82)
(Less): Dividend @ 0.000001 % on Non-Cumulative Compulsory Convertible Preference Shares ('NCCCPS')	-	-	*-	*-
Balance as at March 31, 2022	**95.35**	**100.00**	**17,394.14**	**17,589.49**
Add: Net Profit for the year	-	-	7,415.01	7,415.01
Add/(Less): Remeasurement of the defined benefit plans (net of tax)	-	-	(13.93)	(13.93)
Total Comprehensive income/(loss) for the year	**-**	**-**	**7,401.08**	**7,401.08**
Less: Final dividend on Equity Shares	-	-	(414.07)	(414.07)
Balance as at March 31, 2023	**95.35**	**100.00**	**24,381.16**	**24,576.50**

*- Figure nullified in conversion of ₹ in Lakhs

The accompanying notes are an integral part of these Standalone Financial Statements.
In terms of our report of even date attached

For Deloitte Haskins & Sells
Chartered Accountants

Hardik Sutaria
Partner

Place : Ahmedabad
Date: May 24, 2023

For and on behalf of the Board of Directors of
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Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

Notes to the Standalone Financial Statements

for the year ended March,31 2023

1 Corporate information

Prudent Corporate Advisory Services Limited ("the Company") was incorporated on June 4, 2003 under the provisions of Companies Act, 1956 and is a Public Company domiciled in India. Its registered office is situated at Prudent House, Panjra Pole Cross Road, Nr. Polytechnic, Ambawadi, Ahmedabad, Gujarat, India. During the current financial year on May 20,2022, the Company concluded its Initial Public Offering ('IPO') through offer for sale of equity Shares by the existing shareholder and its equity shares are listed on recognised stock exchanges of India.

The Company is mainly engaged in business of advisory and distribution of various mutual funds existing in India. Apart from distributing mutual funds, the Company is also acting as agent/broker for real estate and distribution of other financial products like bonds, deposits, debentures, loan against securities, PMS Products, unlisted shares, AIFs, NPS, Structure Products, Liquiloan etc. The Company is also a stock broker and having membership of National Stock Exchange of India (NSE), Bombay Stock Exchange Limited (BSE) in cash segment and a depository participant with Central Depository Services (India) Limited (CDSL).

2 Basis of preparation and Presentation:

A Statement of Compliance:

The Standalone Financial Statements of Company comprise the Standalone Balance Sheet as at March 31, 2023, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flows and the Standalone Statement of Changes in Equity for the year ended March 31, 2023, and a summary of significant accounting policies and other explanatory information, (together referred to as the "Standalone Financial Statements").

The Standalone Financial Statements have been prepared in accordance with Indian Accounting Standards notified under Section 133 of the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, the provisions of the Companies Act, 2013 ("the Act") to the extent notified and other accounting principles generally accepted in India. These Financial Statements have been approved by the board of directors in its meeting held on May 24, 2023.

These Standalone Financial Statements have been prepared under historical cost convention on accrual basis except certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies. Historical cost is generally based on the fair value of consideration given in exchange for goods and services.

The accounting policies, as set out in the following paragraphs of this note, have been consistently applied, by the Company, to all the periods presented in the said standalone financial statements.

The preparation of the said standalone financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Company's accounting policies. The areas where estimates are significant to the standalone financial statements, or areas involving a higher degree of judgement or complexity, are disclosed in Note 2E.

The standalone financial statements are based on the classification provisions contained in Ind AS 1, 'Presentation of standalone financial statements' and Division III of Schedule III of the Act .

B Basis of Measurement

The Standalone Financial Statements have been prepared on accrual and going concern basis under the historical cost convention except for certain class of financial assets/ liabilities, and net liability for defined benefit plans that are measured at fair value. The accounting policies have been consistently applied by the Company unless otherwise stated.

C Functional and Presentation Currency

The Standalone Financial Statements have been prepared and presented in Indian Rupees (INR), which is also the Company's functional currency.

D Rounding off

All amounts disclosed in the Standalone Financial Statements and notes have been rounded off to the nearest Lakhs unless otherwise stated.

E Key accounting estimates and judgement:

The preparation of Standalone Financial Statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial period, are included in the following notes:

(i) Depreciation / amortisation and useful lives of property, plant and equipment / intangible assets :-

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates. (Refer note 3A, 3B & 45)

(ii) Measurement of defined benefit obligations

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. (Refer Note 35 (b)(vii)).

(iii) Recognition and measurement of provisions and contingencies

The Company recognises a provision if it is probable that an outflow of cash or other economic resources will be required to settle the provision. If an outflow is not probable, the item is treated as a contingent liability. Risks and uncertainties are taken into account in measuring a provision. (Refer Note 3J).

(iv) Recognition of deferred tax assets/liabilities

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies and future recoverability of deferred tax assets. (Refer Note 3I).

(v) Impairment of financial assets

The Company recognises loss allowances for expected credit losses on its financial assets measured at amortised cost. At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit- impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. (Refer Note 3E (2) (v))

(vi) Fair Value Measurement

Fair value is the price at the measurement date, at which an asset can be sold or paid to transfer a liability, in an orderly transaction between market participants. The Company's accounting policies require, measurement of certain financial / non-financial assets and liabilities at fair values (either on a recurring or non-recurring basis). Also, the fair values of financial instruments measured at amortised cost are required to be disclosed in the said Standalone Financial Statements.

The Company is required to classify the fair valuation method of the financial / non-financial assets and liabilities, either measured or disclosed at fair value in the Standalone Financial Statements, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurement). Accordingly, the Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The three levels of the fair-value-hierarchy are described below:

Level 1: Quoted (unadjusted) prices for identical assets or liabilities in active markets

Level 2: Significant inputs to the fair value measurement are directly or indirectly observable

Level 3: Significant inputs to the fair value measurement are unobservable.

(vii) Assessment of Business Combination

The management of the Company has assessed whether the said acquisition meets the definition of Business in accordance with Ind AS 103 Business Combination. In making such assessment, the management has exercised judgement while evaluating all the relevant facts and circumstances of the acquisition, including those related to inputs, substantive processes and outputs and concluded that the acquisition does not qualify as a Business

Notes to the Standalone Financial Statements

for the year ended March,31 2023

in accordance with Ind AS 103 as Company has only acquired customer folios and accordingly, the same has been accounted as acquisition of intangible assets under Ind AS 38. (Refer note - 45)

3 Summary of Significant Accounting Policies

A Property, Plant and Equipment

Items of property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost is inclusive of freight, duties, taxes or levies (net of recoverable taxes) and any directly attributable cost of bringing the assets to their working condition for intended use.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as “Capital work-in-progress”.

Items of Property, Plant and Equipment that have been retired from active use and are held for disposal are stated at the lower of their net carrying amount and net realisable value and are shown separately in theStandalone Financial Statements. Any write-down in this regard is recognised immediately in the Standalone Statement of Profit and Loss.

An item of Property, Plant and Equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising between sale proceeds and carrying value on derecognition is recognised in the Standalone Statement of Profit and Loss.

Depreciable amount for assets is the cost of an assets less its estimated residual value. Based on management's evaluation, useful life prescribed in Schedule II of the Act represent actual useful life of Property, Plant and Equipment. Accordingly, the Company has used useful lives as mentioned in Schedule II of the Companies Act 2013 to provide depreciation of different class of its Property, Plant and Equipment. The Company provides depreciation on reducing balance method as per the useful life mentioned in Schedule II of the Act. Any change in estimate is accounted on prospective basis.

The estimated useful lives of Property, Plant and Equipment are as follows :

Class of assets	Useful Life (in years)
Building	60 Years
Office Equipment	5 Years
Furniture and Fixtures	5 to 10 Years
Computer Equipment	3 to 6 Years
Vehicles	8 to 10 Years

Depreciation on addition is being provided on pro rata basis from the date of such additions. Depreciation on asset sold, discarded, disabled or demolished during the period is being provided up to the date in which such assets are sold, discarded, disabled or demolished.

B Intangibles assets

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Intangible assets are amortised on a straight line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at least at each financial period end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Standalone Statement of Profit and Loss.

The estimated useful lives of intangible assets are as follows :

Class of assets	Useful Life (in years)
Software	5 years
Customer Folios	10 years (Refer note - 45)

C Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of non-financial assets, other than inventories and deferred tax assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of such asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGUs, or otherwise they are allocated to the smallest group of CGUs for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Standalone Statement of Profit and Loss. Impairment loss recognised in respect of a CGU is allocated to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

Reversal of impairment losses recognised in earlier years is recorded when there is an indication that the impairment losses recognised for the asset/cash generating unit no longer exist or have decreased. However, the increase in carrying amount of an asset due to reversal of an impairment loss is recognised to the extent it does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognised for that asset/cash generating unit in earlier years. Reversal of impairment loss is directly recognised in the Standalone Statement of Profit and Loss.

D Borrowing Costs

"Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in the Standalone Statement of Profit and Loss in the period in which they are incurred.

E Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The financial instruments are recognised in the balance sheet when the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial instruments at initial recognition.

(1) *Initial Recognition and Measurements*

A financial asset and financial liability is initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in the Standalone Statement of Profit and Loss.

Where the fair value of a financial asset or financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Standalone Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Standalone Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial assets or financial liability.

Trade receivables that do not contain a significant financing component are measured at transaction price.

(2) *Subsequent Measurements*

(a) Financial Assets

For purposes of subsequent measurement, financial assets are classified based on assessment of business model in which they are held. This assessment is done for portfolio of the financial assets. The relevant categories are as below:

(i) 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 fair value through profit or loss (FVTPL):
- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding."

(ii) At fair value through Other comprehensive income (FVTOCI)
A financial asset is measured at FVTOCI 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 achieved by both collecting contractual cash flows and selling financial assets; and

- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding."

(iii) At fair value through profit and loss (FVTPL)
Financial assets which are not measured at amortised cost or OCI and are held for trading are measured at FVTPL. Fair value changes related to such financial assets are recognised in the Standalone Statement of Profit and Loss.

Based on the Company's business model, the Company has classified its securities held for trade and Investment in Mutual Funds at FVTPL.

(iv) Investment in Equity Instruments
Investment in Subsidiaries, Associates and Joint ventures are out of scope of Ind AS 109 and hence, the Company has accounted for its investment in Subsidiaries at cost.

All other equity investments in scope of Ind AS 109, are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For equity instruments other than held for trading, the Company has irrevocable option to present in Other Comprehensive Income subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Where the Company classifies equity instruments as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts of profit or loss from OCI to Standalone Statement of Profit and Loss, even on sale of investment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Standalone Statement of Profit and Loss.

(v) Impairment of Financial assets
The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition. If credit risk has not increased significantly, twelve month ECL is used to provide for impairment loss, otherwise lifetime ECL is used.

However, only in case of trade receivables, the Company applies the simplified approach which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Expected credit losses rate the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate. The Company estimates cash flows by considering all contractual terms of the financial instrument through the expected life of that financial instrument.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

(vi) Derecognition of Financial Assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset 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 ownership and does not retain control of the financial asset.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the Standalone Statement of Profit and Loss if such gain or loss would have otherwise been recognised in the Standalone Statement of Profit and Loss on disposal of that financial asset.

(b) Financial Liabilities

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method or at FVTPL.

(i) At amortised cost:

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Standalone Statement of Profit and Loss.

Trade and other payables are recognised at the transaction cost, which is its fair value, and subsequently measured at amortised cost.

(ii) At Fair Value through Profit and Loss:

A financial liability may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability whose performance is evaluated on a fair value basis, in accordance with the Company's documented risk management."

Fair value changes related to such financial liabilities are recognised in the Standalone Statement of Profit and Loss.

(iii) Derecognition of Financial Liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Standalone Statement of Profit and Loss.

(iv) Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are offset when the Company has a legally enforceable right (not contingent on future events) to off-set the recognised amounts either to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

(3) *Equity instruments*

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

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument as per the relevant standards.

Ordinary shares are classified as Equity when the Company has an un-conditional right to avoid delivery of cash or another financial asset, that is, when the dividend and repayment of capital are at the sole and absolute discretion of the Company and there is no contractual obligation whatsoever to that effect.

(4) *Derivative Financial Instruments*

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value at the end of each reporting period. The resulting gain or loss is recognised in Standalone Statement of Profit and Loss immediately.

F Foreign currency transactions

Foreign currency transactions are recorded at the rates of exchange prevailing on the date of the transactions. Monetary assets and liabilities outstanding at the period-end are translated at the rate of exchange prevailing at the period-end and the gain or loss, is recognised in the Standalone Statement of Profit and Loss.

Foreign currency monetary items (other than derivative contracts) of the Company, outstanding at the Balance Sheet date are restated at the period-end rates. Non-monetary items of the Company are carried at historical cost.

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Company are recognised as income or expense in the Standalone Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

G Revenue Recognition

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers.

The Company recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met."

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation."

Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation

Revenue from contracts with customers is recognised when control of the services are transferred to the customer which can be either at a point in time or over time, at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those services.

Revenue recognized are exclusive of goods and service tax, stamp duties and other levies by Security Exchange Board of India (SEBI) and exchanges.

The Company recognises revenue from the following major sources:

(i) Commission and Fees Income from distribution of financial products (i.e. Mutual Funds, Bonds, Fixed Deposits, Non-convertible Debentures, Portfolio Management Services, AIF etc.)

(ii) Commission Income from Sale of Properties

Commission and Fees Income relating to Distribution of Financial Products: Fees on distribution services are recognized at a point in time when the service obligations are completed and when the terms of contracts are fulfilled.

Commission Income from Sale of Properties: Brokerage income from sale of non-financial properties is recognised at the point the sale when the performance obligation which gives rise to the commission income is satisfied and when the right to receive the income is established. The date of the agreement is considered as point in time when the performance obligation is satisfied.

Interest Income

Interest income on financial assets is recognised using the Effective Interest Rate (EIR) method. 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.

Dividend Income

Dividend income is recognised when the right to receive payment of the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of the dividend can be measured reliably.

H Employees Benefit

Employee benefits include short term employee benefits, provident fund, employee's state insurance, gratuity and compensated absences.

Short term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

Defined Contribution Plan

The Company's contribution to Provident Fund and Employee State Insurance Scheme are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees. The Company does not carry any further obligations, apart from the contributions made on a monthly basis.

Defined Benefit Plan

"The Company provides for the gratuity, a defined benefit plan (the ""Gratuity Plan"") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The Company contributes Gratuity liabilities to the Prudent Corporate Advisory Services Limited Employee Group Gratuity Fund (the Trust). Trustees administer contributions made to the Trusts and contributions are invested in Insurer Managed Funds. Net Obligation is recognised as asset/liability.
Re-measurements of the net defined benefit liability comprising actuarial gains and losses (excluding amounts included in net interest on the net defined benefit liability) and, are recognized in Other Comprehensive Income. Such re-measurements are not reclassified to the Standalone Statement of Profit and Loss in the subsequent year. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income."

Long-term employee benefits

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the period are treated as other long term employee benefits and is unfunded. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of the each period. Actuarial losses/ gains are recognised in the Standalone Statement of Profit and Loss in the period in which they arise.

I Current and deferred tax

Tax on Income comprises current and deferred tax..

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the reporting period in accordance with the Income-tax Act, 1961 enacted in India and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantially enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities in Standalone Financial Statements and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantially enacted as on reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is also recognised in respect of carried forward tax losses and tax credits subject to the assessment of reasonable certainty of recovery. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

Deferred tax relating to items recognised outside the standalone Statement of Profit and Loss is recognised outside with the underlying items i.e. either in the statement of other comprehensive income or directly in equity as relevant.

J Provisions and contingent liabilities:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Standalone Statement of Profit and Loss net of any reimbursement. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Contingent liabilities are not recognised but are disclosed in the notes. Contingent assets are not recognised but are disclosed in the notes where an inflow of economic benefits is probable.

K Leases: Right-of-use assets and Lease liabilities

i) *Leases*

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

The Company as a lessee

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

i) *Right-of-use assets*

The Company recognises right-of-use assets (“RoU 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 (i) 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 (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

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

The Company applies the short-term lease recognition exemption to its short-term leases (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 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."

The Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned"

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

L Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. Cash and cash equivalents for the purpose of Statement of Cash Flow comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less.

M Earning per share

Basic earnings per share is computed by dividing the profit / (loss) for the period attributable to equity share holder by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit/(loss) for the period attributable to Equity Share holders and the weighted average number of shares outstanding during the period are adjusted for effects of all dilutive portential equity shares.

N Dividend on Ordinary Shares

The Company recognizes a liability to make cash to equity holders of the Company when the distribution is authorized and the distribution is no longer at the discretion of the Company. As per the Act, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

O Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results

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are regularly reviewed by the company's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108 - Operating Segments, the CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

P Cash flow statement

Cash flows are reported using the indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular operating, investing and financing activities of the Company are segregated based upon the available information.

Q Contract balances

Trade Receivables : A receivable represents the Company's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration due.

Contract Liability : A contract liability is the obligation to transfer goods and services to the customer for which the Company has received the consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognized as revenue when the Company performs obligations under the contract. The same is disclosed as "Advance from customers" under Other non-financial liabilities.

4 Cash and Cash equivalents

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(measured at amortised cost)		
Cash on Hand	2.91	4.58
Balance with Banks:		
- In current accounts	1,091.01	1,076.43
Total	**1,093.92**	**1,081.01**

5 Bank Balances other than cash and cash equivalents

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(measured at amortised cost)		
Deposits held as Margin Money*	20.00	20.00
Bank Deposits with remaining maturities more than 3 months but less less than 12 months **	286.69	-
Interest accrued but not due on Bank Deposits	0.13	0.14
Earmarked balances with bank (unpaid dividend account)	0.07	-
Total	**306.89**	**20.14**

*Deposits under lien amounting to Rs 20 Lakhs with Pension Fund Regulatory and Development Authority.

** Fixed deposit was marked lien in favour of Bank for utilisation of non fund credit facility.

6 Securities for trade

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Quoted - measured at Fair value through profit and loss		
Bonds*	709.24	768.40
Equity Shares**	-	34.34
Unquoted - measured at Fair value through profit and loss		
Bonds*	17.69	6.42
Equity Share**	39.00	80.35
Preference Share***	-	150.00
Total	**765.93**	**1,039.51**

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*** Details of Bonds - Securities held for trade**

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Number of Bonds	FV per Bond (in ₹)	Value (₹in lakhs)	Number of Bonds	FV per Bond (in ₹)	Value (₹in lakhs)
Quoted Bonds						
Bank of Maharashtra 2025@7.75%	4	1,000,000	39.79	4	1,000,000	40.60
Ghazibad Nagar Nigam 2026@8.10%	1	142,900	1.46	37	142,900	53.99
India Grid Trust 2031@8.20%	1,125	1,000	14.27	3,839	1,000	42.33
Punjab National Bond 2025 @ 9.15%	-	-	-	4	1,000,000	41.20
State Bank of India 2025@7.74%	-	-	-	8	1,000,000	80.65
Union Bank Ltd Bond 2026@9.50%	-	-	-	3	1,000,000	31.89
ECL Finance Limited 2028@9.85%	350	1,000	3.47	509	1,000	4.91
IIFL Finance Ltd 2028@10%	-	-	-	5	1,000	0.05
Piramal Capital and Housing Finance Ltd 2031@6.75%	7,646	950	60.23	2,650	975	21.41
UPPCL 2025 @ 10.15%	-	-	-	1	1,000,000	10.65
Asirvad Microfinance Ltd 2024	-	-	-	3	1,000,000	31.44
Belstar Microfinance Limited NCD 2024	-	-	-	1	1,000,000	10.03
BOB Perp Bond 2025 @ 8.50%	-	-	-	8	1,000,000	82.28
Edelweiss Financial Services Ltd 2023@11%	-	-	-	2	1,000,000	19.90
HDFC 2031@7.10%	-	-	-	1	1,000,000	9.96
Housing Development Finance Co Ltd 2031@7.05%	-	-	-	10	1,000,000	99.17
Mahindra and Mahindra Financial Ser Ltd 2031@7.45%	-	-	-	2	1,000,000	20.00
Muthoot finance ltd bond 2027@10.26%	-	-	-	51	100,000	52.53
Nabard Tax Free Bond 2026@7.29%	600	1,000	6.30	600	1,000	6.52
Rajasthan Rajya Vidyut Prasaran Nigam Ltd 2024	-	-	-	1	500,000	4.33
Rajasthan Rajya Vidyut Prasaran Nigam Ltd 2026	-	-	-	4	500,000	13.84
Tata Capital Housing Finance Ltd 2032@7.50%	2	1,000,000	19.49	9	1,000,000	90.72
Mahindra & Mahindra Financial Ser Ltd 2027@8%	1,300	1,000	12.94	-	-	-
Edelweiss Housing Finance Ltd 2026@10%	163	1,000	1.68	-	-	-
Andra Pradesh State Beverages Cor Ltd 2030 @ 9.62%	2	1,000,000	20.00	-	-	-
Andra Pradesh State Beverages Cor Ltd 2031@9.62%	1	1,000,000	10.12	-	-	-
GOI 2027 @ 7.38%	19,500	100	20.28	-	-	-
GOI 2032 @ 6.54%	20,000	100	19.03	-	-	-
Edelweiss Housing Finance Ltd 2025@8.70%	72	1,000	0.72	-	-	-
Aditya Birla Finance Ltd 2026@7.95%	7	1,000,000	69.99	-	-	-
GA SDL 2029 @ 7.22%	4,000	100	4.02	-	-	-
Gujarat SDL 2032 @ 7.77%	30,000	100	30.90	-	-	-
Andhra Pradesh State Beverages Corp Ltd 2024@9.62%	2	1,000,000	20.01	-	-	-
Andra Pradesh State Beverages Cor Ltd 2029@9.62%	2	1,000,000	20.13	-	-	-

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Number of Bonds	FV per Bond (in ₹)	Value (₹in lakhs)	Number of Bonds	FV per Bond (in ₹)	Value (₹in lakhs)
Andhra Pradesh State Beverages 2025@9.62%	1	1,000,000	9.98	-	-	-
Andra Pradesh State Beverages Cor Ltd 2027@9.62%	1	1,000,000	10.00	-	-	-
Andra Pradesh State Beverages Cor Ltd 2028@9.62%	1	1,000,000	9.99	-	-	-
APSBCL 2032@9.62% 310522	1	1,000,000	10.00	-	-	-
Canfin Homes Ltd 2026@8.45%	3	100,000	3.00	-	-	-
Edelweiss Housing Finance Ltd 2033@10%	3,500	1,000	34.82	-	-	-
Housing Development Finance Co Ltd 2033@7.97%	38	100,000	38.07	-	-	-
SGS 2033 @ 7.64%	60,000	100	60.05	-	-	-
SGS 2033 @ 7.66%	20,000	100	20.03	-	-	-
SGS 2033 @ 7.67%	40,000	100	40.08	-	-	-
SGS 2033 @ 7.72%	20,000	100	20.05	-	-	-
SGS 2036 @ 7.64%	30,000	100	30.02	-	-	-
Tata Capital Housing Finance Ltd 2026@6.50%	4	1,000,000	38.32	-	-	-
SGS 2033 @ 7.67% Assam	10,000	100	10.00	-	-	-
Total			**709.24**			**768.40**
Unquoted Bonds						
Muthoot finance ltd bond 2031@8%	1,740	1,000	17.69	600	1,000	6.42
Total			**17.69**			**6.42**
Total			**726.93**			**774.82**

**** Details of Equity Shares - Securities held for trade**

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Number of shares	FV per share (in ₹)	Value (₹in lakhs)	Number of shares	FV per share (in ₹)	Value (₹in lakhs)
Quoted Shares						
Nazara Technology Limited	-	-	-	2,000	4	32.75
Suryoday Small Finance Bank Limited	-	-	-	1,810	10	1.59
Total			**-**			**34.34**
Unquoted Shares						
Chennai Super Kings Cricket Limited	-	-	-	290	0.1	0.60
Cochin International Airport Limited	3	10	0.01	3	10	0.01
Fino Paytech Limited	11,130	10	16.69	10,330	10	19.11
HDFC Securities Limited	-	-	-	35	10	5.60
Kurlon Enterprises Limited	4	5	0.02	4	5	0.03
Maharashtra Knowledge Corporation Limited	-	-	-	50	10	0.20
Merino Industries Limited	-	-	-	250	10	8.25
Reliance Retail Limited	990	10	22.28	990	10	33.66
Sterlite Power Transmission Limited	-	-	-	800	2	7.60
Tata Technologies Limited	-	-	-	80	10	4.70
Utkarsh CoreInvest Limited	-	-	-	360	10	0.59
Total			**39.00**			**80.35**

(#)- Figure nullified in conversion of Rs. in Lakhs

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***** Details of Preference Shares - Securities held for trade**

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Number of shares	FV per share (in ₹)	Value (₹in lakhs)	Number of shares	FV per share (in ₹)	Value (₹in lakhs)
Quoted Shares						
Tata Capital Limited 2024@7.15%	-	-	-	5,000	1,000	50.00
Tata Capital Limited 2024@7.50%	-	-	-	10,000	1,000	100.00
Total			**-**			**150.00**

7 Trade receivables

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(measured at amortised cost)		
Unsecured, considered good:		
Receivable from Clients/Customers	5,710.02	4,319.41
Receivable from Exchanges	7.53	16.97
Total	**5,717.55**	**4,336.38**

(a) Carrying value of trade receivables may be affected by the changes in credit risk of the counterparties as explained in Note 34.

(b) No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person. Also, no trade receivables are due from firms or private companies in which any director is a partner, member or director.

(c) The Company has duly provided its services and fulfilled the performance obligations for the month of March 2023 in March 2023 and for March 2022 in March 2022 itself, but as a part of its routine procedure, the Company has raised the invoices subsequent to the month. Since, the company has an unconditional right to consideration and only the act of billing has been deferred, the same has been classified as Trade Receivable. This has been duly reflected as unbilled in the trade receivable ageing.

Trade receivable as at March 31, 2023

(₹in lakhs)

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled	Not due	Less than 6 Months	6 Months - 1 year	1 - 2 Year	2 -3 year	More than 3 years	
(I) Undisputed Trade Receivable - Considered good	40.14	15.45	5,631.33	30.62	0.01	-	-	5,717.55
Total	**40.14**	**15.45**	**5,631.33**	**30.62**	**0.01**	**-**	**-**	**5,717.55**

Trade receivable as at March 31, 2022

(₹in lakhs)

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled	Not due	Less than 6 Months	6 Months - 1 year	1 - 2 Year	2 -3 year	More than 3 years	
(I) Undisputed Trade Receivable - Considered good	-	66.53	4269.85	*-	-	-	-	4,336.38
Total	**-**	**66.53**	**4269.85**	***-**	**-**	**-**	**-**	**4,336.38**

*- Figure nullified in conversion of ₹ in Lakhs

8 Loans

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good unless otherwise stated)		
(measured at amortised cost)		
Loans to Employees	68.27	42.16
Total	**68.27**	**42.16**

9 Investments

(i) Investments in Preference Shares

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Face Value (₹)	No. of Shares / Units	Amount (₹ in lakhs)	Face Value (₹)	No. of Shares / Units	Amount (₹ in lakhs)
(Quoted - measured at amortised cost)						
IL&FS Limited						
2021 Non Convertible Redeemable Preference Shares @ 16.06%	7,500	760	95.00	7,500	760	95.00
Less: Impairment Allowances			(95.00)			(95.00)
2021 Non Convertible Redeemable Preference shares @ 15.99%	7,500	40	5.00	7,500	40	5.00
Less: Impairment Allowances			(5.00)			(5.00)
Total			-			-

(ii) Investments in Bonds

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Face Value (₹)	No. of Bonds	Amount (₹ in lakhs)	Face Value (₹)	No. of Bonds	Amount (₹ in lakhs)
(Quoted - measured at amortised cost)						
IIFCL Bond 2029 @ 8.73%	1,000	670	7.92	1,000	670	7.92
A K Capital Finance Ltd MLD 2024	1,000,000	5	49.88			-
Total			**57.80**			**7.92**

(iii) Investments in Equity Shares

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Face Value (₹)	No. of Shares	Amount (₹ in lakhs)	Face Value (₹)	No. of Shares	Amount (₹ in lakhs)
(Quoted - measured at Fair value through profit and loss)						
HEC Infra Projects Limited	10	36,000	10.46	10	36,000	12.55
Maheshwari Logistics Limited	10	12,000	9.56	10	12,000	12.50
Reliance Nippon Life Asset Management Limited	10	1,514	3.18	10	1,514	5.27
Wealth First Portfolio Managers Limited	10	5,000	14.23	10	5,000	13.61
Total			**37.43**			**43.93**

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for the year ended March,31 2023

(iv) Investments in Mutual Funds

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Face Value (₹)	No. of Units	Amount (₹ in lakhs)	Face Value (₹)	No. of Units	Amount (₹ in lakhs)
(Unquoted - measured at Fair value through profit and loss)						
Axis Ultra Short Term Fund	-	31,385,780	3,976.86	-	-	-
ICICI Prudential Bluechip Fund Growth	-	106,025	71.60	-	33,554	22.00
Mirae Asset Large Cap Fund Growth Plan	-	89,051	68.26	-	26,921	20.84
Nippon India Multi Cap Fund-Growth Plan Growth Option	-	45,599	74.28	-	15,034	22.75
SBI Focused Equity Fund Regular Plan Growth	-	30,921	67.31	-	9,091	21.23
Nippon India Ultra Short Duration Fund	-	112,442	3,880.72	-	-	-
Total			**8,139.03**			**86.82**

(v) Others

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Face Value (₹)	No. of Shares	Amount (₹ in lakhs)	Face Value (₹)	No. of Shares	Amount (₹ in lakhs)
(Unquoted - measured at Cost)						
Investment in Equity shares of Subsidiary Company						
Prudent Broking Services Private Limited	10	1,091,100	1,935.57	10	1,091,100	1,935.57
Prutech Financial Services Private Limited	10	100,000	39.14	10	100,000	39.14
Gennext Insurance Brokers Private Limited	10	870,000	226.55	10	870,000	226.55
Total			**2,201.26**			**2,201.26**
Total (i) + (ii) + (iii) + (iv)+ (v)			**10,435.52**			**2,339.93**
Aggregate amount of Quoted Investments			95.23			51.85
Market value of Quoted Investments			95.23			52.18
Aggregate amount of Unquoted Investments			10,340.29			2288.08

10 Other financial assets

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good unless otherwise stated)		
(measured at amortised cost)		
Deposits with Exchange*	510.36	165.75
Interest accrued on deposits with exchange	3.84	2.49
Deposits for Leased premises	201.22	180.07
Margin with Exchange	211.00	10.00
Proposed IPO Expense Recoverable (Refer note : 36)	-	459.44
Total	**926.42**	**817.75**

* The above fixed deposits are under lien amounting to ₹ 244.59 Lakhs and 165.75 Lakhs in March 31, 2023 and March 31, 2022 respectively with stock exchange as security deposit and minimum base capital requirements.

11 Property, Plant and Equipment

(₹in lakhs)

Particulars	Freehold Land *	Building *	Office Equipment	Furniture and Fixtures	Computer Equipment	Vehicles	Total
Gross Block							
Deemed Cost							
As at April 01, 2021	**402.71**	**678.60**	**166.39**	**316.23**	**316.56**	**109.18**	**1,989.67**
Additions during the year	-	-	21.99	38.51	70.90	-	131.40
Disposals/ Adjustments during the year	-	-	1.76	1.12	0.80	5.25	8.93
As at March 31, 2022	**402.71**	**678.60**	**186.62**	**353.62**	**386.66**	**103.93**	**2,112.14**
Additions during the year	-	-	25.91	18.22	81.24	-	125.37
Disposals/ Adjustments during the year	-	-	(6.11)	(17.70)	(66.75)	-	(90.56)
As at March 31, 2023	**402.71**	**678.60**	**206.42**	**354.14**	**401.16**	**103.93**	**2,146.96**
Accumulated Depreciation							
As at April 01, 2021	**-**	**65.53**	**74.72**	**124.92**	**179.02**	**57.46**	**501.65**
Additions during the year	-	31.48	33.30	54.20	87.26	16.44	222.68
Disposals/ Adjustments during the year	-	-	1.34	0.93	0.35	4.20	6.82
As at March 31, 2022	**-**	**97.01**	**106.68**	**178.19**	**265.93**	**69.70**	**717.51**
Additions during the year	-	28.89	31.37	47.25	88.48	10.44	206.43
Disposals/ Adjustments during the year	-	-	(5.07)	(11.88)	(65.85)	-	(82.79)
As at March 31, 2023	**-**	**125.90**	**132.98**	**213.56**	**288.57**	**80.14**	**841.15**
Net Carrying Value as at March 31, 2023	**402.71**	**552.70**	**73.44**	**140.58**	**112.59**	**23.79**	**1,305.81**
Net Carrying Value as at March 31, 2022	**402.71**	**581.59**	**79.94**	**175.43**	**120.73**	**34.23**	**1,394.63**

1. Building given on Operating Lease

(₹in lakhs)

Particulars		Gross Block	Accumulated Depreciation	Net Block
Building	**March 31, 2023**	**89.39**	**16.18**	**73.21**
	March 31, 2022	**89.39**	**12.44**	**76.95**

* The title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipments are held in the name of the Company as at the balance sheet date.

12 Right-of-use-assets

(₹in lakhs)

Particulars	Carrying Amount as at April 1, 2022	Additions during the year	Deletion during the year	Amortisation during the year	Carrying Amount as at March 31, 2023
Office Premises	**917.65**	827.03	(82.36)	(460.93)	**1,201.39**
Particulars	**Carrying Amount as at April 01, 2021**	**Additions during the year**	**Deletion during the year**	**Amortisation during the year**	**Carrying Amount as at March 31, 2022**
Office Premises	**762.03**	784.88	(202.68)	(426.58)	**917.65**

The Company has leases for the office premises. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected in the Balance Sheet as a right-of-use asset and a lease liability.

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13 Intangible Assets

(₹in lakhs)

Particulars	Computer Software	Customer Folios (Refer note - 3B & 45)	Total
Gross Block			
Deemed Cost			
As at April 01, 2021	**72.05**	-	**72.05**
Additions during the year	5.02	15,100.00	**15,105.02**
Disposals/ Adjustments during the year	3.16	-	**3.16**
As at March 31, 2022	**73.91**	**15,100.00**	**15,173.91**
Additions during the year	3.21	226.23	**229.44**
Disposals/ Adjustments during the year	-	-	**-**
As at March 31, 2023	**77.12**	**15,326.23**	**15,403.35**
Accumulated Depreciation and Amortisation			
As at April 01, 2021	**38.47**	**-**	**38.47**
Additions during the year	11.08	517.12	**528.20**
Disposals/ Adjustments during the year	-	-	**-**
As at March 31, 2022	**49.55**	**517.12**	**566.67**
Additions during the year	11.17	1,521.28	**1,532.45**
Disposals/ Adjustments during the year	-	-	**-**
As at March 31, 2023	**60.72**	**2,038.40**	**2,099.12**
Net Carrying Value as at March 31, 2023	**16.40**	**13,287.83**	**13,304.23**
Net Carrying Value as at March 31, 2022	**24.36**	**14,582.88**	**14,607.24**

14 Other non-financial assets

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Advances to suppliers	595.44	314.11
Prepaid expenses	159.15	127.54
Other Receivable	0.24	6.53
Total	**754.83**	**448.18**

15 Trade payables

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(at amortised cost)		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		
-Payable to Vendors	5,011.23	4,231.93
-Payable to Clients	139.54	225.41
-Payable to Exchanges	2.45	19.14
Total	**5,153.22**	**4,476.48**

Details of dues to Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006. This information has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by auditors.

The amounts remaining unpaid:

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
1. Principal Amount	-	-
2. Interest Amount	-	-
The amounts of interest paid by the buyer in terms of section 16 of the 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 accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	-	-

Trade payables as at March 31, 2023

(₹in lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 Year	1 - 2 Year	2 -3 year	More than 3 years	
(I) MSME	-	-	-	-	-	-	-
(II) Others	730.45	15.31	4,406.75	0.71	-	-	5,153.22
(III) Disputed dues - MSME	-	-	-	-	-	-	-
(IV) Disputed dues - others	-	-	-	-	-	-	-
Total	**730.45**	**15.31**	**4,406.75**	**0.71**	**-**	**-**	**5,153.22**

Trade payables as at March 31, 2022

(₹in lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 Year	1 - 2 Year	2 -3 year	More than 3 years	
(I) MSME	-	-	-	-	-	-	-
(II) Others	571.58	66.22	3,838.62	0.06	-	-	4,476.48
(III) Disputed dues - MSME	-	-	-	-	-	-	-
(IV) Disputed dues - others	-	-	-	-	-	-	-
Total	**571.58**	**66.22**	**3,838.62**	**0.06**	**-**	**-**	**4,476.48**

16 Lease Liabilities

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(at amortised cost)		
Opening Balance	**963.86**	**817.49**
Additions	800.23	757.93
Finance Costs	106.01	83.34
Cancellation of lease	(97.56)	(218.56)
Lease Payments	(518.83)	(476.34)
Total	**1,253.71**	**963.86**

Lease payments not recognised as a liability

The Company has elected not to recognise a lease liability for short term leases (leases with an expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognised as lease liabilities and are expensed as incurred.

The expense relating to payment not included in the measurement of the lease liability mainly pertains to the short term leases.

Future minimum lease payments under leases together with the present value of the net minimum lease payments are as follows.

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Minimum Lease Payments	Finance charge allocated to future periods	Present Value of MLP	Minimum Lease Payments	Finance charge allocated to future periods	Present Value of MLP
Within 1 year	494.87	93.02	401.85	418.83	67.74	351.09
1 to 5 Years	963.32	111.46	851.86	678.72	65.95	612.77
More than 5 Years	-	-	-	-	-	-
Total minimum lease payments	**1,458.19**	**204.48**	**1,253.71**	**1,097.55**	**133.69**	**963.86**
Less: Amounts representing finance charges	(204.48)	-	-	(133.69)	-	-
Present value of minimum lease payments	**1,253.71**		**1,253.71**	**963.86**		**963.86**

17 Other financial liabilities

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(at amortised cost)		
Security deposits received	0.77	7.72
Unpaid dividends	0.07	-
Other payable	-	0.10
Total	**0.84**	**7.82**

Disclosure with regards to changes in liabilities arising from financing activities - Ind AS 7 Statement of Cash Flows

Disclosure of changes in liabilities arising from financing activities, including changes arising from cash flows and non-cash changes is as under :

(₹in lakhs)

Particulars	Dividend	Borrowings & Interest Accrued but not due	Lease Liabilities	Total
As at April 1, 2021	**-**	**-**	**817.49**	**817.49**
Addition during the year	-	-	757.93	757.93
Charged to Profit and Loss	-	113.24	83.34	196.58
Adjustment / (Deletion)	-	-	(218.56)	(218.56)
Dividend recognised during the year	31.01	-	-	31.01
Cash flow movement	(31.01)	(113.24)	(476.34)	(620.59)
As at March 31, 2022	**-**	**-**	**963.86**	**963.86**
Addition during the year	-	-	800.23	800.23
Charged to Profit and Loss	-	16.35	106.01	122.36
Adjustment / (Deletion)	-	-	(97.56)	(97.56)
Dividend recognised during the year	414.07	-	-	414.07
Cash flow movement	(414.07)	(16.35)	(518.83)	(949.25)
As at March 31, 2023	**-**	**-**	**1,253.71**	**1,253.71**

18 Provisions

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for gratuity (Refer Note 35)	271.27	284.99
Provision for compensated absences (Unfunded)	169.65	147.56
Total	**440.92**	**432.55**

19 Other non-financial liabilities

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Advance received from customers (Contract liabilities)	0.18	20.29
Statutory dues	1,719.25	1,423.88
Total	**1,719.43**	**1,444.17**

20 Equity Share capital

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
4,80,00,000 Equity shares of ₹5/- each (March 31, 2022: 4,80,00,000 Equity shares of ₹ 5/- each)	2,400.00	2,400.00
	2,400.00	**2,400.00**
Issued, subscribed and fully paid up		
4,14,06,680 Equity shares of Rs. 5/- each fully paid-up (March 31, 2022: 4,14,06,680 Equity shares of Rs. 5/- each fully paid-up)	2,070.33	2,070.33
Total issued, subscribed and fully paid-up share capital	**2,070.33**	**2,070.33**

(i) Reconciliation of number of shares

(₹in lakhs)

Equity Shares	Number of Shares	Amount
Balance as at April 01, 2021	**1,033,600**	**103.36**
Add : Issue during the year	-	-
Add : Bonus Shares Issued during the year*	19,638,400	1,963.84
Add : Split Share*	20,672,000	-
Add : Conversion of NCCCPS (Refer Note -21(i))	62,680	3.13
Balance as at March 31, 2022	**41,406,680**	**2,070.33**
Add : Issue during the year	-	-
Balance as at March 31, 2023	**41,406,680**	**2,070.33**

*Pursuant to the Board resolution dated, July 22, 2021 and Shareholders' resolution dated July 23, 2021, the Company has issued 19 bonus shares of face value ₹ 10 each for every 1 existing fully paid up equity share of face value ₹ 10 each and accordingly 1,96,38,400 bonus shares were issued, which were allotted on August 3, 2021 (the "Bonus Issue"). Further, each equity share of face value of ₹ 10 each of the Company has been split into two equity shares of face value of INR ₹ 5 each (the "Split") by capitalizing the Retained earnings of our Company.

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(ii) Rights, preferences and restrictions attached to Equity shares

The Company has only one class of equity shares having a par value of ₹ 5/- per share. Each shareholder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shareholders holding more than 5% of the aggregate shares in the Company

Equity Shares	As at March 31, 2023	
	Number of Shares	% Holding
Sanjay R Shah	17,952,250	43.36%
Wagner Ltd.	9,967,299	24.07%
Maitry Shah	2,760,000	6.67%
Sakhi Shah	2,760,000	6.67%

Equity Shares	As at March 31, 2022	
	Number of Shares	% Holding
Sanjay R Shah	17,952,250	43.36%
Wagner Ltd.	16,562,680	40.00%
Maitry Shah	2,760,000	6.67%
Sakhi Shah	2,760,000	6.67%

(iv) Details of shareholding of Promoters as at March 31, 2023 and at March 31, 2022

Promoter Name	As at March 31, 2023		% change during the year
	Number of Shares	% total shares	
Sanjay R Shah	17,952,250	43.36%	0.00%

Promoter Name	As at March 31, 2022		% change during the year
	Number of Shares	% total shares	
Sanjay R Shah	17,952,250	43.36%	-0.07%

21 Instrument entirely equity in nature

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
20,00,000 Preference shares of ₹5/- each	100.00	100.00
(March 31, 2022: 20,00,000 Preference shares of ₹ 5/- each)		
	100.00	**100.00**
Issued, subscribed and fully paid up		
Nil Non-Cumulative Compulsory Convertible Preference Shares (NCCCPS) of ₹ 5/- each fully paid-up	-	-
(March 31, 2022: Nil Non-Cumulative Compulsory Convertible Preference Shares (NCCCPS) of Rs. 5/- each fully paid-up)		
	-	-

(i) Reconciliation of number of shares

Preference shares	Number of Shares	Amount
Balance as at April 01, 2021	**1,567**	**0.16**
Add : Bonus Shares Issued during the year #	29,773	2.97
Add : Split Share #	**31,340**	**-**
Less : Conversion in Equity Shares**	(62,680)	(3.13)
Balance as at March 31, 2022	-	-
Add : Issue during the year		
Balance as at March 31, 2023	**-**	**-**

For the period of 5 years immediately preceding March 31,2023

Pursuant to the Board resolution dated, July 22, 2021 and Shareholders' resolution dated July 23, 2021, the Company has issued 19 bonus shares of face value ₹ 10 each for every 1 existing fully paid up preference share of face value ₹ 10 each and accordingly 29,773 bonus shares were issued, which were allotted on August 3, 2021 (the "Bonus Issue") by capitalizing the Retained earnings of our Company. Further, each preference share of face value of ₹ 10 each of the Company has been split into two preference shares of face value of INR ₹ 5 each (the "Split").

** The Company had allotted 62,680 Equity Shares of ₹ 5 each to Wagner Limited as fully paid up pursuant to conversion of Non Cummulative Compulsory Convertible Preference Shares. In accordance with the terms of the shareholders' agreement, the NCCCPS were converted into Equity Shares in the ratio of 1:1 without payment of any additional conversion price. Accordingly, no additional consideration was paid by Wagner Limited at the time of conversion of the NCCCPS into Equity Shares.

(ii) Rights, preferences and restrictions attached to Preference shares

The Company had outstanding Nil - 0.000001 % Non-Cumulative Compulsory Convertible Preference Shares ('NCCCPS') of ₹ 10 each issued at a premium of ₹ 6,027.68 per share. Each holder of preference shares has a right to vote only on resolutions placed before the Company which directly affects the right attached to preference shareholders. The Preference shares have been converted into Equity Shares in the ratio of 1:1 after bonus and split on November 30, 2021.

22 Other equity **(₹in lakhs)**

	As at March 31, 2023	As at March 31, 2022
(a) Securities Premium		
Balance as at beginning of the year	**95.35**	**95.35**
Add: Amount received during the year	-	-
Balance as at end of the year	**95.35**	**95.35**
(b) General Reserves		
Balance as at beginning of the year	**100.00**	**100.00**
Add: Additions during the year	-	-
Balance as at end of the year	**100.00**	**100.00**
(c) Retained Earnings		
Balance as at beginning of the year	**17,394.14**	**13,535.97**
Add : Net Profit / (Loss) for the year	7,415.01	5,866.45
Add/(Less) : Remeasurement of the defined benefit plans (net of tax)	(13.93)	(10.45)
Less:Utilised for issue of Bonus Shares	-	(1,966.82)
Less: Final dividend on Equity Shares	(414.07)	(31.01)
Balance as at end of the year	**24,381.15**	**17,394.14**
Total	**24,576.50**	**17,589.49**

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Distribution made and proposed (₹in lakhs)

PARTICULARS	As at March 31, 2023	As at March 31, 2022
Cash Dividend on Equity Share declared and paid		
Final Dividend for the year ended March 31, 2022 (₹ 1/- per Share) and March 31, 2021 (₹ 3 per share)	414.07	31.01
Interim dividend on Equity Shares paid during the year	-	-
Dividend tax on Final dividend paid during the year	-	-
	414.07	**31.01**
Proposed Dividend on Equity Shares		
Final Dividend for the year ended March 31, 2023 proposed in the board meeting held on May 24, 2023 at ₹1.5/- per Share ##,(Final dividend for the previous year ended March 31, 2022 was decided ₹ 1 per share in the board meeting scheduled on May 30, 2022)	621.10	414.07

##The Board of Directors have recommended a final dividend of ₹1.5/- (face value of ₹5/- each) (30%) per equity share for the year ended March 31, 2023 on 4,14,06,680 equity shares, amounting ₹621.10/- Lakhs subject to the approval of the shareholders at the ensuing Annual General Meeting and are not recognised as a liability.

The description of the nature and purpose of each reserve within Other equity is as follows:

(i) Securities Premium

Securities premium is received by the Company on issue of shares at premium. This balance will be utilised in accordance with the provisions of Section 52 of the Act towards issuance of fully paid bonus shares, write-off of preliminary expenses, commission/discount expenses on issue of shares/debentures, premium payable on redemption of redeemable preference shares/debentures and buy back of its own shares/securities under Section 68 of the Act.

(ii) General Reserves

General reserve is a free reserve, retained from the Company's profits and can be utilized upon fulfilling certain conditions in accordance with statute of the relevant Act.

(iii) Retained Earnings

Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end and balances of remeasurement of net defined benefit plans, less any transfers to general reserve that can be distributed by the Company as dividend to its shareholders in compliance with the requirements of the Act.

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23 Commission and Fees Income

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Commission and Fees Income from :		
Distribution of Mutual Fund Products	50,150.66	37,984.56
Distribution of Insurance Products	19.77	20.29
Stock broking and allied services	46.01	38.13
Other Financial and Non Financial products	1,433.13	641.83
Total	**51,649.57**	**38,684.81**

(a) Reconciliation of gross revenue with revenue from contracts with customers

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Gross revenue (i.e. Contracted Price)	51,649.57	38,684.81
Less: Discounts, rebates, Price Concessions etc.	-	-
Total	**51,649.57**	**38,684.81**

Revenue from Geographical Markets

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
India	51,649.57	38,684.81
Outside India	-	-
Total	**51,649.57**	**38,684.81**

Timing of Recognition of Revenue

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue recognised for services provided at point of time	51,649.57	38,684.81
Revenue recognised for services provided over a period of year	-	-
Total	**51,649.57**	**38,684.81**

There are external customers having ₹11511.67/- Lakhs and ₹8,694.03/- Lakhs representing 10% or more of the Company's total revenue for the year ended March 31, 2023 and March 31, 2022 respectively.

24 Net gain on fair value changes

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Net gain/ (loss) on financial instruments at fair value through profit or loss		
Securities held for trading - designated at fair value through profit and loss	173.86	393.22
Total	**173.86**	**393.22**

Fair Value changes:

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Realised	184.01	426.11
Unrealised	(10.15)	(32.89)
Total	**173.86**	**393.22**

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25 Other Income

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest income on financial assets - measured at amortised cost		
Interest on Bonds	36.13	60.89
Loans to Related Party (Refer Note 36)	-	0.35
Deposits with Banks	16.37	4.17
Loans to Employees	4.40	2.63
Others	15.08	14.61
Net gain on Investments measured at FVTPL	210.51	538.79
Dividend Income	4.41	0.57
Rent Income (Refer Note - 36)	8.10	8.14
Profit on sale of Property, Plant and Equipment (net)	-	1.03
Profit on Cancellation of Lease Contract	17.46	28.13
Marketing and Advertisement Income	162.05	-
Miscellaneous Income	0.22	1.99
Total	**474.73**	**661.30**

26 Employee benefits expense

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, wages and bonus	6,020.45	5,165.42
Contribution to provident fund and other fund (Refer Note 35)	69.81	61.59
Gratuity Expenses (Refer Note35)	69.80	67.34
Compensated Abscence Expenses (Refer Note 35)	45.58	47.88
Staff welfare expenses	26.60	21.37
Total	**6,232.24**	**5,363.60**

27 Finance costs

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest Expense on financial liabilities measured at amortised cost		
Unsecured loan from related party (Refer Note - 36)	0.39	112.15
Lease liabilities	106.01	83.34
Bank Charges and Other Borrowing Costs	15.96	1.09
Total	**122.36**	**196.58**

28 Depreciation and amortization expense

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation on Property, Plant and Equipment (Refer Note 11)	206.43	222.68
Amortization on ROU (Refer Note 12)	460.93	426.58
Amortization of Intangible assets (Refer Note 13)	1,532.45	528.20
Total	**2,199.81**	**1,177.46**

29 Other expenses

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Rent	21.34	2.79
Electricity expenses	91.63	70.50
Repair and Maintenance		
- Building	37.69	21.61
- Others	143.26	123.31
Insurance expenses	114.91	81.86
Business promotion expenses	694.44	470.21
Postage and Communication Expenses	173.57	146.94
Travelling and Conveyance expenses	223.81	121.49
Legal and professional expenses	186.14	146.43
Commission and Sitting Fees to Director	56.25	51.50
Rates & taxes	9.99	14.72
Office expenses	84.85	70.22
Loss on sale of Property, Plant and Equipment	4.91	-
Printing and Stationery Expenses	50.04	23.79
Expenditure on Corporate Social Responsibility (Refer Note : 40)	100.51	70.07
Membership and subscription	14.74	23.66
Auditor's Remuneration (Refer note (a) below)	43.14	11.48
Miscellaneous expenses	116.40	95.51
Total	**2,167.62**	**1,546.09**

(a) Payment to auditors*

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
As auditor (excluding applicable taxes)		
Statutory audit fee	40.60	11.33
Certification Fees	2.54	0.15
Others	-	-
Total	43.14	11.48

* Does not include payments made to auditors for various reports and certificates for the Company IPO which are recoverable from the selling shareholders.

30 Income tax expense

(i) Income tax expense recognised in Statement of Profit and Loss and OCI:

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A) Income tax expense recognised in Statement of Profit and loss:		
Current tax		
In respect of current year	2,074.07	1,640.20
In respect of earlier years	2.87	(51.84)
	2,076.94	**1,588.36**
Deferred tax		
In respect of current year	471.13	365.27
	471.13	**365.27**
B) Income tax expense recognised in OCI:		
Deferred tax		
In respect of current year	(4.68)	(3.51)
	(4.68)	**(3.51)**

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Pursuant to the Taxation Law (Amendment) Ordinance, 2019 ("Ordinance") issued by the Ministry of Law and Justice (Legislative Department) on September 20, 2019, effective from April 01, 2019, domestic companies have the option to pay Corporate income tax rate at 22% plus applicable surcharge and cess ("New tax rate") subject to certain conditions.In the previous year, based on the assessment done, the Company has chosen to exercise the option of New tax rate. Accordingly, the Company made the provision for current tax and deferred tax at the rate of 25.17% including applicable Surcharge and Cess.

(ii) Reconciliation of tax expense and the accounting profit

The major components of tax expense and the reconciliation of the expected tax expense based on the effective tax rate of the Company at 25.17% and the reported tax expense in profit or loss are as follows:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit before tax	**9,963.08**	**7,820.08**
Tax Rate applied	25.17%	25.17%
Income tax expense calculated at the applicable tax rate on Profit before tax	**2,507.71**	**1,968.31**
Adjustment in Tax due to the following (tax benefit)/tax expenses		
Expenses not deductible for tax purpose (net)	28.70	17.72
Income Chargeable at Different tax rate	(1.30)	(51.31)
Others	10.08	70.75
Adjustments in respect of earlier years	2.87	(51.84)
Tax expenses recognised during the year	**2548.06**	**1953.63**
Effective Tax Rate	**25.58%**	**24.98%**

(iii) Deferred tax

Deferred tax liabilities are the amounts of income taxes payable in future years in respect of taxable temporary differences.

Deferred tax assets are the amounts of income taxes recoverable in future years in respect of deductible temporary differences.

Component of Deferred tax liabilities/assets are as follows:

Break up of Deferred tax (liabilities)/assets	As at April 01, 2022	Recognised in Statement of Profit and Loss	Recognised in OCI	As at March 31, 2023
Property, Plant and Equipment	(274.47)	(450.84)	-	(725.31)
Employee Benefit Obligations	108.86	(2.57)	4.68	110.97
Fair valuation of Financial Instruments	(1.74)	(16.84)	-	(18.58)
Impact on account of Right of Use and Lease Liability	2.62	(0.88)	-	1.74
Total	**(164.73)**	**(471.13)**	**4.68**	**(631.18)**

Break up of Deferred tax (liabilities)/assets	As at April 01, 2021	Recognised in Statement of Profit and Loss	Recognised in OCI	As at March 31, 2022
Property, Plant and Equipment	64.29	(338.76)	-	(274.47)
Employee Benefit Obligations	108.27	(2.92)	3.51	108.86
Fair valuation of Financial Instruments	4.90	(6.64)	-	(1.74)
Impact on account of Right of Use and Lease Liability	19.57	(16.95)	-	2.62
Total	**197.03**	**(365.27)**	**3.51**	**(164.73)**

The following table provides the details of income tax assets and income tax liabilities as of March 31, 2023 and March 31, 2022

(iv) Balance sheet Section

Particulars	As at March 31, 2023	As at March 31, 2022
Current Tax Asset (net)	73.14	104.85
Current Tax Liabilities (net)	107.77	-
Net income tax assets/ (liabilities)	**(34.63)**	**104.85**

31 Earning per share (EPS)

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Net Profit / (Loss) after tax for calculation of basic EPS	7,415.01	5,866.45
Weighted average number of equity shares for calculating Basic EPS *	41,406,680	41,364,951
Weighted average number of equity shares and Preference Shares for Diluted EPS *	41,406,680	41,364,951
Nominal value per share (Rs)	5.00	5.00
Basic Earning Per Share (in Rupees) (Not Annualised)	17.91	14.18
Diluted Earning Per Share (in Rupees) (Not Annualised)	17.91	14.18

*Pursuant to the Board resolution dated, July 22, 2021 and Shareholders' resolution dated July 23, 2021, the Company had issued 19 bonus shares of face value ₹ 10 each for every 1 existing fully paid up equity share and preference share of face value ₹ 10 each and accordingly 1,96,68,173 bonus shares were issued, which were allotted on August 3, 2021 (the "Bonus Issue"). Further, pursuant to the resolution of the Board of Directors dated July 22, 2021 and shareholders' resolution dated July 23, 2021, each equity share and preference share of face value of ₹ 10 each of the Company had been split into two equity shares and two preference shares of face value of ₹ 5 each (the "Split"). As required under Ind AS 33 "Earnings per share" the effect of such Split and Bonus issue are required to be adjusted for the purpose of computing earnings per share for all the periods presented retrospectively. As a result, the effect of the Split and the Bonus issue have been considered in these Financial Information for the purpose of calculation of earnings per share for the year ended March 31, 2022.

Further, 62,680 Equity shares of ₹ 5 Each had been alloted to Wagner Limited on November 30, 2021 as fully paid up pursuant to conversion of Non Cummulative Compulsorily Convertible Preference Shares (NCCCPS). As required under Ind AS 33 "Earnings per share", the effect of such conversion is required to be adjusted for the purpose of computing earnings per share for the year ended March 31, 2022.

Notes to the Standalone Financial Statements

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32 Maturity Analysis of Assets and Liabilities

The below table shows an analysis of assets and liabilities Analysed according to when they are expected to be recovered or settled

(₹in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
I Financial assets						
(a) Cash and Cash equivalents	1,093.92	-	1,093.92	1,081.01	-	1,081.01
(b) Bank Balances other than (a) above	286.89	20.00	306.89	0.14	20.00	20.14
(c) Securities for trade	765.93	-	765.93	1,039.51	-	1,039.51
(d) Trade receivables	5,717.55	-	5,717.55	4,336.38	-	4,336.38
(e) Loans	39.87	28.40	68.27	23.33	18.83	42.16
(f) Investments	7,857.58	2,577.94	10,435.52	-	2,339.93	2,339.93
(g) Other financial assets	524.41	402.01	926.42	520.58	297.17	817.75
Total Financial Assets	**16,286.15**	**3,028.35**	**19,314.50**	**7,000.95**	**2,675.93**	**9,676.88**
II Non-Financial assets						
(a) Current Tax Asset (net)	73.14	-	73.14	-	104.85	104.85
(b) Deferred tax assets (net)	-	-	-	-	-	-
(c) Property, Plant and Equipment	-	1,305.81	1,305.81	-	1,394.63	1,394.63
(d) Right-of-use assets	-	1,201.39	1,201.39	-	917.65	917.65
(e) Intangible assets	-	13,304.23	13,304.23	-	14,607.24	14,607.24
(f) Other non-financial assets	724.68	30.15	754.83	432.66	15.52	448.18
Total Non Financial Assets	**797.82**	**15,841.58**	**16,639.40**	**432.66**	**17,039.89**	**17,472.55**
Total Assets	**17,083.97**	**18,869.93**	**35953.90**	**7,433.61**	**19,715.82**	**27,149.43**
LIABILITIES						
I Financial Liabilities						
(a) Trade payables						
(i) Total outstanding dues of micro and small enterprises	-	-	-	-	-	-
(ii) Total outstanding dues of creditors other than micro and small enterprises	5,153.22	-	5,153.22	4,476.48	-	4,476.48
(b) Lease liabilities	401.85	851.86	1,253.71	351.09	612.77	963.86
(c) Other financial liabilities	0.84	-	0.84	7.82	-	7.82
Total Financial Liabilities	**5,555.91**	**851.86**	**6,407.77**	**4,835.39**	**612.77**	**5,448.16**
II Non-Financial Liabilities						
(a) Current Tax Liability (net)	107.77	-	107.77	-	-	-
(b) Deferred Tax Liabilities (net)	-	631.18	631.18		164.73	164.73
(c) Provisions	192.49	248.43	440.92	180.13	252.42	432.55
(d) Other non-financial liabilities	1,719.43	-	1,719.43	1,444.17	-	1,444.17
Total Non-Financial Liabilities	**2,019.69**	**879.61**	**2,899.30**	**1,624.30**	**417.15**	**2,041.45**
Total Liabilities	**7575.60**	**1,731.47**	**9,307.07**	**6,459.69**	**1,029.92**	**7,489.61**

33 **Financial Instruments**

(i) **Capital Management**

The Company's objective for capital management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold investor, creditor and customer confidence, to ensure future development of its business and remain going concern. The Company is focused on keeping strong capital base to ensure independence and sustained growth in business. The Company determines the capital management requirement based on annual operating plans and long term and other strategic investment plans. The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented in the balance sheet. The funding requirements are predominately met through equity and out of cashflow generated from operations

The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend paid to shareholders, return capital to shareholders, issue new shares or sell non-core assets to reduce the debt.

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Debt	-	-
Equity	26,646.83	19,659.82
Debt to Equity Ratio (%)	**0.00%**	**0.00%**

Lease liability arising on account of implementation of Ind AS 116 is not considered in the above working, as it is a liability.

No changes were made in the objectives, policies or processes for managing capital during the current year and previous years.

(ii) **Category-wise classification of financial instruments:**

The accounting classification of each category of financial instruments and their carrying amounts are set out below: **(₹in lakhs)**

Particulars	As at March 31, 2023				
	Amortised Cost	FVTOCI	FVTPL	Total carrying value	Total fair value
Financial Assets					
Cash and Cash equivalents	1,093.92		-	1,093.92	1,093.92
Bank Balances other than Cash and Cash equivalents	306.89	-	-	306.89	306.89
Securities for trade	-	-	765.93	765.93	765.93
Trade receivables	5,717.55	-	-	5,717.55	5,717.55
Loans	68.27	-	-	68.27	68.27
Investments *	57.80	-	8,176.46	8,234.26	8,234.26
Other financial assets	926.42	-	-	926.42	926.42
Total	**8,170.85**	**-**	**8,942.39**	**17,113.24**	**17,113.24**
Financial Liabilities					
Trade payables	5,153.22	-	-	5,153.22	5,153.22
Lease liabilities	1,253.71	-	-	1,253.71	1,253.71
Other financial liabilities	0.84	-	-	0.84	0.84
Total	**6,407.77**	-	-	**6,407.77**	**6,407.77**

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(₹in lakhs)

Particulars	As at March 31, 2022				
	Amortised Cost	FVTOCI	FVTPL	Total carrying value	Total fair value
Financial Assets					
Cash and Cash equivalents	1,081.01	-	-	**1,081.01**	**1,081.01**
Bank Balances other than Cash and Cash equivalents	20.14	-	-	**20.14**	**20.14**
Securities for trade	-	-	1,039.51	**1,039.51**	**1,039.51**
Trade receivables	4,336.38	-	-	**4,336.38**	**4,336.38**
Loans	42.16	-	-	**42.16**	**42.16**
Investments *	7.92	-	130.75	**138.67**	**139.00**
Other financial assets	817.75	-	-	**817.75**	**817.75**
Total	**6,305.36**	**-**	**1,170.26**	**7,475.63**	**7,475.96**
Financial Liabilities					
Trade payables	4,476.48	-	-	**4,476.48**	**4,476.48**
Lease liabilities	963.86	-	-	**963.86**	**963.86**
Other financial liabilities	7.82	-	-	**7.82**	**7.82**
Total	**5,448.16**	**-**	**-**	**5,448.16**	**5,448.16**

* Investments does not include investment in subsidiaries which are measured at cost.

(iii) **Fair Value Hierarchy**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

Financial assets and financial liabilities measured at fair value in the Balance Sheet are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: unobservable inputs for the asset or liability.

Fair value of the Company's financial assets and financial liabilities that are measured at fair value on a recurring basis.

(a) The Company uses the following hierarchy for determining and/or disclosing the fair value of financial assets by valuation techniques:

Financial Assets As at March 31, 2023	Level 1	Level 2	Level 3	Total
At fair value through profit or loss				
Securities for trade	709.24	56.69	-	**765.93**
Investments	8,176.46	-	-	**8,176.46**
Total	**8,885.70**	**56.69**	**-**	**8,942.39**

Financial Assets As at March 31, 2022	Level 1	Level 2	Level 3	Total
At fair value through profit or loss				
Securities for trade	802.74	236.77	-	**1,039.51**
Investments	130.75	-	-	**130.75**
Total	**933.49**	**236.77**	**-**	**1,170.26**

There is no movement from between Level 1, Level 2 and Level 3.

(b) **Financial Instrument measured at Amortised Cost**

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

34 Financial Risk Management, Objective and Policies

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's business activities are exposed to a variety of financial risks, namely liquidity risk, credit risk and market risk. Risk management policies have been established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review and reflect the changes in the policy accordingly.

The Company's Management reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

(a) Credit Risk:

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit Risk arises principally from the Company's cash and bank balances, trade receivables, investments, securities held for trade, loans, and security deposits.

The carrying amounts of financial assets represent the maximum credit risk exposure. Credit risk assessment on various components is described below:

(i) Trade receivables

The Company's trade receivables primarily include receivables from asset management companies (AMCs) for services provided. These carries limited credit risk based on the financial position of parties and Company's historical experience of dealing with these parties.

(ii) Cash and cash equivalents, bank deposits, investments and Securities held for trade

The Company maintains its cash and cash equivalents, bank deposits, investment, and securities held for trade with reputed banks, financial institutions, and corporates. The credit risk on these instruments is limited because the counterparties are banks and high credit rated financial institutions and corporates assigned by credit rating agencies.

(iii) Security Deposits and Loans

This consists of loans given to Employees and Security Deposits given to lessors as well as to utility providers like Electricity companies. These carries limited credit risk based on the financial position of parties and Company's historical experience of dealing with these parties.

(b) Market Risk:

Market risk is the risk of changes in market prices due to foreign exchange rates, interest rates which will affect the Company's income or the value of its financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Market risk exposures are measured using sensitivity analysis. There has been no change in the measurement and management of the Company's exposure to market risks.

(i) Foreign currency risk

The functional currency of the Company is INR. The Company does not have material foreign currency exposure. Hence, currency risk is very limited.

(ii) Price Risk :

Price risk is the risk that the value of the financial instrument will fluctuate as a result of changes in market prices and related market variables including interest rate for investments in debt oriented mutual funds and debt securities, caused by factors specific to an individual investments, its issuer and market. The Company's exposure to price risk arises from diversified investments in mutual funds and Bonds, and Securities held for trade, and classified in the balance sheet at fair value through profit or loss.

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Changes in Prices of Investments and Securities held for trade	Impact on profit or loss	For the year ended March 31, 2023	For the year ended March 31, 2022
+10%	Profit before tax increased by	894.24	117.03
-10%	Profit before tax decreased by	(894.24)	(117.03)

(iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Interest rate risk primarily arises from investments in debt oriented mutual funds and debt securities. The Company's investments in debt oriented mutual funds and debt securities are primarily short-term, which do not expose it to significant interest rate risk. Additionally, since there are no external borrowings, the Company is not exposed to interest rate risk in with respect to borrowings.

(c) Liquidity risk:

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities that are settled by delivering cash or other financial assets. The Company's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities. In doing this, management considers both normal and stressed conditions. The Company also monitors the level of expected cash inflows on trade and other receivables together with expected cash outflows on trade and other payables.

The Company has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term, and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves and by continuously monitoring cash flows, and by matching the maturity profiles of financial assets and liabilities.

Contractual maturities of financial liabilities

The table below provides details regarding the contractual maturities of financial liabilities as at March 31, 2023 :

(₹in lakhs)

Particulars	Upto 1 year	1-5 years	More than 5 years	Total
Liabilities				
Trade payables	5,153.22	-	-	**5,153.22**
Lease liabilities	401.85	851.86	-	**1,253.71**
Other financial liabilities	0.84	-	-	**0.84**
Total	**5,555.91**	**851.86**	-	**6,407.77**

The table below provides details regarding the contractual maturities of financial liabilities As at March 31, 2022 :

Particulars	Upto 1 year	1-5 years	More than 5 years	Total
Liabilities				
Trade payables	4,476.48	-	-	**4,476.48**
Lease liabilities	351.09	612.77	-	**963.86**
Other financial liabilities	7.82	-	-	**7.82**
Total	**4,835.39**	**612.77**	-	**5,448.16**

35 **Detail of Employees Benefits**

(a) **Defined Contribution Plans**

The Company has defined contribution plan in form of Provident Fund and Employee State Insurance Scheme for qualifying employees. Under the Schemes, the Company is required to contribute a specified rates to fund the schemes.

(₹in lakhs)

Contribution to	For the year ended March 31, 2023	For the year ended March 31, 2022
Provident Fund	51.96	44.88
Employee State Insurance Scheme	17.85	16.71
Total	**69.81**	**61.59**

(b) **Defined Benefits Plans**

The Company provides for retirement benefits in the form of Gratuity. The Company's gratuity scheme (funded) provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service subject to a ceiling of ₹ 20 Lakhs. Vesting occurs upon completion of 5 years of service.The Company contributes gratuity liblities to the Prudent Corporate Advisory Services Ltd Employee's Group Gratuity Fund (the Trust). Trustees administaror contributions made to the Trusts and contributions are invested in Insurer Managed Funds.

The present value of the defined benefits plan was measured using the projected unit credit method.

The following tables set out the status of the gratuity plan and amounts recognised in the financial statements:

(i) **Present value of defined benefit obligation**

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Balance at the beginning of the year	**385.28**	**315.62**
Current service cost	49.08	45.65
Interest Cost	28.01	21.68
Past Service Cost	-	-
Liability Transferred In	-	-
(Liability Transferred Out)	(1.87)	(4.28)
Remeasurement (gain)/loss:		
Actuarial (Gain)/loss arising from Demographic adjustments	-	(0.23)
Actuarial (Gain)/Loss due to changes in Financial Assumption	(12.47)	(21.06)
Actuarial (Gain)/Loss due to changes in Experience Adjustment	26.42	35.53
Benefits paid	(12.13)	(7.65)
Balance at the end of the year	**462.32**	**385.28**

Notes to the Standalone Financial Statements

for the year ended March,31 2023

(₹in lakhs)

Fair Value of Plan Assets	For the year ended March 31, 2023	For the year ended March 31, 2022
Fair Value of Plan Assets at the Beginning of the year	**100.29**	
Interest Income	7.29	-
Contributions by the Employer	100.25	100.00
Expected Contributions by the Employees	-	-
Assets Transferred In/Acquisitions	-	-
(Assets Transferred Out/ Divestments)	-	-
(Benefit Paid from the Fund)	(12.13)	-
(Assets Distributed on Settlements)	-	-
Effects of Asset Ceiling	-	-
The Effect of Changes In Foreign Exchange Rates	-	-
Return on Plan Assets, Excluding Interest Income	(4.65)	0.29
Fair Value of Plan Assets at the End of the year	**191.05**	**100.29**

(ii) Amount Recognized in the Balance Sheet

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
(Present Value of Benefit Obligation at the end of the year)	(462.32)	(385.28)
Fair Value of Plan Assets at the end of the year	191.05	100.29
Net (Liability)/Asset Recognized in the Balance Sheet	**(271.27)**	**(284.99)**

(iii) Cost of the defined benefit plan for the year

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Current service cost	49.08	45.65
Interest cost	20.72	21.68
Past service cost	-	-
(Expected Contributions by the Employees)	-	-
(Gains)/Losses on Curtailments And Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Expense recognised in the Statement of Profit and Loss	**69.80**	**67.34**

(iv) Recognised in other Comprehensive Income

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Remeasurement on the net defined benefit liability:		
Actuarial (Gain)/Loss arising from Demographic Adjustments	-	(0.23)
Actuarial (Gain)/Loss due to changes in Financial Assumption	(12.47)	(21.05)
Actuarial (Gain)/Loss due to changes in Experience Adjustment	26.42	35.53
Return on Plan Assets, Excluding Interest Income	4.65	(0.29)
Change in Asset Ceiling	-	-
Recognised in the Other Comprehensive Income	**18.61**	**13.96**
Total cost of the defined benefit plan for the year	**88.41**	**81.30**

(v) The major categories of the fair value of the total plan assets are as follows:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Insurer Managed Funds*	100%	**100%**

*In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount for each category to the fair value of plan assets has not been disclosed.

(vi) Experience Adjustment		
Defined benefit obligation at the end of year	462.32	385.28
Plan assets at the end of year	191.05	100.29
Net Obligation at the end of year	**(271.27)**	**(285.00)**
Experience adjustment on plan liabilities gain/(loss)	(26.42)	-
Actuarial (gain)/loss due to changes in assumptions	7.81	12.48

(vii) Principal actuarial assumptions:

The significant actuarial assumptions for the determination of the defined benefit obligation are the discount rate, the salary growth rate, attrition rate and the average life expectancy. The assumptions used for the valuation of the defined benefit obligation are as follows:

Discount rate (p.a.)	7.48%	7.27%
Expected rate of salary increase (p.a.)	6%	6%
Mortality	Indian Assured Lives Mortality 2012-2014 (Urban)	*Indian Assured Lives* Mortality 2012-2014 (Urban)
Rate of employees turnover (p.a.)		
For Service 4 years and Below	15%	15%
For Service 5 years and Above	2%	2%
Retirement age	58 years	58 years

Estimates of future salary increase takes into account: inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

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The plan exposes the Company to significant actuarial risks such as interest rate risk and inflation risk:

Inflation risk – A significant proportion of the defined benefit liability is linked to inflation. An increase in the inflation rate will increase the Company's liability.

Interest rate risk – The present value of the defined benefit liability is calculated using a discount rate prevailing market yields of Indian government securities. A decrease in discount rate will increase the Company's defined benefit liability.

(vii) Sensitivity analysis in respect of the actuarial assumptions used in calculation of defined benefit obligation is given below:

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Projected Benefit Obligation on Current Assumptions	462.32	385.27
Delta Effect of +1% Change in Rate of Discounting	(53.51)	(46.50)
Delta Effect of -1% Change in Rate of Discounting	63.71	55.66
Delta Effect of +1% Change in Rate of Salary Increase	56.29	49.25
Delta Effect of -1% Change in Rate of Salary Increase	(49.23)	(43.02)
Delta Effect of +1% Change in Rate of Employee Turnover	9.82	6.67
Delta Effect of -1% Change in Rate of Employee Turnover	(11.24)	(7.75)

Sensitivities have been calculated to show the movement in Defined Benefit Obligation in isolation and assuming there are no other changes in market conditions at the accounting date. In presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the Projected Unit Credit Method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet. This analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in the assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(viii) The weighted average duration of the benefit obligation as at March 31, 2023 is 15 years.(as at March 31, 2022 is 15 years)

(ix) Maturity Analysis of the Benefit Payments

The followings are the expected future benefit payments for the defined benefit plan :

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Within the next 12 months	15.69	9.23
Between 2 to 5 years	73.46	65.34
Beyond 5 years	1331.38	1122.51
Total expected payments	**1,420.53**	**1,197.08**

(c) Compensated absence:

The employees are entitled for leave for each year of service and part thereof, subject to the limits specified, the unavailed portion of such leaves can be accumulated or encashed during/at the end of the service period up to a maximum of 63 days.

Expenses recognised in the Statement of Profit and Loss amounts to ₹ 45.58 Lakhs for the year ended March 31, 2023 (March 31, 2022: ₹ 47.88 lakhs)

The current and non-current classification of obligations under defined benefit plans and other long-term benefits is done bases on the actuarial valuation reports.

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36 Related Party Disclosures

Relationship	Name of Party
Wholly owned Subsidiary Companies	Prutech Financial Services Private Limited
	Prudent Broking Service Private Limited
	Gennext Insurance Broking Private Limited
Director / Key Management Personnel	Mr. Sanjay R Shah - Chairman and Managing Director
	Mr. Shirish Patel - Whole Time Director and CEO
	Mr. Chirag Ashwinkumar Shah - Whole time Director
	Mr. Deepak Sood - Independent Director
	Mr. Karan Datta - Independent Director
	Mr. Dhiraj Poddar- Nominee Director
	Mr. Aditya Sharma - Nominee Director (up to April 30, 2021)
	Mr. Aniket Talati - Independent Director (w.e.f 7th June 2021)
	Mrs. Shilpi Thapar - Independent Director (w.e.f 7th June 2021)
	Mr. Chirag Kothari - Chief Financal Officer (w.e.f 22nd July 2021)
	Mr. Dhaval Ghetia - Company Secretary (w.e.f 22nd July 2021)
Relative of Director / Key Management Personnel	Mrs. Niketa S. Shah
	Mr. Ramesh C. Shah
	Ms. Maitry Sanjay Shah
	Ms. Sakhi Sanjay Shah
	Mrs. Falguni ChiragKumar Kothari
	Mrs. Sunitaben Dhuvad
	Mrs. Sonal Paresh Mehta
	Mrs.Chetanaben Bansilal Kothari
Entities over which Director/Key Management personnel and their relatives having control or significant influence	Ramesh C Shah HUF
	Chiragkumar Bansilal Kothari HUF
Entity having significant influence on the company	Wagner Limited
Employee's Group Gratuity Trust	Prudent Corporate Advisory Services Ltd Employees Group Gratuity Fund (w.e.f 9th August 2021)

Note : - The names of the related parties and nature of the relationships where control exists are disclosed irrespective of whether or not there have been transactions between the related parties. For others, the names and the nature of relationships is disclosed only when the transactions are entered into by the Company with the related parties during the existence of the related party relationship.

Transactions with the Related Parties

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Transactions with Director / Key Management Personnel		
Salary Expenses	**977.94**	**877.12**
Mr. Sanjay Shah	207.00	193.50
Mr. Shirish Patel	725.28	653.40
Mr. Chirag Kothari	39.68	26.37
Mr. Dhaval Ghetia	5.98	3.85
Rent Expense	**5.40**	**5.40**
Mr. Sanjay Shah	5.40	5.40
Final Dividend on Equity Shares	**190.62**	**14.45**
Mr. Sanjay Shah	179.53	13.47
Mr. Shirish Patel	10.91	0.98
Mr. Chirag Shah	0.17	-
Mr. Chirag Kothari	0.01	-
Mr. Dhaval Ghetia	-	-

Notes to the Standalone Financial Statements
for the year ended March,31 2023

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Sitting Fees - Board Meetings	**20.25**	**16.50**
Mr. Karan Datta	4.50	4.50
Mr. Deepak Sood	5.25	4.50
Ms. Shilpi Thapar	6.00	3.75
Mr. Aniket Talati	4.50	3.75
Fixed Commission Expense	**36.00**	**35.00**
Mr. Karan Datta	15.00	15.00
Mr. Deepak Sood	15.00	15.00
Ms. Shilpi Thapar	6.00	5.00
Brokerage Income	**0.13**	**0.05**
Mr. Shirish Patel	0.08	-
Mr. Chirag Shah	0.05	0.05
Demate Charges Paid	***-**	**-**
Mr. Chirag Shah	*-	-
Loan Taken from	**300.00**	**7,600.00**
Mr Sanjay Shah	300.00	7,600.00
Loan Repaid to	**300.00**	**7,600.00**
Mr Sanjay Shah	300.00	7,600.00
Interest Expense	**0.39**	**112.15**
Mr Sanjay Shah	0.39	112.15
Transactions with Relative of Director / Key Management Personnel		
Final Dividend on Equity Shares	**62.36**	**4.19**
Mr. Ramesh Shah	6.12	0.05
Ms. Maitry Shah	27.60	2.07
Mrs. Niketa Shah	1.00	-
Mrs. Falguni ChiragKumar Kothari	*-	-
Mrs. Sunitaben Dhuvad	0.02	-
Mrs.Chetanaben Bansilal Kothari	*-	-
Mrs. Sonal Paresh Mehta	0.02	-
Ms. Sakhi Shah	27.60	2.07
Rent Expense	**5.56**	**5.40**
Mrs. Niketa Shah	5.56	5.40
Salary Expenses	**15.00**	**5.97**
Ms. Maitry Shah	15.00	5.97
Sale of Bond	**9.78**	**-**
Mrs. Falguni ChiragKumar Kothari	9.78	-
Brokerage Income	**0.09**	**0.02**
Mrs. Niketa Shah	0.04	0.02
Mrs. Chetanaben Bansilal Kothari	0.05	-
Demate Charges Paid	**0.01**	**-**
Mrs. Niketa Shah	*-	-
Mrs. Chetanaben Bansilal Kothari	0.01	-
Transactions with Subsidiaries of Prudent Corporate Advisory Services Limited		
Interest Income from Subsidiary	**-**	**0.35**
Prudent Broking Services Pvt. Ltd.	-	0.35

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Loan Given to Subsidiary	**-**	**1,500.00**
Prudent Broking Services Pvt. Ltd.	-	1,500.00
Repayment of Loan given to Subsidiary	**-**	**1,500.00**
Prudent Broking Services Pvt. Ltd.	-	1,500.00
Rent Income from Subsidiary	**8.10**	**8.14**
Prudent Broking Services Pvt. Ltd.	8.10	8.14
Sale of Bond	**18.60**	**-**
Prudent Broking Services Pvt. Ltd.	18.60	-
Sale of Bond	**348.49**	**-**
Gennext Insurance Brokers Private Limited	348.49	-
Research And Analysis Service Charges	**3.00**	**-**
Prudent Broking Services Pvt. Ltd.	3.00	-
Employee benefit transfer Out	**1.87**	**4.28**
Gennext Insurance Brokers Private Limited	1.87	4.28

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Purchase of Bond	**18.61**	**-**
Prudent Broking Services Pvt. Ltd.	18.61	-
Demate Charges Paid	**0.32**	**1.05**
Prudent Broking Services Pvt. Ltd.	0.32	1.05
Transaction with Entities over which Director/Key Management personnel and their relatives having control		
Final Dividend on Equity Shares	***-**	**-**
Chiragkumar Bansilal Kothari - Huf	***-**	**-**
Ramesh C Shah HUF	*-	-
Transaction with Enterprise having significant influence in the company		
Final Dividend on Equity Shares	**99.67**	**12.38**
Wagner Ltd	99.67	12.38
Transaction with Employee's Group Gratuity Trust		
Contribution to Group Gratuity Fund	**100.00**	**100.25**
Prudent Corporate Advisory Services Ltd Employees Group Gratuity Fund	100.00	100.25

Notes to the Standalone Financial Statements
for the year ended March,31 2023

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Outstanding Balances		
Outstanding with Director / Key Management Personnel		
Salary Payable	**219.57**	**170.77**
Mr. Sanjay Shah	0.25	-
Mr. Shirish Patel	214.01	166.25
Mr. Chirag Kothari	4.39	3.75
Mr. Dhaval Ghetia	0.92	0.77
Fixed Commission Payable	**-**	**8.09**
Mr. Karan Datta	-	3.37
Mr. Deepak Sood	-	3.37
Ms. Shilpi Thapar	-	1.35
Outstanding with Subsidiary of Prudent Corporate Advisory Services Limited		
Rent Deposit Received	**0.53**	**1.12**
Prudent Broking Services Pvt Ltd	0.53	1.12
Trade Payable	**1.87**	**4.28**
Gennext Insurance Brokers Private Limited	1.87	4.28
Outstanding with Relative of Director / Key Management Personnel		
Salary Payable	**1.62**	**3.22**
Ms. Maitry Shah	1.62	3.22
Trade Payable	***-**	**-**
Chetanaben Bansilal Kothari	*-	-
Outstanding with Employee's Group Gratuity Trust		
Receivable	**-**	**0.25**
Prudent Corporate Advisory Services Ltd Employees Group Gratuity Fund	-	0.25

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Short Term Employee Benefit Expenses		
Salary to KMP	977.94	877.12
Salary to Relative of KMP	15.00	5.97
Total compensation paid to key management personnel	**992.94**	**883.09**

Note:-

As part of the IPO, there was offloading of shares through Offer For Sale ('OFS') by Mr. Shirish Patel and Wagner Limited ('Selling Shareholders') totalling to ₹ 1,342.56 Lakhs and ₹ 41,485.84 Lakhs respectively. The Share issue expense attributable to Selling Shareholders have been incurred total of ₹ 2,769.18 Lakhs out of which ₹ 459.44 have been incurred by the Company up to March 31, 2022 and balance amount during the current financial year up to March 31,2023. The entire shares issue expenses (Except Listing Fees) is recoverable from the Selling Shareholders in the ratio of their offloading, as per agreement.
The Company has recovered the entire expenses from the Selling Shareholders during the year ended March 31, 2023 (Refer Note-10)

Terms and conditions of transactions with related parties

As the liabilities for defined benefit obligations and compensated absences are provided based on actuarial valuation for the company as a whole, the amount pertaining to Key management personnel has not been included.

*- Figure nullified in conversion of Rs. in Lakhs

37. Details on list of Investments in Subsidiaries as per Ind AS 27

Particulars	Proportion of ownership interest	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Investment in Subsidiaries		
Prudent Broking Services Private Limited	100%	100%
Prutech Financial Services Private Limited	100%	100%
Gennext Insurance Brokers Private Limited	100%	100%

All companies are incorporated and having primary place of business is in India.

38 Operating Segment

The Company determines Operating Segments as components of an entity for which discrete financial information is available that is evaluated regularly by chief operating decision maker (CODM), in deciding how to allocate resources and assessing performance.

The Company's activities revolve around distribution of Financial Products i.e. Mutual Funds, Bonds, Fixed Deposits, Insurance, Structured Products etc. Various financial products are aggregated into one reportable segment being agency nature of business under "Fees and Commission" in accordance with aggregation criteria. Aggregation is done due to the similarities of the products and services provided to the customers and similarities in method used to provide services and regulatory environment.

Considering the nature of Company's business, as well as based on reviews by CODM to make decisions about resource allocation and performance measurement, there is only one reportable segment in accordance with the requirements of Ind AS - 108 – ''Operating Segments'', prescribed under Companies (Indian Accounting Standards) Rules, 2015.

39. Expenditure in foreign currency (on accrual basis)

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Business promotion expenses	0.12	2.27
Software Expenses (included in Miscellaneous Expenses)	0.40	2.66
Membership and Subscription Expense	3.81	3.51
Total	**4.33**	**8.44**

40 Corporate Social Responsibility

(₹in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Gross amount required to be spent by the company during the Year (under section 135 of the companies Act 2013)	99.81	73.06
(The amount set off in financial year from the excess spent of earlier financial year)	(1.87)	(4.86)
Amount of Expenditure incurred	100.51	70.07
Total of previous year shortfall	(1.87)	(4.86)
Construction/ acquisition of assets	-	-
On purpose other than above	100.51	70.07
(Excess amount spent for the financial year)	(2.57)	(1.87)
Details of related party transactions	NA	NA
Liability incurred by entering into contractual obligations	-	-

Nature of CSR activities:

1. COVID 19 Support & rehabilitation program
2. Educational infrastructure & systems strengthening
3. Nurture women entrepreneurship & employability
4. General community infrastructure support & welfare initiatives
5. Nurturing aquatic & terrestrial ecosystems for better environment & reduced emissions
6. Public health infrastructure, capacity building & support programs

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are promoting education, art and culture, healthcare, destitute care, women entrepreneurship & employability and rehabilitation, environment sustainability, disaster relief and Public health. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

As per notification issued by Ministry of Corporate Affairs dated January 22, 2021, where a company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years.

(i) Gross amount required to be spent during the year ₹99.81 lakhs (previous year ₹ 73.06 lakhs)

(ii) Excess amount to be set off against succeeding three financial years ₹2.57 Lakhs (previous year ₹ 1.87 lakhs)

41 The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the Company towards Provident Fund and Gratuity. The effective date from which the changes are applicable is yet to be notified and the rules thereunder are yet to be framed. Accordingly, the actual impact of this change will be assessed and accounted for when the notification becomes effective.

42 Standards issued but not effective

Ind AS 1 - Presentation of Financial Statements –
This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors -
This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

Ind AS 12 - Income Taxes -
This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement.

43 Events Occuring After Balance Sheet Date

The Company evaluates events and transactions that occur subsequent to the balance sheet date but prior to the approved Standalone Financial Statements to determine the necessity for recognition and/or reporting of any of these events and transactions in the Standalone Financial Statements as of May 24, 2023 there is no significant events occured, except disclosed.

1) The Board of Directors have recommended a final dividend of ₹ 1.5/- (face value of ₹ 5/- each) (30%) per equity share for the year ended March 31, 2023 on 4,14,06,680 equity shares, amounting ₹ 621.10/- Lakhs subject to the approval of the shareholders at the ensuing Annual General Meeting and is not recognised as a liability.

43 (A) The Board of Directors in its meeting held on January 09, 2023, based on the recommendations of the Audit Committee, has considered and approved the draft Scheme of Arrangement ("Scheme") between Prudent Broking Services Private Limited, a wholly owned subsidiary ("PBSPL") and the Company and their respective shareholders and creditors under section 233 of the Companies Act, 2013. Pursuant to the Scheme, the stock broking and depository business of PBSPL shall be demerged and transferred to the Company. Scheme was submitted to National Stock exchnage (NSE) and Bombay Stock exchange (BSE) for their prior approval which was received on March 27, 2023 and March 13, 2023 respectively. Thereafter the company has submitted scheme to Registrar of Companies (ROC), Gujarat on March 29, 2023 inviting their observations or suggetions pursuant to section 233 (1) (a) of the Companies Act, 2013, response from ROC is awaited.

43 (B) Compliance With Number Of Layers Of Companies:

The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

44 Contingent Liabilities and Commitments

(₹in lakhs)

(a) Contingent liabilities	For the year ended March 31, 2023	For the year ended March 31, 2022
Outstanding Balance of Corporate Guarantee	-	250.00
Total	**-**	**250.00**

1. The Company has received order u/s 148A(d) of Income Tax Act 1961 for re-opening of scrutiny assessment for AY 2016-17 and AY 2018-19 with approval of appropriate authority. The matter is pending with Income Tax Authorities. Based on prior experience management is reasonably confident that no liability will devolve on the company. During the current year, on assessment of facts and status on the above matter, the company has assessed that possibility of any outflow in settlement is remote. Accordingly the same has not been considered as contingent liability.
2. The Company has issued financial guarantee to bank on behalf of and in respect of making available loan facilities to Prudent Broking Services Private Limited ("PBSPL"), a wholly owned subsidiary . PBSPL has not availed loan during the year and no outstanding at the end of the year against this guarantee.

(b) Capital commitments and other commitments

Based on the information available with the company, there is no capital commitments and other commitments as on March 31, 2023.

45 i) On October 21, 2021, the Company was selected as the highest bidder for acquiring the mutual fund folio of Karvy Stock Broking Limited ("KSBL"). On October 27, 2021, the Company has paid ₹15,100/- Lakhs (excluding taxes) for the above acquisition. Based on the analysis performed by the management of the Company, it has concluded that the acquisition does not qualify as a "Business" as per the definition provided in Ind AS 103 "Business Combination". Consequently, the said acquisition is accounted for as an asset acquisition. As required under Ind-AS 38, the Company has considered various factors such as its ability to retain the customers and generate revenue over a sustainable period, technical and technological changes expected, the industry growth prospects and the leverage of its existing physical and digital infrastructure to serve these customers and concluded that the cost of acquiring the customer folios should be amortized over a 10 year period on a straight line basis. The transfer of AUM has been duly completed on November 28, 2021. Consequently, the figures of the comparative year are not comparable to the extent of revenue received from such acquired AUM and its consequetial expenses.

ii) On October 20, 2022 the Company acquired Mutual Fund Assets under Management ("AUM") of iFAST Financial India Private Limited (iFAST). The Company has paid ₹ 226.23/- Lakhs (excluding taxes) as consideration for the same. The said AUM has been transferred from iFAST ARN to the Company's ARN in the same month . Based on the analysis performed by the management of the Company, the said transaction has been accounted for as an asset acquisition w.e.f. October 1, 2022. Based on the analysis performed by the management of the Company, it has concluded that the acquisition does not qualify as a "Business" as per the definition provided in Ind AS 103 "Business Combination". Consequently, the said acquisition is accounted for as an asset acquisition. As required under Ind-AS 38, the Company has considered various factors such as its ability to retain the customers and generate revenue over a sustainable period, technical and technological changes expected, the industry growth prospects and the leverage of its existing physical and digital infrastructure to serve these customers and concluded that the cost of acquiring the customer folios should be amortized over a 10 year period on a straight line basis.

Notes to the Standalone Financial Statements

for the year ended March,31 2023

46 A show-cause notice dated September 28, 2020 was issued by the Joint Commissioner, Central Goods and Service Tax and Central Excise ("Joint Commissioner- CGST and C.Ex") to Karvy Stock Broking Limited ("KSBL") for huge difference between gross value of services declared in ITR & ST 3 returns for F.Y. 2014-15. The matter was further taken up for adjudication, which remain unattended at the offices of KSBL.

Subsequently, a show-cause notice was sent to the Company on January 21, 2022 for complying with the tax liabilities of KSBL. The Company submitted that it had only acquired the mutual fund folios of KSBL through the bidding process and the transaction cannot be equated to a takeover of the business of KSBL. Further, it was also submitted that both our Company and KSBL are separate companies incorporated under the Companies Act and should therefore be treated as separate and distinct legal entities under applicable law. The matter is currently pending.

47. Other statutory information

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) 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

(ii) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act,1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(f) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(g) The Company does not have any transactions with companies which are struck off.

(h The Company has not taken any loan from bank or financial institutions. Consequently filling of quarterly returns or statements of current assets with bank or financial institutions is not applicable to Company.

48 Additional regulatory information required under (WB)(xiv) of Division III of Schedule III amendment, disclosure of ratios, is not applicable to the Company as it is in Distribution of Mutual Fund, Stock broking and other Financial and Non Financial Product Distribution business and not an NBFC registered under Section 45-IA of Reserve Bank of India Act, 1934.

49 Previous year figures have been regrouped/reclassified wherever necessary, in order to make them comparable.

50. The standalone financial statements were authorized for issue in accordance with a resolution of the Board of Directors on May 24, 2023.

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Shah
Chairman and Managing Director
DIN : 00239810

Shirish Patel
Whole Time Director and CEO
DIN : 00239732

Chirag Shah
Whole Time Director
DIN : 01480310

Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

To The Members of Prudent Corporate Advisory Services Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Prudent Corporate Advisory Services Limited** ("the Parent") and its subsidiaries, (the Parent and its subsidiaries together referred to as "the Group") which comprise the Consolidated Balance Sheet as at 31st March 2023, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2023, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries, is traced from their financial statements audited by the other auditors.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies;

making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Management of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the consolidated financial statements of which we are the independent auditors. For the other entities or business activities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.]

Other Matter

We did not audit the financial statements of two subsidiaries, whose financial statements reflect total assets of Rs. 9,504.49 lakhs as at 31st March, 2023, total revenues of Rs. 7,339.48 lakhs and net cash inflows amounting to Rs. 518.92 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the subsidiaries referred to in the Other Matters section above we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors of the Parent as on 31st March, 2023 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent and subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of those companies.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

      In our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary companies incorporated in India, the remuneration paid by the Parent and such subsidiary companies to their respective directors during the year is in accordance with the provisions of section 197 of the Act.

Independent Auditor's Report

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, - Refer Note 48 to the consolidated financial statements;

ii) The Group 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 Parent and its subsidiary companies incorporated in India.

iv) (a) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries that, to the best of their knowledge and belief, and as disclosed in Note 50(c) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Parent and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries that, to the best of their knowledge and belief, and as disclosed in Note 50(d) to the standalone financial statements, no funds have been received by the Parent or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v) The final dividend proposed in the previous year, declared and paid by the Parent during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 47 to the consolidated financial statements, the Board of Directors of the Parent have proposed final dividend for the year which is subject to the approval of the members of the Parent at the ensuing Annual General Meetings. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

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 w.e.f. April 1, 2023 to the Parent and its subsidiaries which are companies incorporated in India, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Management of the Parent, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the consolidated financial statements.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.117365W)

Hardik Sutaria
(Partner)
(Membership No.116642)
UDIN:23116642BGWGAN2256

Place: Ahmedabad
Date: May 24, 2023

Independent Auditor's Report

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PRUDENT CORPORATE ADVISORY SERVICES LIMITED

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to consolidated financial statements of Prudent Corporate Advisory Services Limited (hereinafter referred to as "the Parent") and its subsidiary companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Parent and its subsidiary companies which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Parent and its subsidiary companies which are companies incorporated in India.

Meaning of Internal Financial Controls with reference to consolidated financial statements

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements

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

Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of other auditors referred to in the Other Matters paragraph below, the Parent and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023, based on the criteria for internal financial control with reference to consolidated financial statements established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to two subsidiary companies, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matter.

For **Deloitte Haskins & Sells**
Chartered Accountants
(Firm's Registration No.117365W)

Hardik Sutaria
(Partner)
(Membership No.116642)
UDIN:23116642BGWGAN2256

Place: Ahmedabad
Date: May 24, 2023

Consolidated Balance Sheet

as at March 31, 2023

Particulars	Note	As at 31 March, 2023 (₹ in lakhs)	As at March 31, 2022 (₹ in lakhs)
ASSETS			
I Financial Assets			
(a) Cash and Cash equivalents	4	2,170.13	1,871.80
(b) Bank Balances other than (a) above	5	4,810.91	3,875.74
(c) Securities for trade	9	765.93	1,039.52
(d) Trade receivables	6	10,326.38	9,375.26
(e) Loans	7	93.55	65.08
(f) Investments	10	14,293.91	3,921.59
(g) Other financial assets	8	1,603.09	1,459.59
Total Financial Assets		**34,063.90**	**21,608.58**
II Non-Financial Assets			
(a) Current Tax Asset (net)	33	171.40	207.97
(b) Deferred Tax Assets (net)	33	86.98	139.02
(c) Property, Plant and Equipment	11	1,475.06	1,565.66
(d) Right-of-use assets	12	1,630.70	1,263.84
(e) Intangible assets	13	13,308.04	14,613.36
(f) Other non-financial assets	14	1,253.86	600.01
Total Non-Financial Assets		**17,926.04**	**18,389.86**
Total Assets		**51,989.94**	**39,998.44**
LIABILITIES AND EQUITY			
Liabilities			
I Financial Liabilities			
(a) Trade payables	15		
(a) Total outstanding dues of micro enterprises and small enterprises		-	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		11,651.66	12,056.28
(b) Borrowings	16	0.25	0.72
(c) Lease liabilities	17	1,701.66	1,317.80
(d) Other financial liabilities	18	61.24	483.56
Total Financial Liabilities		**13,414.81**	**13,858.36**
II Non-Financial Liabilities			
(a) Current tax liability (net)	33	374.94	11.08
(b) Deferred tax liability (net)	33	664.57	180.27
(c) Provisions	19	540.97	501.69
(d) Other non-financial liabilities	20	1,997.01	1,685.71
Total Non-Financial Liabilities		**3,577.49**	**2,378.75**
Equity			
(a) Equity Share capital	21	2,070.33	2,070.33
(b) Instrument entirely equity in nature	22	-	-
(c) Other equity	23	32,927.31	21,691.00
Equity attributable to owners of the Company		**34,997.64**	**23,761.33**
Total Equity		**34,997.64**	**23,761.33**
Total Liabilities and Equity		**51,989.94**	**39,998.44**

The accompanying notes are an integral part of these Consolidated Financial Statements.
In terms of our report of even date attached

For Deloitte Haskins & Sells
Chartered Accountants

Hardik Sutaria
Partner

Place : Ahmedabad
Date: May 24, 2023

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Shah
Chairman and Managing Director
DIN : 00239810

Shirish Patel
Whole Time Director and CEO
DIN : 00239732

Chirag Shah
Whole Time Director
DIN : 01480310

Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

Consolidated Statement of Profit and Loss

for the year ended March 31, 2023

Prudent
— Money through wisdom —

Particulars	Note	For the year ended March 31, 2023 (₹ in lakhs)	For the year ended March 31, 2022 (₹ in lakhs)
Revenue from Operations			
I Commission and Fees Income	24	60,483.81	44,278.31
II Interest Income	25	475.05	403.74
III Net gain on fair value changes	26	173.86	393.22
Total Revenue from Operations		**61,132.72**	**45,075.27**
IV Other Income	27	754.50	781.20
V Total Income (I) + (II) + (III) + (IV)		**61,887.22**	**45,856.47**
VI Expenses:			
Commission and Fees Expense		32,521.32	24,644.66
Employee benefits expense	28	8,328.60	6,927.17
Finance costs	29	207.05	258.95
Impairment on Financial Instruments	30	(204.58)	(11.76)
Depreciation and amortization expense	31	2,403.26	1,338.82
Other expenses	32	2,949.56	1,987.85
Total Expenses (VI)		**46,205.21**	**35,145.69**
VII Profit before tax (V) - (VI)		**15,682.01**	**10,710.78**
VIII Tax expense / (Benefit)	33		
Current tax		3,470.61	2,276.57
Deferred tax		542.55	400.41
Total Tax Expense (VIII)		**4,013.16**	**2,676.98**
IX Profit after tax for the year (VII) - (VIII)		**11,668.85**	**8,033.80**
X Other Comprehensive Income (OCI)			
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurement of the defined benefit plans		(24.69)	(7.89)
(b) Income tax relating to items that will not be reclassified to profit or loss		6.21	1.98
Total Other Comprehensive Income/(Loss) (X)		**(18.48)**	**(5.91)**
XI Total Comprehensive Income for the year (IX) +/(-) (X)		**11,650.37**	**8,027.89**
XII Profit for the year		**11,668.85**	**8,033.80**
Attributable to :			
Equity holders of the Parent		11,668.85	8,033.80
Non Controlling interest		-	-
XIII Total Comprehensive Income (TCI)		**11,650.37**	**8,027.89**
Attributable to :			
Equity holders of the Parent		11,650.37	8,027.89
Non Controlling interest		-	-
XIV Earnings per equity share	34		
- Basic [in ₹]		28.18	19.42
- Diluted [in ₹]		28.18	19.42

The accompanying notes are an integral part of these Consolidated Financial Statements.
In terms of our report of even date attached

For Deloitte Haskins & Sells
Chartered Accountants

Hardik Sutaria
Partner

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Shah
Chairman and Managing Director
DIN : 00239810

Shirish Patel
Whole Time Director and CEO
DIN : 00239732

Chirag Shah
Whole Time Director
DIN : 01480310

Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

Place : Ahmedabad
Date: May 24, 2023

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Consolidated Statement of Cash Flows

for the year ended March 31, 2023

Contd...

Particulars	For the year ended March 31, 2023 (₹ in lakhs)	For the year ended March 31, 2022 (₹ in lakhs)
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit before Tax	**15,682.01**	**10,710.78**
Adjustment for		
Add : Depreciation and amortization expense	2,403.26	1,338.82
Add : Finance costs	207.05	258.95
Add: Bad debts	-	5.54
Less: Impairment made reversed for trade receivables	(0.91)	(11.76)
Less: Impairment allowances for margin money made	(203.67)	-
Add/(Less): Net (Gain) / Loss on sale of property, plant and equipment	4.34	(1.51)
Less: Dividend income	(15.18)	(0.57)
Add: Unrealized loss on securities held-for-trading measured at FVTPL	10.15	32.89
Less: Net gain on financial instruments measured at FVTPL	(405.79)	(652.75)
Less: Profit on cancellation of lease contract	(19.92)	(31.72)
Less : Interest income	(146.84)	(89.58)
Operating Profit before Working Capital Changes	**17,514.50**	**11,559.09**
Changes in working capital:		
(Increase) / decrease in Trade receivables	(952.08)	(2,537.89)
(Increase) / decrease in Loans	(28.47)	(14.48)
(Increase) / decrease in Other financial assets	87.23	(440.95)
(Increase) / decrease in Other non-financial assets	(653.79)	(351.50)
(Increase) / decrease in Securities held for trade	263.43	239.54
Increase / (decrease) in Trade payables	(402.23)	2,662.75
Increase / (decrease) in Other financial liabilities	(422.75)	231.25
Increase / (decrease) in Other non-financial liabilities	311.29	560.24
Increase / (decrease) in Provisions	15.39	(79.07)
Cash Generated from Operations	**15,732.52**	**11,828.98**
Less : Direct tax (paid)	(3,060.44)	(2,528.28)
Net Cash Generated from Operating Activities (A)	**12,672.08**	**9,300.70**
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment and intangible assets	(182.32)	(179.43)
Acquisition of customer folios	(226.23)	(15,100.00)
Purchase of investments	(34,791.82)	(26,246.26)
Proceeds from sale of investment	24,825.29	25,036.09
Proceeds from sale of property, plant and equipment	3.71	4.03
Dividend income	15.18	0.57
Bank deposits / margin money withdrawn	6,022.24	5,961.63
Bank deposits / margin money (placed)	(6,953.58)	(5,853.00)
Interest received	72.38	51.51
Net Cash Used in Investing Activities (B)	**(11,215.15)**	**(16,324.86)**

Particulars	For the year ended March 31, 2023 (₹ in lakhs)	For the year ended March 31, 2022 (₹ in lakhs)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from borrowings	8,818.00	7,600.00
Repayment of borrowings	(8,818.00)	(7,860.00)
Repayment of lease liabilities	(680.68)	(489.01)
Dividend paid	(414.07)	(31.01)
Finance costs paid	(63.85)	(257.24)
Net Cash Used in Financing Activities (C)	**(1,158.60)**	**(1,037.26)**
Net Increase/(decrease) in Cash and Cash Equivalents (A+B+C)	**298.33**	**(8,061.41)**
Cash and cash equivalents at the beginning of the year	1,871.80	9,933.21
Cash and Cash Equivalents at the end of the year	**2,170.13**	**1,871.80**
Cash and Cash Equivalents Comprises of:		
Cash on hand	3.24	4.81
Balances with banks		
- In current accounts	2,166.89	1,856.99
- In Fixed Deposits with original maturity of less than three months	-	10.00
Total Cash and Cash Equivalents (Refer Note : 4)	**2,170.13**	**1,871.80**

Notes:

1. The Consolidated Statement of Cash Flows has been prepared under the Indirect method as set out in Ind AS 7 on Statement of Cash Flows notified under Section 133 of the Companies Act 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as amended).

2. Disclosure with regards to changes in liabilities arising from financing activities as set out in Ind AS 7 -Statement of Cash Flows is presented under Note 18.

The accompanying notes are an integral part of these Consolidated Financial Statements.
In terms of our report of even date attached

For Deloitte Haskins & Sells
Chartered Accountants

Hardik Sutaria
Partner

Place : Ahmedabad
Date: May 24, 2023

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Shah
Chairman and Managing Director
DIN : 00239810

Shirish Patel
Whole Time Director and CEO
DIN : 00239732

Chirag Shah
Whole Time Director
DIN : 01480310

Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

Consolidated Statement of Changes in Equity

for the year ended March 31, 2023

A. Equity share capital - Refer Note 21

(₹ in lakhs)

Particulars	Amount
Balance as at April 01, 2021	**103.36**
Add: Issue of shares during the year	**-**
Add : Bonus Issue	1,963.84
Add : Split Share	-
Add : Conversion of Preference Shares	3.13
Balance as at March 31, 2022	**2,070.33**
Add: Issue of shares during the year	-
Balance as at March 31, 2023	**2,070.33**

B. Instrument entirely equity in nature - Refer Note 22

(₹ in lakhs)

Particulars	Amount
Balance as at April 01, 2021	**0.16**
Add: Issue of shares during the year	**-**
Add : Bonus Issue	2.97
Add : Split Share	-
Less : Conversion in Equity Shares	(3.13)
Balance as at March 31, 2022	**-**
Add: Issue of shares during the year	-
Balance as at March 31, 2023	**-**

C. Other equity - Refer Note 23

(₹ in lakhs)

Particulars	Reserves and Surplus			Total			Total
	Securities Premium	Capital Reserve	General Reserves	Retained Earnings	Attributable to owners of the parent	Non Controlling Interest	
Balance as at April 01, 2021	**95.35**	**214.62**	**100.00**	**15,250.97**	**15,660.94**	**-**	**15,660.94**
Add: Net Profit for the year	-	-	-	8,033.80	8,033.80	-	8,033.80
Add/(Less): Re-measurement of the defined benefit plans (net of tax)	-	-	-	(5.91)	(5.91)	-	(5.91)
Total Comprehensive income/(loss) for the year	**-**	**-**	**-**	**8,027.89**	**8,027.89**	**-**	**8,027.89**
(Less): Final dividend on Equity Shares paid during the year	-	-	-	(31.01)	(31.01)	-	(31.01)
(Less):Bonus shares issued during the year				(1,966.82)	(1,966.82)		(1,966.82)
(Less): Dividend @ 0.000001 % on Non-Cumulative Compulsory Convertible Preference Shares ('NCCCPS')	-	-	-	*-	*-	-	-
Balance as at March 31, 2022	**95.35**	**214.62**	**100.00**	**21,281.03**	**21,691.00**	**-**	**21,691.00**
Add: Net Profit for the year	-	-	-	11,668.85	11,668.85	-	11,668.85
Add/(Less): Re-measurement of the defined benefit plans (net of tax)	-	-	-	(18.48)	(18.48)	-	(18.48)
Total Comprehensive income/(loss) for the year	**-**	**-**	**-**	**11,650.37**	**11,650.37**	**-**	**11,650.37**
(Less): Final dividend on Equity Shares paid during the year	-	-	-	(414.07)	(414.07)	-	(414.07)
Balance as at March 31, 2023	**95.35**	**214.62**	**100.00**	**32,517.33**	**32,927.31**	**-**	**32,927.31**

The accompanying notes are an integral part of these Consolidated Financial Statement.
*- Figure nullified in conversion of ₹ in Lakhs

In terms of our report of even date attached

For Deloitte Haskins & Sells
Chartered Accountants

Hardik Sutaria
Partner

Place : Ahmedabad
Date: May 24, 2023

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Shah
Chairman and Managing Director
DIN : 00239810

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DIN : 01480310

Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

1 Corporate information

Prudent Corporate Advisory Services Limited ("the Company" or "the Parent Company") together with its subsidiaries (collectively referred to as "the Group") are engaged in the business of distribution of financial products. The Company was incorporated on June 4, 2003 under the provisions of Companies Act, 1956 and is Public Company domiciled in India. Its registered office is situated at Prudent House, Panjra Pole Cross Road, Nr. Polytechnic, Ambawadi, Ahmedabad, Gujarat, India. After the year ended March 31, 2022, the Parent Company concluded its Initial Public Offering (""IPO"") on May 20, 2022 through offer for sale of equity Shares by the existing shareholders and its equity shares are listed on recognised stock exchanges of India.

The Company is mainly engaged in business of distribution of various mutual funds existing in India and registered stock broker in cash segment with NSE and BSE and a depository participant with Central Depository Services (India) Limited (CDSL). Apart from distributing mutual funds, the Company, along with its subsidiaries is also engaged in distribution of various products like: Insurance products, PMS Products, Unlisted Securities, Bonds/FDs, AIFs, NPS, Stock broker, Liquiloan etc.

The entities considered for consolidation and their nature of operations are as follows:

(i) Gennext Insurance Brokers Private Limited, a 100% subsidiary of PCASL, is an IRDA registered direct Insurance Broker- Life and General and it distributes various Insurance products both offline as well as online.

(ii) Prudent Broking Services Private Limited (PBSPL), a 100% subsidiary of PCASL, was incorporated under the provisions of Companies Act, 1956 and is private limited company domiciled in India. The Company is registered as a stock broker with the Securities and Exchange Board of India ("SEBI"). It is a member of NSE, BSE, MCX and NCDEX and is engaged in the business of providing broking services to its clients.

(iii) Prutech Financial Services Private Limited (Prutech), a 100% subsidiary of PCASL, is SEBI registered investment Adviser offering financial planning services to its clients.

2 Basis of preparation and Presentation:

A Basis of preparation and Statement of Compliance:

The Consolidated Financial Statements of the Company and its subsidiaries (together known as the "Group") comprise of the Consolidated Balance Sheet as at March 31, 2023 and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income/ Loss) and the Consolidated Statement of Changes in Equity and the Consolidated statement of Cash Flows for the year ended March 31,2023 and the Summary of Significant Accounting Policies and other explanatory information, (together referred to as the " Consolidated Financial Statement").

The Consolidated Financial Statements have been prepared in accordance with the Indian Accounting Standards notified under Section 133 of the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, the provisions of the Companies Act, 2013 ("the Act") to the extent notified, and other accounting principles generally accepted in India. These Consolidated Financial Statements have been approved by the board of directors in its meeting held on May 24, 2023.

These Consolidated Financial Statements have been prepared under historical cost convention on accrual basis except certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies. Historical cost is generally based on the fair value of consideration given in exchange for goods and services.

The accounting policies, as set out in the following paragraphs of this note, have been consistently applied, by the Group, to all the periods presented in the said Consolidated financial statements.

The preparation of the said Consolidated financial statements requires the use of certain critical accounting estimates and judgements. It also requires the management to exercise judgement in the process of applying the Group accounting policies. The areas where estimates are significant to the Consolidated financial statements, or areas involving a higher degree of judgement or complexity, are disclosed in Note 2F.

The Consolidated financial statements are based on the classification provisions contained in Ind AS 1, 'Presentation of financial statements' and Division III of Schedule III of the Act .

B Basis of Consolidation

The Consolidated Financial Statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries) made up to March 31, 2023. Control is achieved when the Company:

- has the power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affects its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than a majority of the voting rights of an investee, it considers that it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, the results of subsidiaries acquired or disposed of during the period are included in profit or loss from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated on consolidation.

Non-controlling interests in subsidiaries are identified separately from the Group's equity therein. Those interests of non-controlling shareholders that are present ownership interests entitling their holders to a proportionate share of net assets upon liquidation may initially be measured at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement is made on an acquisition-by-acquisition basis. Other non-controlling interests are initially measured at fair value. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of the subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amount of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the Company.

When the Group loses control of a subsidiary, the gain or loss on disposal recognised in profit or loss is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), less liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as required/ permitted by applicable Ind ASs). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under Ind AS 109 when applicable, or the cost of initial recognition of an investment in an associate or a joint venture.

C Basis of Measurement

The Consolidated Financial Statement have been prepared on accrual and going concern basis under the historical cost convention except for certain class of financial assets/ liabilities, share based payments and net liability for defined benefit plans that are measured at fair value. The accounting policies have been consistently applied by the Group unless otherwise stated.

D Functional and Presentation Currency

The Consolidated Financial Statement have been prepared and presented in Indian Rupees (INR), which is also the Group's functional currency.

E Rounding off

All amounts disclosed in the Consolidated Financial Statement and notes have been rounded off to the nearest Lakhs, unless otherwise stated.

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F Key accounting estimates and judgement:

The preparation of Consolidated Financial Statement requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial period, are included in the following notes:

(i) Depreciation / amortisation and Useful life of property, plant and equipment and Intangible Assets

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.(Refer note 3A, 3 B & 49)

(ii) Measurement of defined benefit obligations

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. (Refer Note 35 (b)(vii)

(iii) Recognition and measurement of provisions and contingencies

The Group recognises a provision if it is probable that an outflow of cash or other economic resources will be required to settle the provision. If an outflow is not probable, the item is treated as a contingent liability. Risks and uncertainties are taken into account in measuring a provision. (Refer Note 3J)

(iv) Recognition of deferred tax assets/liabilities

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies and future recoverability of deferred tax assets. (Refer Note 3I)

(v) Impairment of financial assets

The Group recognises loss allowances for expected credit losses on its financial assets measured at amortised cost. At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit- impaired. A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. (Refer note 3E(2)(v) & 30)

(vi) Fair Value Measurement

Fair value is the price at the measurement date, at which an asset can be sold or paid to transfer a liability, in an orderly transaction between market participants. The Group's accounting policies require, measurement of certain financial / non-financial assets and liabilities at fair values (either on a recurring or non-recurring basis). Also, the fair values of financial instruments measured at amortised cost are required to be disclosed in the said Consolidated Financial Statement.

The Group is required to classify the fair valuation method of the financial / non-financial assets and liabilities, either measured or disclosed at fair value in the financial statements, using a three level fair-value-hierarchy (which reflects the significance of inputs used in the measurement). Accordingly, the Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The three levels of the fair-value-hierarchy are described below:

Level 1: Quoted (unadjusted) prices for identical assets or liabilities in active markets

Level 2: Significant inputs to the fair value measurement are directly or indirectly observable

Level 3: Significant inputs to the fair value measurement are unobservable.

(vii) Assessment of Business Combination

The management of the Group has assessed whether the said acquisition meets the definition of Business in accordance with Ind AS 103 Business Combination. In making such assessment, the management has exercised judgement while evaluating all the relevant facts and circumstances of the acquisition, including those related to inputs, substantive processes and outputs and concluded that the acquisition does not qualify as a Business in accordance with Ind AS 103 as Group has only acquired customer folios and accordingly, the same has been accounted as acquisition of intangible assets under Ind AS 38. (Refer note - 49)

3 Summary of Significant Accounting Policies

A Property, Plant and Equipment

Items of property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost is inclusive of freight, duties, taxes or levies (net of recoverable taxes) and any directly attributable cost of bringing the assets to their working condition for intended use.

Property, plant and equipment which are not ready for intended use as on the date of Consolidated Balance Sheet are disclosed as "Capital work-in-progress".

Items of Property, Plant and Equipment that have been retired from active use and are held for disposal are stated at the lower of their net carrying amount and net realisable value and are shown separately in the financial statements. Any write-down in this regard is recognised immediately in the Consolidated Statement of Profit and Loss.

An item of Property, Plant and Equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on derecognition is recognised in the Consolidated Statement of Profit and Loss.

On transition to Ind AS, the Group has elected to apply Ind AS 16 Property, Plant and Equipment for various Property, Plant and Equipment from the date of acquisition.

Depreciable amount for assets is the cost of an assets less its estimated residual value. Based on management's evaluation, useful life prescribed in Schedule II of the Act represent actual useful life of Property, Plant and Equipment. Accordingly, the Group has used useful lives as mentioned in Schedule II of the Act to provide depreciation of different class of its Property, Plant and Equipment. The Group provides depreciation on reducing balance method as per the useful life mentioned in Schedule II of the Act.

Out of the total assets, 4.9% of the assets are depreciated on straight line basis.

The estimated useful lives of Property, Plant and Equipment are as follows :

Class of assets	Useful Life (in years)
Building	30 to 60 Years
Office Equipment	5 to 10 Years
Furniture and Fixtures	5 to 10 Years
Computer Equipment	3 to 6 Years
Vehicles	8 to 10 Years

Depreciation on additions is being provided on pro rata basis from the date of such additions. Depreciation on assets sold, discarded, disabled or demolished during the period is being provided up to the date in which such assets are sold, discarded, disabled or demolished.

B Intangibles assets

Intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Intangible assets are amortised on a straight line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at least at each financial period end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Consolidated Statement of Profit and Loss.

The estimated useful lives of intangible assets are as follows :

Class of assets	Useful Life (in years)
Software	5 Years
Customer Folios*	10 years (Refer note 49)

C Impairment of non-financial assets

At the end of each reporting period, the Group reviews the carrying amounts of non-financial assets, other than deferred tax assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of such asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGUs, or otherwise they are allocated to the smallest group of CGUs for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Consolidated Statement of Profit and Loss. Impairment loss recognised in respect of a CGU is allocated to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

Reversal of impairment losses recognised in earlier periods is recorded when there is an indication that the impairment losses recognised for the asset/cash generating unit no longer exist or have decreased. However, the increase in carrying amount of an asset due to reversal of an impairment loss is recognised to the extent it does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognised for that asset/cash generating unit in earlier periods. Reversal of impairment loss is directly recognised in the Consolidated statement of Profit and Loss.

D Borrowing Costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in the Consolidated Statement of Profit and Loss in the period in which they are incurred.

E Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The financial instruments are recognised in the Consolidated Balance Sheet when the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial instruments at initial recognition.

(1) Initial Recognition and Measurements

A financial asset and financial liability is initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in the Consolidated Statement of Profit and Loss.

Where the fair value of a financial asset or financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Consolidated Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Consolidated Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial assets or financial liability.

Trade receivables that do not contain a significant financing component are measured at transaction price.

(2) *Subsequent Measurements*

(a) Financial Assets

For purposes of subsequent measurement, financial assets are classified based on assessment of business model in which they are held. This assessment is done for portfolio of the financial assets. The relevant categories are as below:

(i) 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 fair value through profit or loss (FVTPL):

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

(ii) At fair value through Other comprehensive income (FVTOCI)

A financial asset is measured at FVTOCI 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 achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(iii) At fair value through profit and loss (FVTPL)

Financial assets which are not measured at amortised cost and are held for trading are measured at FVTPL. Fair value changes related to such financial assets are recognised in the Consolidated Statement of Profit and Loss.

Based on the Group's business model, the Group has classified its securities held for trade,Investment in Equity Shares and Investment in Mutual Funds at FVTPL.

iv) Investment in Equity Instruments

Equity investments are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For equity instruments other than held for trading, the Group has irrevocable option to present in Other Comprehensive Income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Where the Group classifies equity instruments as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts of profit or loss from OCI to Statement of Profit and Loss, even on sale of investment.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Consolidated Statement of Profit and Loss.

(v) Impairment of Financial assets

The Group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition. If credit risk has not increased significantly, twelve month ECL is used to provide for impairment loss, otherwise lifetime ECL is used.

However, only in case of trade receivables, the Group applies the simplified approach which requires expected lifetime losses to be recognised from initial recognition of the receivables.

Expected credit losses rate the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate. The Group estimates cash flows by considering all contractual terms of the financial instrument through the expected life of that financial instrument.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

(vi) Derecognition of Financial Assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset 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 Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the Consolidated Statement of Profit and Loss if such gain or loss would have otherwise been recognised in the Consolidated Statement of Profit and Loss on disposal of that financial asset.

(b) Financial Liabilities

All financial liabilities of the Group are subsequently measured at amortized cost using the effective interest method or at FVTPL.

(i) At amortised cost:

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Consolidated Statement of Profit and Loss.

Trade and other payables are recognised at the transaction cost, which is its fair value, and subsequently measured at amortised cost.

(ii) At Fair Value through Profit and Loss:

"A financial liability may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability whose performance is evaluated on a fair value basis, in accordance with the Group's documented risk management.

Fair value changes related to such financial liabilities are recognised in the Consolidated Statement of Profit and Loss.

(iii) Derecognition of Financial Liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Consolidated Statement of Profit and Loss.

(iv) Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are offset when the Group has a legally enforceable right (not contingent on future events) to off-set the recognised amounts either to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

(3) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument as per the relevant accounting standard.

Ordinary shares are classified as Equity when the Group has an un-conditional right to avoid delivery of cash or another financial asset, that is, when the dividend and repayment of capital are at the sole and absolute discretion of the Group and there is no contractual obligation whatsoever to that effect.

(4) Derivative Financial Instruments

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value at the end of each reporting period. The resulting gain or loss is recognised in Consolidated Statement of Profit and Loss immediately.

F Foreign currency transactions

Foreign currency transactions are recorded at the rates of exchange prevailing on the date of the transactions. Monetary assets and liabilities outstanding at the period-end are translated at the rate of exchange prevailing at the period-end and the gain or loss, is recognised in the Consolidated Statement of Profit and Loss.

Foreign currency monetary items (other than derivative contracts) of the Group, outstanding at the Balance Sheet date are restated at the period-end rates. Non-monetary items of the Group are carried at historical cost.

Exchange differences arising on settlement/restatement of foreign currency monetary assets and liabilities of the Group are recognised as income or expense in the Consolidated Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

G Revenue Recognition

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers.

The Group recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Group allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the group expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation

Revenue from contracts with customers is recognised when control of the services are transferred to the customer which can be either at a point in time or over time, at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those services.

Revenue recognized are exclusive of goods and service tax, stamp duties and other levies by Security Exchange Board of India (SEBI) and exchanges.

The Group recognises revenue from the following major sources:

(i) Commission and Fees Income from distribution of financial products (i.e. Mutual Funds, Bonds, Fixed Deposits, Non-convertible Debentures,Insurance products, etc.)

(ii) Brokerage Income from stock broking business.

(iii) Commission Income from Sale of Properties

Commission and Fees Income relating to Distribution of Financial Products:

Fees on distribution services are recognized at a point in time when the service obligations are completed and when the terms of contracts are fulfilled.

Commission and Fees Income relating to Stock Broking :

Revenue from contract with customer is recognised point in time when performance obligation is satisfied. Income from broking activities is accounted for on the trade date of transactions.

Commission and Fees Income relating to Stock Broking depository services income: Revenue from depository services on account of annual maintenance charges have been accounted for over the period of the performance obligation. Revenue from depository services on account of transaction charges is recognised point in time when the performance obligation is satisfied.

Commission Income from Sale of Properties:

Brokerage income from sale of non-financial properties is recognised at the point the sale when the performance obligation which gives rise to the commission income is satisfied and when the right to receive the income is established. The date of the agreement is considered as point in time when the performance obligation is satisfied.

Revenues in excess of invoicing are classified as contract assets (referred to as unbilled revenue) while invoicing in excess of revenues are classified as contract liabilities (referred to as income received in advance or unearned revenue).

Interest Income

Interest income on financial assets is recognised using the Effective Interest Rate (EIR) method.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.

Dividend Income

Dividend income is recognised when the right to receive payment of the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

H Employees Benefit

Employee benefits include short term employee benefits, provident fund, employee's state insurance, gratuity and compensated absences.

Short term Employee Benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Group recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

Defined Contribution Plan

The Group's contribution to Provident Fund and Employee State Insurance Scheme are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees. The Group does not carry any further obligations, apart from the contributions made on a monthly basis.

Defined Benefit Plan

The Group provides for the gratuity, a defined benefit plan (the “”Gratuity Plan””) covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Group liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The Group`s contributes Gratuity liabilities to the Trusts. Trustees administer contributions made to the Trusts and contributions are invested in Insurer Managed Funds. Net Obligation is recognised as an assets/liability.

Re-measurements of the net defined benefit liability comprising actuarial gains and losses (excluding amounts included in net interest on the net defined benefit liability) and, are recognized in Other Comprehensive Income. Such re-measurements are not reclassified to the Consolidated Statement of Profit and Loss in the subsequent year. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income.

Long-term employee benefits

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the period are treated as other long term employee benefits and is unfunded. The Group's liability is actuarially determined (using the Projected Unit Credit method) at the end of the each period. Actuarial losses/gains are recognised in the Consolidated Statement of Profit and Loss in the period in which they arise.

I Current and deferred tax

Tax on Income comprises current and deferred tax.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the reporting period in accordance with the Income-tax Act, 1961 enacted in India and any adjustment to the tax payable or receivable in respect of previous periods. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantially enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantively enacted as on reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is also recognised in respect of carried forward tax losses and tax credits subject to the assessment of reasonable certainty of recovery. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

Deferred tax relating to items recognised outside the Consolidated Statement of Profit and Loss is recognised outside with the underlying items i.e. either in the statement of other comprehensive income or directly in equity as relevant.

J Provisions and contingent liabilities:

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Consolidated Statement of Profit and Loss net of any reimbursement. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

Contingent liabilities are not recognised but are disclosed in the notes. Contingent assets are not recognised but are disclosed in the notes where an inflow of economic benefits is probable.

K Leases: Right-of-use assets and Lease liabilities

i) Leases

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

The Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognises right-of-use assets ("RoU 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 Group 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 3(C) Impairment of non-financial assets.

ii) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group 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 Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

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

The Group applies the short-term lease recognition exemption to its short-term leases (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 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.

The Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

L Cash and Cash Equivalents

Cash and cash equivalents in the Consolidated Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. Cash and cash equivalents for the purpose of Consolidated Statement of Cash Flow comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less.

M Earning per share

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit/(loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

N Dividend on Ordinary Shares

The Group recognizes a liability to make cash or non-cash distributions to equity holders of the Group when the distribution is authorized and the distribution is no longer at the discretion of the Group. As per the Act, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognized directly in equity.

O Segment Reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's Chief Operating Decision Maker ("CODM") to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108 - Operating Segments, the CODM evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by business segments and geographic segments.

P Cash flow statement

Cash flows are reported using the indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular operating, investing and financing activities of the Group are segregated based upon the available information.

Q Contract balances

Trade Receivables : A receivable represents the Group right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration due.

Contract Liability : A contract liability is the obligation to transfer goods and services to the customer for which the Group has received the consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognized as revenue when the Group performs obligations under the contract. The same is disclosed as "Advance from customers" under Other non-financial liabilities.

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4 Cash and Cash equivalents

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(measured at amortised cost)		
Cash on Hand	3.24	4.81
Balance with Banks:		
- In current accounts	2,166.89	1,856.99
- In Fixed deposits with original maturity of less than three months	-	10.00
Total	**2,170.13**	**1,871.80**

5 Bank Balances other than cash and cash equivalents

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(measured at amortised cost)		
Deposits held as Margin Money *	20.00	20.00
Bank Deposits with remaining maturities more than 3 months **	4,760.70	3,848.00
Interest accrued but not due on Bank Deposits	30.14	7.74
Earmarked balances with bank (unpaid dividend account)	0.07	-
Total	**4,810.91**	**3,875.74**

*Includes Deposits under lien amounting to ₹20.00 Lakhs with Pension Fund Regulatory and Development Authority.
** Bank Deposits include fixed deposit which is lien with Banks against credit facilities of the Group, with Stock Exchanges against deposit / margin requirements and Insurance Regulatory and Development Authority.

6 Trade receivables

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(measured at amortised cost)		
Unsecured :		
Receivable from Clients/Customers		
Considered Good	10,150.82	9,231.43
Significant increase in credit risk	0.45	1.37
Credit Impaired	177.66	177.66
	10,328.93	**9,410.46**
Less : Allowance for expected credit Loss	(178.11)	(179.03)
	10,150.82	**9,231.43**
Receivable from Exchanges (Considered Good)	175.56	143.83
Total	**10,326.38**	**9,375.26**
Movement in expected credit loss allowance are as follows:		
Balance as at beginning of the year	**179.03**	**190.79**
Add: Provision recognized/ (reversed) during the year (Refer note : 30 & 40)	(0.91)	(11.76)
Balance as at end of the year	**178.12**	**179.03**

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

(a) Carrying value of trade receivables may be affected by the changes in credit risk of the counterparties as explained in Note 40

(b) No Trade receivables are due from directors or other officers of the Company. No trade receivables are due from firms or private companies in which any director is a partner, member or director.

(C) The Group has duly provided its services and fulfilled the performance obligations for the month of March 2023 in March 2023 and for March 2022 in March 2022 itself, but as a part of its routine procedure, the group has raised the invoices subsequent to the month. Since, the Group has the unconditional right to consideration and only the act of billing has been deferred, the same has been classified as Trade Receivable. This has been duly reflected as unbilled in the trade receivable ageing.

Trade receivable as at March 31, 2023

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled	Not due	Less than 6 Months	6 Months - 1 year	1 -2 Years	2 - 3 Years	More than 3 Years	
(I) Undisputed Trade Receivable - Considered good	1,656.77	829.76	7,805.93	31.75	2.13	0.04	-	10,326.38
(II) Undisputed Trade Receivable - which have significant increase in credit risk	-	0.07	0.25	0.03	0.09	0.01	-	0.45
(III) Undisputed Trade Receivable - Credit impaired	-	-	-	-	-	-	-	-
(IV) Disputed Trade Receivable - Considered good	-	-	-	-	-	-	-	-
(V) Disputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(VI) Disputed Trade Receivable - Credit impaired	-	-	-	-	-	-	177.66	177.66
	1,656.77	**829.83**	**7,806.18**	**31.78**	**2.22**	**0.05**	**177.66**	**10,504.49**
Less : Allowance for expected credit Loss	-	-	-	-	-	-	-	(178.11)
Total	**1,656.77**	**829.83**	**7,806.18**	**31.78**	**2.22**	**0.05**	**177.66**	**10,326.38**

Trade receivable as at March 31, 2022

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment							Total
	Unbilled	Not due	Less than 6 Months	6 Months - 1 year	1 -2 Years	2 - 3 Years	More than 3 Years	
(I) Undisputed Trade Receivable - Considered good	5.57	1,218.84	8,146.53	1.71	2.56	0.05	-	9,375.26
(II) Undisputed Trade Receivable - which have significant increase in credit risk	-	0.24	0.79	0.04	0.25	-	0.05	1.37
(III) Undisputed Trade Receivable - Credit impaired	-	-	-	-	-	-	-	-
(IV) Disputed Trade Receivable - Considered good	-	-	-	-	-	-	-	-
(V) Disputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-	-	-
(VI) Disputed Trade Receivable - Credit impaired	-	-	-	-	-	177.66	-	177.66
	5.57	**1,219.08**	**8,147.32**	**1.75**	**2.81**	**177.71**	**0.05**	**9,554.29**
Less : Allowance for expected credit Loss	-	-	-	-	-	-	-	(179.03)
Total	**5.57**	**1,219.08**	**8,147.32**	**1.75**	**2.81**	**177.71**	**0.05**	**9,375.26**

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7 Loans

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good unless otherwise stated)		
(measured at amortised cost)		
Loans and Advances to Employees	93.55	65.08
Total	**93.55**	**65.08**

8 Other financial assets

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(Unsecured, considered good unless otherwise stated)		
(measured at amortised cost)		
Deposits with Exchange*	838.31	493.70
Margins with Exchanges and clearing member	394.84	430.69
Less : Impairment Allowances (Refer Note : 30 & 48(b))	(1.00)	(204.67)
	393.84	**226.02**
Deposit for leased premises	253.45	220.85
Interest accrued but not due on Deposits & Margins	3.84	6.27
Less : Impairment Allowances	-	(3.78)
	3.84	**2.49**
Proposed IPO Expense Recoverable (Refer note : 36)	-	459.44
Other Receivables	3.76	8.88
Less : Impairment Allowances	-	(5.46)
	3.76	**3.42**
Interest Receivable	59.89	0.59
Amount Paid under Protest (Refer Note : 48(a)(i))	50.00	53.08
Total	**1,603.09**	**1,459.59**

* The above fixed deposits are marked as lien with stock exchange as security deposit and minimum base capital requirements

9 Securities for trade

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Quoted - measured at Fair value through profit and loss		
Equity Shares (i)	-	34.35
Bonds (iii)	709.24	768.40
Unquoted - measured at Fair value through profit and loss		
Equity Share (i)	39.00	80.35
Preference Share (ii)	-	150.00
Bonds (iii)	17.69	6.42
Total	**765.93**	**1,039.52**

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(i) Equity Shares - Securities for trade

(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Number of Shares	FV per Shares (in ₹)	Value (₹ in lakhs)	Number of Shares	FV per Shares(in ₹)	Value (₹ in lakhs)
Quoted Shares						
Nazara Technology Ltd	-	-	-	2,000	4	32.76
Suryoday Small Finance Bank Limited	-	-	-	1,810	10	1.59
Total			**-**			**34.35**
Unquoted Shares						
Chennai Super Kings Cricket Limited	-	-	-	290	0.10	0.60
Fino Paytech Limited	11,130	10	16.69	10,330	10	19.11
HDFC Securities Limited	-	-	-	35	10	5.60
Reliance Retail Limited	990	10	22.28	990	10	33.66
Kurlon Enterprises Limited	4	5	0.02	4	5	0.03
Merino Industries Limited	-	-	-	250	10	8.25
Tata Technologies Limited	-	-	-	80	10	4.70
Utkarsh CoreInvest Limited	-	-	-	360	10	0.59
Cochin International Airport Limited	3	10	0.01	3	10	0.01
Sterlite Power Transmission Limited	-	-	-	800	2	7.60
Maharashtra Knowledge Corporation Limited	-	-	-	50	10	0.20
Total			**39.00**			**80.35**
Total			**39.00**			**114.70**

(ii) Details of Preference Shares - Securities held for trade

(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Number of shares	FV per share (in ₹)	Value (₹ in lakhs)	Number of shares	FV per share (in ₹)	Value (₹ in lakhs)
Unquoted Shares						
Tata Capital Limited 2024@7.15%	-	-	-	5,000	1,000	50.00
Tata Capital Limited 2024@7.50%	-	-	-	10,000	1,000	100.00
Total			**-**			**150.00**

(iii) Bonds - Securities for trade

(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Number of Bonds	FV per Bond (in ₹)	Value (₹ in lakhs)	Number of Bond	FV per Bond (in ₹)	Value (₹ in lakhs)
Quoted Bonds						
Bank of Maharashtra 2025@7.75%	4	1,000,000	39.79	4	1,000,000	40.60
Ghazibad Nagar Nigam 2026@8.10%	1	142,900	1.46	37	142,900	53.99
India Grid Trust 2031@8.20%	1,125	1,000	14.27	3,839	1,000	42.32
Punjab National Bond 2025 @ 9.15%	-	-	-	4	1,000,000	41.20
State Bank of India 2025@7.74%	-	-	-	8	1,000,000	80.66
Union Bank Ltd Bond 2026@9.50%	-	-	-	3	1,000,000	31.89
ECL Finance Limited 2028@9.85%	350	1,000	3.47	509	1,000	4.91
IIFL Finance Ltd 2028@10%	-	-	-	5	1,000	0.05
Piramal Capital and Housing Finance Ltd 2031@6.75%	7,646	950	60.23	2,650	975	21.41
UPPCL 2025 @ 10.15%	-	-	-	1	1,000,000	10.65
Asirvad Microfinance Ltd 2024	-	-	-	3	1,000,000	31.44
Belstar Microfinance Limited NCD 2024	-	-	-	1	1,000,000	10.03

(₹ in lakhs)

Particulars	As at March 31, 2023 Number of Bonds	As at March 31, 2023 FV per Bond (in ₹)	As at March 31, 2023 Value (₹ in lakhs)	As at March 31, 2022 Number of Bond	As at March 31, 2022 FV per Bond (in ₹)	As at March 31, 2022 Value (₹ in lakhs)
BOB Perp Bond 2025 @ 8.50%	-	-	-	8	1,000,000	82.28
Edelweiss Financial Services Ltd 2023@11%	-	-	-	2	1,000,000	19.90
HDFC 2031@7.10%	-	-	-	1	1,000,000	9.96
Housing Development Finance Co Ltd 2031@7.05%	-	-	-	10	1,000,000	99.17
Mahindra and Mahindra Financial Ser Ltd 2031@7.45%	-	-	-	2	1,000,000	20.00
Muthoot Finance Ltd Bond 2027@10.26%	-	-	-	51	100,000	52.53
Nabard Tax Free Bond 2026@7.29%	600	1,000	6.30	600	1,000	6.52
Rajasthan Rajya Vidyut Prasaran Nigam Ltd 2024	-	-	-	1	500,000	4.33
Rajasthan Rajya Vidyut Prasaran Nigam Ltd 2026	-	-	-	4	500,000	13.84
Tata Capital Housing Finance Ltd 2032@7.50%	2	1,000,000	19.49	9	1,000,000	90.72
Mahindra & Mahindra Financial Ser Ltd 2027@8%	1,300	1,000	12.94	-	-	-
Edelweiss Housing Finance Ltd 2026@10%	163	1,000	1.68	-	-	-
Andra Pradesh State Beverages Cor Ltd 2030 @ 9.62%	2	1,000,000	20.00	-	-	-
Andra Pradesh State Beverages Cor Ltd 2031@9.62%	1	1,000,000	10.12	-	-	-
GOI 2027 @ 7.38%	19,500	100	20.28	-	-	-
GOI 2032 @ 6.54%	20,000	100	19.03	-	-	-
Edelweiss Housing Finance Ltd 2025@8.70%	72	1,000	0.72	-	-	-
Aditya Birla Finance Ltd 2026@7.95%	7	1,000,000	69.99	-	-	-
GA SDL 2029 @ 7.22%	4,000	100	4.02	-	-	-
Gujarat SDL 2032 @ 7.77%	30,000	100	30.90	-	-	-
Andhra Pradesh State Beverages Corp Ltd 2024@9.62%	2	1,000,000	20.01	-	-	-
Andra Pradesh State Beverages Cor Ltd 2029@9.62%	2	1,000,000	20.13	-	-	-
Andhra Pradesh State Beverages 2025@9.62%	1	1,000,000	9.98	-	-	-
Andra Pradesh State Beverages Cor Ltd 2027@9.62%	1	1,000,000	10.00	-	-	-
Andra Pradesh State Beverages Cor Ltd 2028@9.62%	1	1,000,000	9.99	-	-	-
APSBCL 2032@9.62% 310522	1	1,000,000	10.00	-	-	-
Canfin Homes Ltd 2026@8.45%	3	100,000	3.00	-	-	-
Edelweiss Housing Finance Ltd 2033@10%	3,500	1,000	34.82	-	-	-
Housing Development Finance Co Ltd 2033@7.97%	38	100,000	38.07	-	-	-
SGS 2033 @ 7.64%	60,000	100	60.05	-	-	-
SGS 2033 @ 7.66%	20,000	100	20.03	-	-	-
SGS 2033 @ 7.67%	40,000	100	40.08	-	-	-
SGS 2033 @ 7.72%	20,000	100	20.05	-	-	-
SGS 2036 @ 7.64%	30,000	100	30.02	-	-	-
Tata Capital Housing Finance Ltd 2026@6.50%	4	1,000,000	38.32	-	-	-
SGS 2033 @ 7.67% Assam	10,000	100	10.00	-	-	-
Total			**709.24**			**768.40**
Unquoted Bonds				-	-	-
Muthoot finance ltd bond 2031@8%	1,740	1,000	17.69	600	1,000	6.42
Total			**17.69**			**6.42**

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10 Investments

(i) Investments in Preference Shares

(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Face Value (₹)	No. of Shares	Amount (₹ in lakhs)	Face Value (₹)	No. of Shares	Amount (₹ in lakhs)
(Quoted - measured at amortised cost)						
IL&FS Limited						
2021 Non Convertible Redeemable Preference Shares @ 16.06%	7,500	760	95.00	7,500	760	95.00
Less: Impairment allowances	-	-	(95.00)			(95.00)
2021 Non Convertible Redeemable Preference shares @ 15.99%	7,500	40	5.00	7,500	40	5.00
Less: Impairment allowances	-	-	(5.00)			(5.00)
Tata Capital Limited 2024@7.15%	1,000	5,000	49.88	-	-	-
Tata Capital Limited 2024@7.50%	1,000	9,599	98.89	-	-	-
Total		**-**	**148.77**		**-**	**-**

(ii) Investments in Bonds

(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Face Value (₹)	No. of Bonds	Amount (₹ in lakhs)	Face Value (₹)	No. of Bonds	Amount (₹ in lakhs)
(Quoted - measured at amortised cost)						
9.75% Uttar Pradesh Power Corporation Ltd. 2024	1,000,000	1	10.06	1,000,000	1	10.06
11.01% Meghalaya Energy Corporation Ltd. 14/01/2031	1,000,000	1	10.61	1,000,000	1	10.61
9.90% Central Bank of India 2023	1,000,000	1	10.67	1,000,000	1	10.67
IIFCL Bond 2029 @ 8.73%	1,000	670	7.92	1,000	670	7.92
7.80% CANFIN Homes Ltd 2025	1,000,000	20	200.26	-	-	-
7.90% M&M Financial Services Ltd 2027	1,000,000	20	200.70	-	-	-
Bajaj Housing Finance Ltd.2027	1,000,000	20	199.57	-	-	-
7.95% L & T Finan Ltd. 2026	1,000,000	20	200.22			
8.45% Can Fin Home Ltd. 2026	100,000	150	150.14			
LIC Housing Finance Ltd. 7.13% 2031	1,000,000	10	98.89	-	-	-
TATA Capital Housing Finance Ltd. 7.75% 2027	1,000,000	20	202.75	-	-	-
7.95% Aditya Birla Finance Ltd. 2026	1,000,000	20	200.17	-	-	-
A K Capital Finance Ltd MLD 2024	1,000,000	5	49.88	-	-	-
Total			**1,541.84**			**39.26**

(iii) Investments in Equity Shares

(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Face Value (₹)	No. of Shares	Amount (₹ in lakhs)	Face Value (₹)	No. of Shares	Amount (₹ in lakhs)
(Quoted - measured at Fair value through profit and loss)						
HEC Infra Projects Limited	10	36,000	10.46	10.00	36,000	12.55
Maheshwari Logistics Limited	10	12,000	9.56	10.00	12,000	12.50
Reliance Nippon Life Asset Management Limited	10	1,514	3.18	10.00	1,514	5.27
Wealth First Portfolio Managers Limited	10	5,000	14.23	10.00	5,000	13.61
Total			**37.43**			**43.93**

(iv) **Investments in Mutual Funds**

(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Face Value (₹)	No. of Units	Amount (₹ in lakhs)	Face Value (₹)	No. of Units	Amount (₹ in lakhs)
(Unquoted - measured at Fair value through profit and loss)						
Axis Strategic Bond Fund		964,100	224.87		964,100	215.14
SBI Liquid Fund		-	42.13		1,205	39.90
Reliance ETF Liquidbees		0.65	0.01		0.65	0.01
Mirae Asset Large Cap Fund Growth Plan		89,051	68.26		26,921	20.84
Nippon India Multi Cap Fund-Growth Plan Growth Option		45,599	74.28		15,034	22.75
ICICI Prudential Bluechip Fund Growth		106,025	71.60		33,554	22.00
SBI Focused Equity Fund Regular Plan Growth		30,921	67.31		9,091	21.23
HDFC Corporate Bond Fund		800,075	217.46		800,075	209.08
HDFC Low Duration Fund		554,916	272.36		554,916	259.78
ICICI Prudential Savings Fund		84,018	384.37		84,018	364.10
Kotak Bond short term fund		732,761	323.27		732,761	312.06
Nippon India corporate bond fund		439,742	220.14		439,742	210.06
Nippon India short term Fund		488,882	216.91		488,882	209.22
Aditya Birla Sun Life Liquid Fund		701,871	2,525.31		567,575	1,932.23
Axis ultra short term fund		31,385,780	3,976.87		-	-
Nippon India ultra short term duration fund		112,442	3,880.72		-	-
Total			**12,565.87**			**3,838.40**
Total (i) + (ii) + (iii)+(iv)			**14,293.91**			**3,921.59**
Aggregate amount of Quoted Investments			1,728.04			83.19
Market value of Quoted Investments			1,704.00			84.44
Aggregate amount of Unquoted Investments			12,565.87			3,838.40

11 Property, Plant and Equipment

(₹ in lakhs)

Particulars	Land *	Building *	Computer	Furniture and Fixtures	Office Equipment	Vehicles	Total
Gross Block							
Deemed Cost							
As at April 01, 2021	**402.71**	**741.01**	**376.76**	**367.98**	**241.00**	**145.40**	**2,274.86**
Addition during the year	-	-	89.45	40.25	23.22	23.64	176.56
Deduction/Adjustment during the year	-	-	(3.65)	(1.13)	(3.57)	(5.14)	(13.49)
As at March 31, 2022	**402.71**	**741.01**	**462.56**	**407.10**	**260.65**	**163.90**	**2,437.93**
Addition during the year	-	-	111.75	19.13	26.21	20.54	177.63
Deduction/Adjustment during the year	-	-	(79.39)	(17.70)	(6.11)	-	(103.20)
As at March 31, 2023	**402.71**	**741.01**	**494.92**	**408.53**	**280.75**	**184.44**	**2,512.36**
Accumulated Depreciation							
As at April 01, 2021	**-**	**76.83**	**149.83**	**141.96**	**168.68**	**72.84**	**610.14**
Depreciation for the year	-	36.34	112.73	61.82	38.27	24.01	273.17
Deduction	-	-	(2.83)	(0.93)	(3.08)	(4.20)	(11.04)
As at March 31, 2022	**-**	**113.17**	**259.73**	**202.85**	**203.87**	**92.65**	**872.27**
Depreciation for the year	-	33.28	114.56	53.99	35.35	22.74	259.92
Deduction	-	-	(77.99)	(11.83)	(5.07)	-	(94.89)
As at March 31, 2023	**-**	**146.45**	**296.30**	**245.01**	**234.15**	**115.39**	**1,037.30**
Net Carrying Value as at March 31, 2023	**402.71**	**594.56**	**198.62**	**163.52**	**46.60**	**69.05**	**1,475.06**
Net Carrying Value as at March 31, 2022	**402.71**	**627.84**	**202.83**	**204.25**	**56.78**	**71.25**	**1,565.66**

* The title deeds of all the immovable properties, (other than immovable properties where the Group is the lessee and the lease agreements are duly executed in favour of the Group) are held in the name of the Group as at the balance sheet date.

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12 Right-of-use assets

(₹ in lakhs)

Particulars	Carrying Amount as at April 01, 2022	Additions during the year	Deletion during the year	Amortization during the year	Net Carrying Value as at March 31, 2023
Office Premises	1,263.84	1,105.62	(131.69)	(607.09)	1,630.70
Total	**1,263.84**	**1,105.62**	**(131.69)**	**(607.09)**	**1,630.70**
Particulars	**Carrying Amount as at April 01, 2021**	**Additions during the year**	**Deletion during the year**	**Amortisation during the year**	**Net Carrying Value as at March 31, 2022**
Office Premises	933.09	1,086.73	(222.82)	(533.16)	1,263.84
Total	**933.09**	**1,086.73**	**(222.82)**	**(533.16)**	**1,263.84**

(a) The Group has leases for the office premises. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected in the Balance Sheet as a right-of-use asset and a lease liability. The Group classifies its right-of-use assets in a consistent manner to its property, plant and equipment.

13 Intangible Assets

(₹ in lakhs)

Particulars	Computer Software	Customer Folios (Refer note - 3B & 49)	Total
Gross Block			
Deemed Cost			
As at April 01, 2021	90.12	-	**90.12**
Additions during the year	6.01	15,100.00	**15,106.01**
Disposals/ Adjustments	(3.21)	-	**(3.21)**
As at March 31, 2022	**92.92**	**15,100.00**	**15,192.92**
Additions during the year	4.71	226.23	**230.94**
Disposals/ Adjustments	(0.07)	-	**(0.07)**
As at March 31, 2023	**97.56**	**15,326.23**	**15,423.79**
Accumulated Depreciation and Amortisation			
As at April 01, 2021	**47.07**	**-**	**47.07**
Additions during the year	15.37	517.12	**532.49**
Disposals/ Adjustments	-	-	**-**
As at March 31, 2022	**62.44**	**517.12**	**579.56**
Additions during the year	14.97	1,521.28	**1,536.25**
Disposals/ Adjustments	(0.06)	-	**(0.06)**
As at March 31, 2023	**77.35**	**2,038.40**	**2,115.75**
Net Carrying Value as at March 31, 2023	**20.21**	**13,287.83**	**13,308.04**
Net Carrying Value as at March 31, 2022	**30.48**	**14,582.88**	**14,613.36**

14 Other non-financial assets

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Balance with Government Authorities	4.11	5.13
Advances to suppliers	1,048.25	418.60
Prepaid expenses	201.26	169.64
Other Receivable	0.24	6.64
Total	**1,253.86**	**600.01**

15 Trade payables

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(at amortised cost)		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		
- Payable to Clients	5,710.51	7,609.87
- Payable to Exchanges	4.75	26.07
- Payable to Vendors	5,936.40	4,420.34
Total	**11,651.66**	**12,056.28**

Details of dues to Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006. This information has been determined to the extent such parties have been identified on the basis of information available with the Group and relied upon by auditors.

The amounts remaining unpaid to any supplier at the end of the year:

(₹in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
1. Principal Amount	-	-
2. Interest Amount	-	-
The amounts of interest paid by the buyer in terms of section 16 of the 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 accrued and remaining unpaid at the end of each accounting year.	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	-	-

Trade payables as at March 31, 2023

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 Year	1 - 2 Year	2 -3 year	More than 3 years	
(I) MSME	-	-	-	-	-	-	-
(II) Others	824.82	641.37	10,183.81	1.66	-	-	11,651.66
(III) Disputed dues - MSME	-	-	-	-	-	-	-
(IV) Disputed dues - Others	-	-	-	-	-	-	-
Total	**824.82**	**641.37**	**10,183.81**	**1.66**	**-**	**-**	**11,651.66**

Trade payables as at March 31, 2022

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 Year	1 - 2 Year	2 -3 year	More than 3 years	
(I) MSME	-	-	-	-	-	-	-
(II) Others	646.22	1,971.22	9,437.83	0.06	-	0.95	12,056.28
(III) Disputed dues - MSME	-	-	-	-	-	-	-
(IV) Disputed dues - Others	-	-	-	-	-	-	-
Total	**646.22**	**1,971.22**	**9,437.83**	**0.06**	**-**	**0.95**	**12,056.28**

16 Borrowings

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(at amortised cost)		
Interest accrued but not due on borrowings	0.25	0.72
Total	**0.25**	**0.72**

17 Lease Liabilities

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(at amortised cost)		
Opening Balance	1,317.80	999.07
Additions	1,071.51	1,049.59
Finance Cost	143.66	106.06
Cancellation of Lease	(150.63)	(241.85)
Lease Payments	(680.68)	(595.07)
Total	**1,701.66**	**1,317.80**

Lease payments not recognised as a liability

The Group has elected not to recognise a lease liability for short term leases (leases with an expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognised as lease liabilities and are expensed as incurred.

The expense relating to payment not included in the measurement of the lease liability mainly pertains to the short term leases.

Future minimum lease payments under leases together with the present value of the net minimum lease payments are as follows.

(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Minimum Lease Payments	Finance charge allocated to future periods	Present Value of MLP	Minimum Lease Payments	Finance charge allocated to future periods	Present Value of MLP
Within 1 year	654.62	126.40	528.22	561.22	93.90	467.32
1 to 5 Years	1,319.97	156.01	1,163.96	948.25	97.77	850.48
More than 5 Years	10.32	0.84	9.48	-	-	-
Total minimum lease payments	**1,984.91**	**283.25**	**1,701.66**	**1,509.47**	**191.67**	**1,317.80**
Less: Amounts representing finance charges	(283.25)	-	-	(191.67)	-	-
Present value of minimum lease payments	**1,701.66**		**1,701.66**	**1,317.80**		**1,317.80**

18 Other financial liabilities

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
(at amortised cost)		
Security deposits received	59.69	49.21
Unpaid dividends	0.07	-
Other payable	1.48	434.35
Total	**61.24**	**483.56**

Disclosure of changes in liabilities arising from financing activities, including changes arising from cash flows is as under :

(₹ in lakhs)

Particulars	Dividend	Lease Liabilities	Borrowings	Total
As at April 1, 2021	-	999.07	261.00	1,260.07
Addition during the year	-	1,049.59	-	1,049.59
Adjustments/(deletion)	-	(241.85)	-	(241.85)
Charged to Profit and Loss	-	106.06	125.52	231.58
Dividend recognised during the year	31.01	-	-	31.01
Cash flow movement	(31.01)	(595.07)	(385.80)	(1,011.88)
As at March 31, 2022	**-**	**1317.80**	**0.72**	**1318.52**
Addition during the year	-	1,071.51	-	1,071.51
Adjustments/(deletion)	-	(150.63)	-	(150.63)
Charged to Profit and Loss	-	143.66	21.31	164.97
Dividend recognised during the year	414.07	-	-	414.07
Cash flow movement	(414.07)	(680.68)	(21.78)	(1116.53)
As at March 31, 2023	**-**	**1701.66**	**0.25**	**1701.91**

19 Provisions

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for gratuity (Refer Note 35)	326.40	314.64
Provision for compensated absences (unfunded)	214.57	187.05
Total	**540.97**	**501.69**

20 Other non-financial liabilities

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Advance received from customers (Contract liabilities)	0.18	20.29
Statutory dues	1996.83	1665.42
Total	**1,997.01**	**1,685.71**

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21 Equity Share capital

(₹ in lakhs)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorised		
4,80,00,000 Equity shares of ₹ 5/- each (March 31, 2022: 4,80,00,000 Equity shares of ₹ 5/- each)	2,400.00	2,400.00
	2,400.00	2,400.00
Issued, subscribed and fully paid up		
4,14,06,680 Equity shares of ₹ 5/- each fully paid-up	2,070.33	2,070.33
(March 31, 2022: 4,14,06,680 Equity shares of ₹ 5/- each fully paid-up)		
Total issued, subscribed and fully paid-up share capital	**2,070.33**	**2,070.33**

(i) Reconciliation of number of shares

(₹ in lakhs)

Equity Shares	Number of Shares	Amount
Balance as at April 1, 2021	1,033,600	103.36
Add : Issue during the year	-	-
Add : Bonus Issue *	19,638,400	1,963.84
Add : Split Share *	20,672,000	-
Add : Conversion of Preference Shares (Refer note 22)	62,680	3.13
Balance as at March 31, 2022	**41,406,680**	**2,070.33**
Add : Issue during the year	-	-
Add : Conversion of Preference Shares	-	-
Balance as at March 31, 2023	**41,406,680**	**2,070.33**

*Pursuant to the Board resolution dated, July 22, 2021 and Shareholders' resolution dated July 23, 2021, the Parent Company has issued 19 bonus shares of face value ₹ 10 each for every 1 existing fully paid up equity share of face value ₹ 10 each and accordingly 1,96,38,400 bonus shares were issued, which were allotted on August 3, 2021 (the "Bonus Issue"). Further, each equity share of face value of ₹ 10 each of the Parent Company has been split into two equity shares of face value of ₹ 5 each (the "Split") by capitalizing the Retained earnings of our Parent Company.

(ii) Rights, preferences and restrictions attached to Equity shares

The Parent Company has only one class of equity shares having a par value of ₹5/- per share. Each shareholder of equity shares is entitled to one vote per share. The Parent Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Parent Company, the holders of equity shares will be entitled to receive the remaining assets of the Parent Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shareholders holding more than 5% of the aggregate shares in the Parent Company

Equity Shares	As at March 31, 2023	
	Number of Shares	% Holding
Sanjay R Shah	17,952,250	43.36%
Wagner Ltd.	9,967,299	24.07%
Maitry Shah	2,760,000	6.67%
Sakhi Shah	2,760,000	6.67%

Equity Shares	As at March 31, 2022	
	Number of Shares	% Holding
Sanjay R Shah	17,952,250	43.36%
Wagner Ltd.	16,562,680	40.00%

Equity Shares	As at March 31, 2022	
	Number of Shares	% Holding
Maitry Shah	2,760,000	6.67%
Sakhi Shah	2,760,000	6.67%

(iv) Details of shareholding of Promoters as at March 31, 2023

Promoter Name	Number of Shares	% total shares	% change during the year
Sanjay R Shah	17,952,250	43.36%	-

Details of shareholding of Promoters as at March 31, 2022

Promoter Name	Number of Shares	% total shares	% change during the year
Sanjay R Shah	17,952,250	43.36%	-0.07%

22 Instrument entirely equity in nature

(₹ in lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Authorised		
20,00,000 Preference shares of ₹ 5/- each	100.00	100.00
(March 31, 2022: 20,00,000 Preference shares of ₹ 5/- each)		
	100.00	**100.00**
Issued, subscribed and fully paid up		
Nil Non-Cumulative Compulsory Convertible Preference Share (NCCCPS) of ₹ 5/- each fully paid-up	-	-
(March 31, 2022: Nil Non-Cumulative Compulsory Convertible Preference Shares (NCCCPS) of ₹ 5/- each fully paid-up		
Total	**-**	**-**

(i) Reconciliation of number of shares

Preference shares	Number of Shares	Amount
Balance as at April 1, 2021	**1,567**	**0.16**
Add : Bonus Shares Issued during the year #	29,773	2.97
Add : Split Share #	31,340	-
Less : Conversion in Equity Shares **	(62,680)	(3.13)
Balance as at March 31, 2022	**-**	**-**
Add : Issue during the year	-	-
Balance as at March 31, 2023	**-**	**-**

For the period of 5 years immediately preceding March 31,2023

Pursuant to the Board resolution dated, July 22, 2021 and Shareholders' resolution dated July 23, 2021, the Parent Company has issued 19 bonus shares of face value ₹ 10 each for every 1 existing fully paid up equity share and preference share of face value ₹ 10 each and accordingly 29,773 bonus shares were issued, which were allotted on August 3, 2021 (the "Bonus Issue") by capitalizing the Retained earnings of our Parent Company. Further, each preference share of face value of ₹ 10 each of the Parent Company has been split into two preference shares of face value of ₹ 5 each (the "Split").

** Parent Company has alloted 62,680 Equity Shares of ₹ 5 each to Wagner Limited as fully paid up pursuant to conversion of Non Cummulative Compulsory Convertible Preference Shares. In accordance with the terms of the shareholders' agreement, the NCCCPS were converted into Equity Shares in the ratio of 1:1 without payment of any additional conversion price. Accordingly, no additional consideration was paid by Wagner Limited at the time of conversion of the NCCCPS into Equity Shares.

(ii) Rights, preferences and restrictions attached to Preference shares

The Parent Company had outstanding Nil - 0.000001 % Non-Cumulative Compulsory Convertible Preference Shares ('NCCCPS') of ₹ 10 each issued at a premium of ₹ 6,027.68 per share. Each holder of preference shares has a right to vote only on resolutions placed before the Parent Company which directly affects the right attached to preference shareholders. The Preference Shares have been converted into Equity Shares in the ratio of 1:1 after Bonus share and Split share on November 30,2021.

23 Other equity

(₹ in lakhs)

		As at March 31, 2023	As at March 31, 2022
(a)	**Securities Premium**		
	Balance as at beginning of the year	**95.35**	**95.35**
	Add: Amount received during the year	-	-
	Balance as at end of the year	**95.35**	**95.35**
(b)	**General Reserves**		
	Balance as at beginning of the year	**100.00**	**100.00**
	Add: Addition during the year	-	-
	Balance as at end of the year	**100.00**	**100.00**
(c)	**Capital Reserves**		
	Balance as at beginning of the year	**214.62**	**214.62**
	Add: Addition during the year	-	-
	Balance as at end of the year	**214.62**	**214.62**
(d)	**Retained Earnings**		
	Balance as at beginning of the year	**21,281.03**	**15,250.97**
	Add : Net Profit for the year	11,668.85	8,033.80
	Add : Re-measurement of the defined benefit plans (net of tax)	(18.48)	(5.91)
	Less: Final Dividend on Equity Shares paid during the year	(414.07)	(31.01)
	Less:Utilised for issue of Bonus Shares	-	(1,966.82)
	Balance as at end of the year	**32,517.33**	**21,281.03**
	Total	**32,927.31**	**21,691.00**

Distribution made and proposed

PARTICULARS	As at March 31, 2023	As at March 31, 2022
Cash Dividend on Equity Share declared and paid		
Final Dividend for the year ended March 31, 2022 (₹ 1 per share) and March 31, 2021 (₹ 3 per share)	414.07	31.01
	414.07	**31.01**
Proposed Dividend on Equity Shares		
Final Dividend for the year ended March 31, 2023 proposed in the board meeting scheduled on May 24, 2023 at ₹ 1.5/- per Share ,## (Final Dividend for the previous year was decided ₹ 1 per share in the board meeting scheduled on May 30, 2022)	**621.10**	**414.07**
Total	**621.10**	**414.07**

The Board of Directors have recommended a final dividend of ₹ 1.5/- (face value of ₹ 5/- each) (30%) per equity share for the year ended March 31, 2023 on 4,14,06,680 equity shares, amounting ₹ 621.10/- Lakhs subject to the approval of the shareholders at the ensuing Annual General Meeting and is not recognised as a liability.

The description of the nature and purpose of each reserve within Other equity is as follows:

(i) Securities Premium

Securities premium is received by the Parent Company on issue of shares at premium. This balance will be utilised in accordance with the provisions of Section 52 of the Act towards issuance of fully paid bonus shares, write-off of preliminary expenses, commission/discount expenses on issue of shares/debentures, premium payable on redemption of redeemable preference shares/debentures and buy back of its own shares/securities under Section 68 of the Act.

(ii) General Reserves

General reserve is a free reserve, retained from the Group profits and can be utilized upon fulfilling certain conditions in accordance with statute of the relevant Act.

(iii) Capital Reserves

Capital reserve on consolidation was created on account of acquisition of subsidiary companies. The balance in this reserve will get transferred at the time of disposal of the relevant investments.

(iv) Retained Earnings

Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end and balances of remeasurement of net defined benefit plans, less any transfers to general reserve that can be distributed by the Group as dividend to its shareholders in compliance with the requirements of the Act.

24 Commission and Fees Income

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Commission and fees income from		
Distribution of mutual fund products	50,166.83	38,022.18
Distribution of insurance products	7,059.66	3,628.70
Stock broking and allied services	1,739.44	1,860.66
Other financial and non-financial products	1,517.88	766.77
Total	**60,483.81**	**44,278.31**

(a) Reconciliation of gross revenue with revenue from contracts with customers

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Gross revenue (i.e. Contracted Price)	60,483.81	44,278.31
Less: Discounts, rebates, price concessions etc.	-	-
Total	**60,483.81**	**44,278.31**

Revenue from Geographical Markets

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
India	60,483.81	44,278.31
Outside India	-	-
Total	**60,483.81**	**44,278.31**

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Timing of Recognition of Revenue

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue recognised for services provided at point of time	60,483.81	44,278.31
Revenue recognised for services provided over a period of time	-	-
Total	**60,483.81**	**44,278.31**

There are no external customers who represents 10 % or more of the Group's total revenue for the year ended March 31, 2023. (Previous year ₹ Nil)

25 Interest Income

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest on		
Deposits and margin with exchange	183.15	186.85
Delayed payments from customers	289.75	216.20
Others	2.15	0.69
Total	**475.05**	**403.74**

26 Net gain on fair value changes

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Net gain/ (loss) on financial instruments at fair value through profit or loss		
Securities held for trading - designated at fair value through profit and loss	173.86	393.22
Total	**173.86**	**393.22**

Fair Value changes:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Realised	184.01	426.11
Unrealised	(10.15)	(32.89)
Total	**173.86**	**393.22**

27 Other Income

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest income on financial assets - measured at amortised cost		
- Interest on bonds	102.37	64.28
- Deposits with banks	17.04	4.83
- Loans to employees	5.69	3.55
- Others	21.74	16.92
Profit on sale of Property, plant and equipments (net)	-	1.51
Net gain on financial instruments measured at FVTPL	405.79	652.75
Dividend income	15.18	0.57
Gain on premature termination of lease contract	19.92	31.72
Marketing and advertisement income	162.05	-
Miscellaneous income	4.72	5.07
Total	**754.50**	**781.20**

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28 Employee benefits expense

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries, wages and bonus	7,775.68	6,539.45
Contribution to provident fund and other fund (Refer Note 35)	83.48	73.66
Compensated abscence expense (Refer Note 35)	59.51	59.75
Gratuity expenses (Refer Note 35)	87.93	90.09
Staff welfare expenses	322.00	164.22
Total	**8,328.60**	**6,927.17**

29 Finance costs

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest Expense on financial liabilities measured at amortised cost		
Unsecured loan from related party (Refer Note : 36)	0.39	112.15
Lease liabilities (Refer Note : 17)	143.66	106.06
Others	25.85	15.54
Bank Charges and other borrowing costs	37.15	25.20
Total	**207.05**	**258.95**

30 Impairment on Financial Instruments

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Impairment of financial instruments measured at amortised cost:		
Trade receivables (Refer note : 6)	(0.91)	(11.76)
Margin with clearing member (including others) {Refer Note 48(b)}	(203.67)	-
Total	**(204.58)**	**(11.76)**

31 Depreciation and amortization expense

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation on Property, plant & equipment (Refer Note 11)	259.92	273.17
Amortization on ROU (Refer Note 12)	607.09	533.16
Amortization of Intangible assets (Refer Note 13)	1,536.25	532.49
Total	**2,403.26**	**1,338.82**

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32 Other expenses

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Rent	31.36	11.01
Business promotion expenses	765.55	480.71
Postage and communication expenses	195.85	173.03
Electricity expenses	105.66	80.94
Office expenses	100.52	82.48
Bad debts	-	5.54
Loss on sale of Property, plant and equipment	4.34	-
Expenditure on corporate social responsibility (Refer Note : 44)	139.81	90.07
Repair and Maintenance		
- Building	44.17	25.06
- Others	197.51	166.84
Insurance expenses	125.64	89.90
Travelling and conveyance expenses	295.18	156.32
Legal and professional expenses	245.33	209.58
Commission and Sitting fees to director	62.25	57.00
Printing and stationery expenses	70.56	26.95
Rates and taxes	46.48	27.26
Membership and subscription	29.37	35.49
Training expenses	75.97	85.61
POS remuneration	240.11	42.06
Auditor's remuneration (Refer note a)	53.51	19.83
Miscellaneous expenses	120.39	122.17
Total	**2,949.56**	**1,987.85**

(a) Payment to auditors*

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
As auditor (excluding applicable taxes)		
Statutory audit fee	49.76	19.38
Certification fees	3.75	0.45
Others	-	-
Total	**53.51**	**19.83**

* Does not include payments made to auditors for various reports and certificates for the Parent Company`s IPO which are recoverable from the selling shareholders.

33 Income tax expense

(i) Income tax expense recognised in Statement of Profit and Loss and OCI:

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A) Income tax expense recognised in Statement of Profit and loss:		
Current tax		
In respect of current year	3,470.39	2,332.33
In respect of earlier years	0.22	(55.76)
	3,470.61	**2,276.57**
Deferred tax		
In respect of current year	542.55	400.41
	542.55	**400.41**
Total Tax expense debited to consolidated statement of Profit and Loss	**4013.16**	**2676.98**
B) Income tax expense recognised in OCI:		
Deferred tax		
In respect of current year	(6.21)	(1.98)
	(6.21)	**(1.98)**

(ii) Reconciliation of tax expense and the accounting profit

The major components of tax expense and the reconciliation of the expected tax expense based on the effective tax rate of the group at 25.17% and the reported tax expense in profit or loss are as follows:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit before tax	**15,682.01**	**10,710.78**
Tax Rate applied	25.17%	25.17%
Income tax expense calculated at the applicable tax rate on Profit before tax	**3,947.16**	**2,695.90**
Adjustment in Tax due to the following (tax benefit)/tax expenses		
Expenses not deductible for tax purpose (net)	29.61	18.70
Income Chargeable at Different tax rate	(1.30)	(51.31)
Effects of unused tax losses and unabsorbed depreciation not recognised as deferred tax	0.00	-
Adjustment in respect to previous years	0.22	(55.99)
Others	37.47	69.68
Tax expenses recognised during the year	**4013.16**	**2676.98**
Effective Tax Rate	**25.59%**	**24.99%**

(iii) Deferred tax

Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences. Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of deductible temporary differences.

Component of Deferred tax liabilities/assets are as follows:

Balance sheet Section	For the year ended March 31, 2023	For the year ended March 31, 2022
Deferred Tax Assets (A)	86.98	139.02
Deferred Tax Liabilities (B)	664.57	180.27
Net Deferred Tax (liabilities)/assets	**(577.59)**	**(41.25)**

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Break up of Deferred tax (liabilities)/assets	As at April 01,2022	Recognised in Statement of profit and Loss	Recognised in OCI	As at March 31, 2023
Deferred Tax Assets (A)				
Property, Plant and Equipment	(266.33)	(448.92)	-	(715.25)
Employee Benefit Obligations	125.42	3.74	6.21	135.37
Fair valuation of Financial Instruments	(25.82)	(43.30)	-	(69.12)
Impact on account of Right of Use and Lease Liability	3.44	(0.92)	-	2.52
Impairment of Financial Assets	122.41	(55.05)	-	67.36
Others	(0.31)	1.90	-	1.59
Total (A)	**(41.19)**	**(542.55)**	**6.21**	**(577.53)**
Deferred Tax Liabilities (B)				
Property, Plant and Equipment	(0.06)	-	-	(0.06)
Total (Net) (A+B)	**(41.25)**	**(542.55)**	**6.21**	**(577.59)**

Break up of Deferred tax (liabilities)/assets	As at April 01,2021	Recognised in Statement of Profit and Loss	Recognised in OCI	As at March 31, 2022
Deferred Tax Assets (A)				
Property, Plant and Equipment	69.62	(335.95)	-	(266.33)
Employee Benefit Obligations	143.12	(21.76)	4.06	125.42
Fair valuation of Financial Instruments	5.42	(31.24)	-	(25.82)
Impact on account of Right of Use and Lease Liability	21.19	(17.75)	-	3.44
Impairment of Financial Assets	128.53	(6.12)	-	122.41
Others	(10.65)	12.41	(2.08)	(0.31)
Total (A)	**357.23**	**(400.41)**	**1.98**	**(41.19)**
Deferred Tax Liabilities (B)				
Property, Plant and Equipment	(0.06)	-	-	(0.06)
Total (Net) (A+B)	**357.17**	**(400.41)**	**1.98**	**(41.25)**

(iv) Balance sheet Section	As at March 31, 2023	As at March 31, 2022
Current tax assets (Net of Provision)	171.40	203.19
Current tax liabilities (Net of TDS and Advance Tax)	374.94	265.88
Net current tax assets/ (liability)	**(203.54)**	**(62.69)**

There are certain income-tax related legal proceedings which are pending against the Group. Potential liabilities, if any have been adequately provided for, and the Group does not currently estimate any probable material incremental tax liabilities in respect of these matters. (Refer Note - 48)

34 Earning per share (EPS)

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Net Profit / (Loss) after tax for calculation of EPS	11,668.85	8,033.80
Weighted average number of equity shares for calculating Basic EPS *	41,406,680	41,364,951
Weighted average number of equity shares for calculating Diluted EPS *	41,406,680	41,364,951
Nominal value per share (in Rupees) *	5.00	5.00
Basic Earning Per Share (in Rupees)	28.18	19.42
Diluted Earning Per Share (in Rupees)	28.18	19.42

* Pursuant to the Board resolution dated, July 22, 2021 and Shareholders' resolution dated July 23, 2021, the Parent Company had issued 19 bonus shares of face value Rs 10 each for every 1 existing fully paid up equity share and preference share of face value ₹ 10 each and accordingly 1,96,68,173 bonus shares were issued, which were allotted on August 3, 2021 (the "Bonus Issue"). Further, pursuant to the resolution of the Board of Directors dated July 22, 2021 and shareholders' resolution dated July 23, 2021, each equity share of face value of ₹ 10 each of the Parent Company had been split into two equity shares of face value of ₹ 5 each (the "Split"). As required under Ind AS 33 "Earnings per share" the effect of such Split and Bonus Issue are required to be adjusted for the purpose of computing earnings per share for all the periods presented retrospectively. As a result, the effect of the Split and the Bonus issue have been considered in these Consolidated Financial Information for the purpose of calculation of earnings per share for the year ended March 31, 2022.

Further, 62,680 Equity shares of ₹ 5 Each had been alloted to Wagner Limited on November 30, 2021 as fully paid up pursuant to conversion of Non Cummulative Compulsorily Convertible Preference Shares (NCCCPS) As required under Ind AS 33 "Earnings per share". the effect of such conversion is required to be adjusted for the purpose of computing earnings per share for the year ended March 31, 2022.

35 Detail of Employees Benefits

(a) Defined Contribution Plans

The Group has defined contribution plan in form of Provident Fund and Employee State Insurance Scheme for qualifying employees. Under the Schemes, the Group is required to contribute a specified rates to fund the schemes.

(₹ in lakhs)

Contribution to	For the year ended March 31, 2023	For the year ended March 31, 2022
Provident Fund	62.03	**53.67**
Employee State Insurance Scheme	21.45	19.99
Total	**83.48**	**73.66**

(b) Defined Benefits Plans

The Group provides for retirement benefits in the form of Gratuity. The Group's gratuity scheme (funded) provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service subject to a ceiling of ₹ 20 Lakhs Vesting occurs upon completion of 5 years of service.The Entity contributes gratuity liblities to the respective entity Employee Group Gratuity Fund (the Trust). Trustees administaror contributions made to the Trusts and contributions are invested in Insurer Managed Funds.

The present value of the defined benefits plan was measured using the projected unit credit method.

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The following tables set out the status of the gratuity plan and amounts recognised in the financial statements:

(i) Present value of defined benefit obligation

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Balance at the beginning of the year	**495.58**	**423.50**
Current service cost	66.42	60.98
Interest cost	36.09	29.11
Liability transferred in/ acquisitions	-	-
(Liability transferred out/ divestments)	-	-
Remeasurement (gain)/loss:		
Actuarial (gain)/loss arising from demographic assumptions	-	(3.22)
Actuarial (gain)/loss arising from experience adjustments	30.21	32.52
Actuarial (gain)/loss arising from changes financial in assumptions	(13.99)	(21.06)
Benefits paid	(22.21)	(26.25)
Past service cost	-	-
Balance at the end of the year	**592.10**	**495.58**

(₹ in lakhs)

Fair Value of Plan Assets	For the year ended March 31, 2023	For the year ended March 31, 2022
Fair Value of Plan Assets at the beginning of the year	**180.94**	**-**
Interest income	13.21	-
Contributions by the employer	100.75	181.40
Expected contributions by the employees	-	-
(Benefit paid from the fund)	(20.73)	(0.81)
(Assets distributed on settlements)	-	-
Effects of Asset Ceiling	-	-
Return on plan assets, excluding interest income	(8.47)	0.35
Fair Value of Plan Assets at the end of the year	**265.70**	**180.94**

(ii) Amount Recognized in the Balance Sheet

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
(Present Value of Benefit Obligation at the end of the year)	**(592.10)**	**(495.58)**
Fair Value of Plan Assets at the end of the year	265.70	180.94
Net (Liability)/Asset Recognized in the Balance Sheet	**(326.40)**	**(314.64)**

(iii) Cost of the defined benefit plan for the year

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Current service cost	66.42	60.98
Interest cost	21.51	29.11
Past service cost	-	-
(Expected contributions by the employees)	-	-
(Gains)/losses on curtailments and settlements	-	-
Net effect of changes in foreign exchange rates	-	-
Expense recognised in the Statement of Profit and Loss	**87.93**	**90.09**

(₹ in lakhs)

Recognised in other Comprehensive Income	For the year ended March 31, 2023	For the year ended March 31, 2022
Remeasurement on the net defined benefit liability:		
Actuarial (gain)/loss arising from demographic adjustments	**-**	**(3.22)**
Actuarial (gain)/loss due to changes in financial assumption	(13.99)	(21.06)
Actuarial (gain)/loss due to changes in experience adjustment	30.21	32.52
Return on plan assets, excluding interest income	8.47	(0.35)
Change in asset ceiling	-	-
Recognised in the Other Comprehensive Income	**24.69**	**7.89**
Total cost of the defined benefit plan for the year	**112.62**	**97.98**

(iv) The major categories of the fair value of the total plan assets are as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Insurer Managed Funds	**100%**	**100%**

In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount for each category to the fair value of plan assets has not been disclosed.

(v) Experience Adjustment

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Defined benefit obligation at the end of year	592.10	495.58
Plan assets at the end of year	265.70	180.94
Net Obligation at the end of year	**(326.40)**	**(314.64)**
Experience adjustment on plan liabilities gain/(loss)	(30.21)	(32.52)
Actuarial (gain)/loss due to changes in assumptions	5.52	24.63

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(vi) Principal actuarial assumptions:

The significant actuarial assumptions for the determination of the defined benefit obligation are the discount rate, the salary growth rate and the average life expectancy. The assumptions used for the valuation of the defined benefit obligation are as follows:

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Discount rate (p.a.)	6.82% to 7.50%	6.82% to 7.37%
Expected rate of salary increase (p.a.)	6%	6%
Mortality	Indian Assured Lives Mortality 2012-2014 (Urban)	Indian Assured Lives Mortality 2012-2014 (Urban)
Rate of employees turnover (p.a.)		
For Service 4 years and below	2% to 25%	2 % to 25%
For Service 5 years and above	2%	2%
Retirement age	58 Years	58 Years

Estimates of future salary increase takes into account: inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The plan exposes the Group to significant actuarial risks such as interest rate risk and inflation risk:

Inflation risk – A significant proportion of the defined benefit liability is linked to inflation. An increase in the inflation rate will increase the Group's liability.

Interest rate risk – The present value of the defined benefit liability is calculated using a discount rate prevailing market yields of Indian government securities. A decrease in discount rate will increase the Group's defined benefit liability.

(vii) Sensitivity analysis in respect of the actuarial assumptions used in calculation of defined benefit obligation is given below:

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Projected Benefit Obligation on Current Assumptions	592.08	495.58
Delta Effect of +1% Change in Rate of Discounting	(69.36)	(60.56)
Delta Effect of -1% Change in Rate of Discounting	82.71	72.63
Delta Effect of +1% Change in Rate of Salary Increase	73.82	65.03
Delta Effect of -1% Change in Rate of Salary Increase	(64.42)	(56.57)
Delta Effect of +1% Change in Rate of Employee Turnover	12.65	8.89
Delta Effect of -1% Change in Rate of Employee Turnover	(14.49)	(10.32)

Sensitivities have been calculated to show the movement in Defined Benefit Obligation in isolation and assuming there are no other changes in market conditions at the accounting date. In presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the Projected Unit Credit Method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet. This analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in the assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(viii) The weighted average duration of the benefit obligation as at March 31, 2023 is 16 years. (as at March 31, 2022 is 16 years)

(ix) Maturity Analysis of the Benefit Payments

The followings are the expected future benefit payments for the defined benefit plan :

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Within the next 12 months	19.05	11.87
Between 2 to 5 years	89.28	78.42
Beyond 5 years	1,739.61	1,478.04
Total expected payments	**1,847.94**	**1,568.33**

(c) Compensated absence:

The employees are entitled for leave for each year of service and part thereof, subject to the limits specified, the unavailed portion of such leaves can be accumulated or encashed during/at the end of the service period up to a maximum of 63 days. The plan is funded.

Expenses recognised in the Statement of Profit and Loss amounts to ₹ 59.51 Lakhs for the year ended March 31, 2023 (March 31, 2022: ₹ 59.75 lakhs)

The current and non-current classification of obligations under defined benefit plans and other long-term benefits is done bases on the actuarial valuation reports.

36 Related Party Disclosures

Relationship	Name of Party
Director/Key Management Personnel	Mr. Sanjay R Shah - Chairman and Managing Director
	Mr. Shirish Patel - Whole Time Director and CEO
	Mr. Chirag Ashwinkumar Shah - Whole Time Director
	Mr. Deepak Sood - Independent Director
	Mr. Karan Datta - Independent Director
	Mr. Dhiraj Poddar- Nominee Director
	Mr. Aditya Sharma - Nominee Director (Upto 30th April, 2021)
	Mr. Aniket Talati - Independent Director (w.e.f 7th June 2021)
	Mrs. Shilpi Thapar - Independent Director (w.e.f 7th June 2021)
	Mr. Chirag Kothari - Chief Financal Officer (w.e.f 22nd July 2021)
	Mr. Dhaval Ghetia - Company Secretary (w.e.f 22nd July 2021)
Relative of Director / Key Management Personnel	Mrs. Niketa S. Shah
	Mr. Ramesh C. Shah
	Ms. Maitry Sanjay Shah
	Ms. Sakhi Sanjay Shah
	Mrs. Falguni Chiragkumar Kothari
	Mrs. Sunitaben Dhuvad
	Mrs. Chetanaben Bansilal Kothari
	Mrs. Sonal Paresh Mehta
Enterprises over which Key Management personnel having control or significant influence (With whom transactions have taken place)	Ramesh C Shah HUF
	Chiragkumar Bansilal Kothari HUF
	Sanjay R Shah HUF
Enterprise having significant influence on the Company	Wagner Limited

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Relationship	Name of Party
Employee's Group Gratuity Trust	Prudent Corporate Advisory Services Ltd Employees Group Gratuity Fund (w.e.f 9 th August 2021)
	Gennext Insurance Brokers Private Limited Employees Group Gratuity Fund (w.e.f 9 th August 2021)
	Prudent Broking Services Private Limited Employees Group Gratuity Fund (w.e.f 9 th August 2021)

Notes: The names of the related parties and nature of the relationships where control exists are disclosed irrespective of whether or not there have been transactions between the related parties. For others, the names and the nature of relationships is disclosed only when the transactions are entered into by the Group`s with the related parties during the existence of the related party relationship.

Transactions with the Related Parties

(₹ in lakhs)

Particulars	Name of Related Party	For the year ended March 31, 2023	For the year ended March 31, 2022
Transactions with Director / Key Management Personnel			
Salary expense		**1,165.94**	**997.12**
Mr. Sanjay Shah		207.00	193.50
Mr. Shirish Patel		725.28	653.40
Mr. Chirag Kothari		39.68	26.37
Mr. Dhaval Ghetia		5.98	3.85
Mr. Chirag Shah		188.00	120.00
Rent expense		**5.40**	**5.40**
Mr. Sanjay Shah		5.40	5.40
Final dividend on equity shares		**190.62**	**14.45**
Mr. Sanjay Shah		179.53	13.47
Mr. Shirish Patel		10.91	0.98
Mr. Chirag Shah		0.17	-
Mr. Chirag Kothari		0.01	-
Mr. Dhaval Ghetia		*-	-
Sitting Fees - Board Meetings		**23.25**	**19.50**
Mr. Karan Datta		4.50	4.50
Mr. Deepak Sood		5.25	4.50
Ms. Shilpi Thapar		6.00	3.75
Mr. Aniket Talati		7.50	6.75
Fixed Commission Expense		**39.00**	**37.50**
Mr. Karan Datta		15.00	15.00
Mr. Deepak Sood		15.00	15.00
Ms. Shilpi Thapar		6.00	5.00
Mr. Aniket Talati		3.00	2.50
Brokerage, Demat and Other Income		**0.22**	**0.05**
Mr. Shirish Patel		0.16	*-
Mr. Chirag Shah		0.05	0.05
Mr. Chirag Kothari		0.01	-
Loan taken from		**800.00**	**9,750.00**
Mr Sanjay Shah		800.00	9,750.00
Loan repaid to		**800.00**	**9,750.00**
Mr Sanjay Shah		800.00	9,750.00
Interest Expense		**2.08**	**114.20**
Mr Sanjay Shah		2.08	114.20

(₹ in lakhs)

Particulars	Name of Related Party	For the year ended March 31, 2023	For the year ended March 31, 2022
Transaction with Relative of Director / Key Management Personnel			
Final Dividend on Equity Shares		**62.35**	**4.19**
Mr. Ramesh C Shah		6.12	0.05
Ms. Maitry Shah		27.60	2.07
Ms.Sakhi Shah		27.60	2.07
Mrs. Niketa S. Shah		1.00	-
Mrs. Falguni Chiragkumar Kothari		*-	-
Mrs. Sunitaben Dhuvad		0.02	-
Mrs. Chetanaben Bansilal Kothari		*-	-
Mrs. Sonal Paresh Mehta		0.02	-
Rent expense		**5.56**	**5.40**
Mrs. Niketa Shah		5.56	5.40
Salary expense		**15.00**	**5.97**
Ms. Maitry Shah		15.00	5.97
Sale of Bonds		**9.78**	**-**
Mrs. Falguni Chiragkumar Kothari		9.78	-
Brokerage, Demat and Other Income		**3.74**	**0.02**
Mrs. Niketa S. Shah		0.05	0.02
Mrs. Chetanaben Bansilal Kothari		0.05	-
Mr. Ramesh C Shah		3.63	-
Mrs. Falguni Chiragkumar Kothari		0.01	-
Fee income		**0.01**	**-**
Mr. Ramesh C Shah		0.01	-
Mrs. Niketa S. Shah		*-	-
Ms. Maitry Shah		*-	-
Ms. Sakhi Shah		*-	-
Mrs. Falguni Chiragkumar Kothari		*-	-
Transaction with Enterprises over which Director/Key Management personnel having control			
Brokerage, demat and other income		**0.01**	**-**
Sanjay R Shah HUF		***-**	**-**
Ramesh C Shah HUF		0.01	-
Chiragkumar Bansilal Kothari HUF		*-	-
Final dividend on equity shares		**-**	**-**
Chiragkumar Bansilal Kothari HUF		*-	-
Ramesh C Shah HUF		*-	-
Transaction with Enterprise having significant influence in the Group			
Final dividend on equity shares		**99.67**	**12.38**
Wagner Limited		99.67	12.38
Transaction with Employee's Group Gratuity Trust			
Contribution to Group Gratuity Fund		**100.00**	**182.15**
Prudent Corporate Advisory Services Ltd Employees Group Gratuity Fund		100.00	100.25
Gennext Insurance Brokers Private Limited Employees Group Gratuity Fund		-	56.65
Prudent Broking Services Private Limited Employees Group Gratuity Fund		-	25.25
Allotment of Equity Shares on Conversion of Non Cummulative Compulsorily Convertible Preference Shares (NCCCPS)		**-**	**3.13**
Wagner Limited		-	3.13

(₹ in lakhs)

Particulars	Name of Related Party	For the year ended March 31, 2023	For the year ended March 31, 2022
Outstanding Balances			
Outstanding with Director / Key Managerial Personnel			
Salary payable		**269.67**	**200.61**
Mr. Sanjay Shah		0.25	-
Mr. Shirish Patel		214.01	166.25
Mr. Chirag Kothari		4.39	3.75
Mr. Dhaval Ghetia		0.92	0.77
Mr. Chirag Shah		50.10	29.84
Fixed commission payable		**-**	**8.77**
Mr. Karan Datta		-	3.37
Mr. Deepak Sood		-	3.37
Ms. Shilpi Thapar		-	1.35
Mr. Aniket Talati		-	0.68
Outstanding with relative of director / Key managerial personnel			
Salary payable		**1.62**	**3.22**
Ms. Maitry Shah		1.62	3.22
Trade payable		**-**	**-**
Mrs. Chetanaben Bansilal Kothari		*-	-
Outstanding with Employee's Group Gratuity Trust			
Other receivable		**-**	**0.75**
Prudent Corporate Advisory Services Ltd Employees Group Gratuity Fund		-	0.25
Gennext Insurance Brokers Private Limited Employees Group Gratuity Fund		-	0.25
Prudent Broking Services Private Limited Employees Group Gratuity Fund		-	0.25

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Short Term Employee Benefit Expenses		
Salary to KMP	1,165.94	997.12
Salary to Relative of KMP	15.00	5.97
Total compensation paid to key management personnel	**1,180.94**	**1,003.09**

Note:-

As part of the IPO, there was offloading of shares through Offer For Sale ('OFS') by Mr. Shirish Patel and Wagner Limited ('Selling Shareholders') totalling to ₹1,342.56 Lakhs and ₹41,485.84 Lakhs respectively. The Share issue expense attributable to Selling Shareholders have been incurred total of ₹2,769.18 Lakhs out of which ₹459.44 have been incurred by the Parent Company up to March 31, 2022 and balance amount during the current financial year up to March 31,2023. The entire shares issue expenses (Except Listing Fees) are recovered from the Selling Shareholders in the ratio of their offloading, as per agreement.The Parent Company has recovered the entire expenses from the Selling Shareholders during the year ended March 31, 2023.(Refer Note-8)

Terms and conditions of transactions with related parties

As the liabilities for defined benefit obligations and compensated absences are provided based on actuarial valuation for the group as a whole, the amount pertaining to Key Management Personnel has not been included.

*- Figure nullified in conversion of ₹ in Lakhs

37. Details on list of Investments in Subsidiaries as per Ind AS 27

Particulars	Proportion of ownership interest	
	For the year ended March 31, 2023	For the year ended March 31, 2022
Investment in Subsidiaries		
Prudent Broking Services Private Limited	100%	100%
Prutech Financial Services Private Limited	100%	100%
Gennext Insurance Brokers Private Limited	100%	100%

All companies are incorporated and having primary place of business is in India .

38 Maturity Analysis of Assets and Liabilities

The below table shows an analysis of assets and liabilities Analysed according to when they are expected to be recovered or settled

(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
I Financial assets						
(a) Cash and cash equivalents	2,170.13	-	2,170.13	1,871.80	-	1,871.80
(b) Bank balances other than (a) above	4,576.79	234.12	4,810.91	3,498.59	377.15	3,875.74
(c) Securities for trade	765.93	-	765.93	1,039.52	-	1,039.52
(d) Trade receivables	10,326.38	-	10,326.38	9,375.26	-	9,375.26
(e) Loans	53.20	40.35	93.55	46.25	18.83	65.08
(f) Investments	10,438.25	3,855.66	14,293.91	1,972.18	1,949.41	3,921.59
(g) Other financial assets	866.25	736.84	1,603.09	831.16	628.43	1,459.59
Total Financial Assets	**29,196.94**	**4,866.97**	**34,063.90**	**18,634.76**	**2,973.82**	**21,608.58**
II Non-Financial assets						
(a) Current tax asset (net)	152.00	19.40	171.40	-	207.97	207.97
(b) Deferred tax assets (net)	-	86.98	86.98	-	139.02	139.02
(c) Property, plant and equipment	-	1,475.06	1,475.06	-	1,565.66	1,565.66
(d) Right-of-use assets	-	1,630.70	1,630.70	-	1,263.84	1,263.84
(e) Intangible assets	-	13,308.04	13,308.04	-	14,613.36	14,613.36
(f) Other non-financial assets	1,214.02	39.84	1,253.86	571.06	28.95	600.01
Total Non-Financial Assets	**1,366.02**	**16,560.02**	**17,926.04**	**571.06**	**17,818.80**	**18,389.86**
Total Assets	**30,562.95**	**21,426.99**	**51,989.94**	**19,205.82**	**20,792.62**	**39,998.44**
LIABILITIES						
I Financial Liabilities						
(a) Trade payables						
(i) Total outstanding dues of micro and small enterprises						
(ii) Total outstanding dues of creditors other than micro and small enterprises	11,651.66	-	11,651.66	12,056.28	-	12,056.28
(b) Borrowings	0.25	-	0.25	0.72	-	0.72
(c) Lease liabilities	528.22	1,173.44	1,701.66	467.32	850.48	1,317.80
(d) Other financial liabilities	61.24	-	61.24	482.44	1.12	483.56
Total Financial Liabilities	**12,241.37**	**1,173.44**	**13,414.81**	**13,006.76**	**851.60**	**13,858.36**

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(₹ in lakhs)

Particulars	As at March 31, 2023			As at March 31, 2022		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
II Non-Financial Liabilities						
(a) Current tax liability (net)	374.94	-	374.94	11.08	-	11.08
(b) Deferred tax liability (net)	-	664.57	664.57	-	180.27	180.27
(c) Provisions	235.70	305.27	540.97	205.16	296.53	501.69
(d) Other non-financial liabilities	1,997.01	-	1,997.01	1,685.71	-	1,685.71
Total Non-Financial Liabilities	**2,607.65**	**969.84**	**3,577.49**	**1,901.95**	**476.80**	**2,378.75**
Total Liabilities	**14,849.02**	**2,143.29**	**16,992.30**	**14,908.71**	**1,328.40**	**16,237.11**

39 Financial Instruments

(i) Capital Management

The Group's objective for capital management is to ensure that it maintains a stable capital structure with the focus on total equity to uphold investor, creditor and customer confidence, to ensure future development of its business and remain going concern. The Group is focused on keeping strong capital base to ensure independence and sustained growth in business. The Group determines the capital management requirement based on annual operating plans and long term and other strategic investment plans. The Group monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented in the balance sheet. The funding requirements are predominately met through equity and revenue generated from operations.

The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividend paid to shareholders, return capital to shareholders, issue new shares or sell non-core assets to reduce the debt.

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Debt	0.25	0.72
Equity	34,997.64	23,761.33
Debt to Equity Ratio (%)	**0.00%**	**0.00%**

Lease liability arising on account of implementation of Ind AS 116 is not considered in the above working, as it is a liability.

No changes were made in the objectives, policies or processes for managing capital during the current year and previous years.

(ii) Category-wise financial instruments:

The accounting classification of each category of financial instruments and their carrying amounts are set out below:

(₹ in lakhs)

Financial Assets	As at March 31, 2023				
	Amortised Cost	FVTOCI	FVTPL	Total carrying value	Total fair value
Cash and Cash equivalents	2,170.13	-	-	**2,170.13**	**2,170.13**
Bank Balances other than above	4,810.91	-		**4,810.91**	**4,810.91**
Securities for trade	-	-	765.93	**765.93**	**765.93**
Trade receivables	10,326.38	-	-	**10,326.38**	**10,326.38**
Loans	93.55	-	-	**93.55**	**93.55**
Investments	1,690.61	-	12,603.30	**14,293.91**	**14,269.86**
Other financial assets	1,603.09	-	-	**1,603.09**	**1,603.09**
Total	**20,694.67**	**-**	**13,369.23**	**34,063.90**	**34,039.85**

Financial Assets	As at March 31, 2023				
	Amortised Cost	FVTOCI	FVTPL	Total carrying value	Total fair value
Financial Liabilities					
Trade payables	11,651.66	-	-	**11,651.66**	**11,651.66**
Borrowings	0.25	-	-	**0.25**	**0.25**
Lease liabilities	1,701.66	-	-	**1,701.66**	**1,701.66**
Other financial liabilities	61.24	-	-	**61.24**	**61.24**
Total	**13,414.81**	-	-	**13,414.81**	**13,414.81**

(₹ in lakhs)

Financial Assets	As at March 31, 2022				
	Amortised Cost	FVTOCI	FVTPL	Total carrying value	Total fair value
Cash and Cash equivalents	1,871.80	-	-	**1,871.80**	**1,871.80**
Bank Balances other than above	3,875.74	-		**3,875.74**	**3,875.74**
Securities for trade	-	-	1,039.52	**1,039.52**	**1,039.52**
Trade receivables	9,375.26	-	-	**9,375.26**	**9,375.26**
Loans	65.08	-	-	**65.08**	**65.08**
Investments	39.26	-	3,882.33	**3,921.59**	**3,922.84**
Other financial assets	1,459.59	-	-	**1,459.59**	**1,459.59**
Total	**16,686.73**	**-**	**4,921.85**	**21,608.58**	**21,609.83**
Financial Liabilities					
Trade payables	12,056.28	-	-	**12,056.28**	**12,056.28**
Borrowings	0.72	-	-	**0.72**	**0.72**
Lease liabilities	1,317.80	-	-	**1,317.80**	**1,317.80**
Other financial liabilities	483.56	-	-	**483.56**	**483.56**
Total	**13,858.36**	**-**	**-**	**13,858.36**	**13,858.36**

For description of the Group's financial instrument risks, including risk management objectives and policies is given in, Note 40.The methods used to measure financial assets and liabilities reported at fair value are described in the note below.

(iii) Fair Value Hierarchy

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

Financial assets and financial liabilities measured at fair value in the Balance Sheet are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: unobservable inputs for the asset or liability.

Fair value of the Group's financial assets and financial liabilities that are measured at fair value on a recurring basis.

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for the year ended 31 March 2023

(a) The Group uses the following hierarchy for determining and/or disclosing the fair value of financial assets by valuation techniques:

(₹ in lakhs)

Financial Assets As at March 31, 2023	Level 1	Level 2	Level 3	Total
At fair value through profit or loss				
Securities for trade	709.24	56.69	-	**765.93**
Investments	12,603.30	-	-	**12,603.30**
Total	**13,312.54**	**56.69**	**-**	**13,369.23**

Financial Assets As at March 31, 2022	Level 1	Level 2	Level 3	Total
At fair value through profit or loss				
Securities for trade	802.75	236.77	-	**1,039.52**
Investments	3,882.33	-	-	**3,882.33**
Total	**4,685.08**	**236.77**	**-**	**4,921.85**

There is no movement from between Level 1, Level 2 and Level 3.

(b) **Financial Instrument measured at Amortised Cost**

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

40 Financial Risk Management, Objective and Policies

The Group's Board of Directors have overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's business activities are exposed to a variety of financial risks, namely liquidity risk, credit risk and market risk. Risk management policies have been established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review and reflect the changes in the policy accordingly.

The Group's Management reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

(a) Credit Risk:

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit Risk arises principally from the Company's cash and bank balances, trade receivables, investments, securities held for trade, loans, and security deposits.

The carrying amounts of financial assets represent the maximum credit risk exposure. Credit risk assessment on various components is described below:

(i) Trade receivables

The Group's trade receivables primarily include receivables from asset management companies (AMCs) for services provided, receivable from stock exchanges (for trade executed on behalf of customers) as well as clients and receivable from insurance companies. The group has not made any provision on ECL on account of receivables from AMCs, Stock exchanges and Insurance companies.

The group's management as establised accounts receivable policy under which customer accounts are regularly monitored. The group has a dedicated risk management team, which monitors the positions, expousures and marginson a continuous basis.

(ii) Cash and cash equivalents, bank deposits, investments and Securities held for trade

The Group maintains its cash and cash equivalents, bank deposits, investment, and securities held for trade with reputed banks, financial institutions, and corporates. The credit risk on these instruments is limited because the counterparties are banks and high credit rated financial institutions and corporates assigned by credit rating agencies.

(iii) Security Deposits and Loans

This consists of loans given to Employees and Security Deposits given to lessors as well as to utility providers like Electricity companies. These carries limited credit risk based on the financial position of parties and Group's historical experience of dealing with these parties.

(iv) Expected Credit Loss (ECL):

The subsidiary company M/s. Prudent Broking Services Private Limited follows simplified ECL method in case of Trade Receivables and the Company recognises lifetime expected losses for all trade receivables that do not constitute a financing transaction. The Company assesses the provision for ECL on each reporting dates.

For the purpose of computation of ECL, the term default implies an event where amount due towards margin requirement and/or mark to market losses for which the client was unable to provide funds / collaterals, within 90 days of its due, to bridge the shortfall, the same is termed as margin call triggered.

The subsidiary company assesses allowance for expected credit losses for loans and other financial assets. The ECL allowance is based upon 12 months expected credit losses. These carries very minimal credit risk based on the financial position of parties and Company's historical experience of dealing with these parties. Credit Risk on Other Financial assets is considered insignificant considering the nature of such assets and absence of counterparty risk.

The movement in expected credit loss:

(₹ in lakhs)

Particulars	Carrying Amount As at March 31, 2023	Carrying Amount As at March 31, 2022
Opening balance	179.03	190.79
Impairment loss recognised / (reversed)	(0.91)	(11.76)
Closing balance	**178.12**	**179.03**

(b) Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include foreign currency receivables, deposits, investments in mutual funds.

Market risk exposures are measured using sensitivity analysis. There has been no change in the measurement and management of the Group's exposure to market risks.

(i) Foreign currency risk

The functional currency of the Company is INR. The Company does not have material foreign currency exposure. Hence, currency risk is very limited.

(ii) Price Risk :

Price risk is the risk that the value of the financial instrument will fluctuate as a result of changes in market prices and related market variables including interest rate for investments in debt oriented mutual funds and debt securities, caused by factors specific to an individual investments, its issuer and market. The Group's exposure to price risk arises from diversified investments in mutual funds and Bonds, and Securities held for trade, and classified in the balance sheet at fair value through profit or loss.

(₹ in lakhs)

Changes in Prices of Investments and Securities held for trade	Impact on profit or loss	As at March 31, 2023	As at March 31, 2022
+10%	Profit before tax increased by	1,336.92	492.18
-10%	Profit before tax decreased by	(1,336.92)	(492.18)

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(iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Interest rate risk primarily arises from investments in debt oriented mutual funds and debt securities. The Company's investments in debt oriented mutual funds and debt securities are primarily short-term, which do not expose it to significant interest rate risk.

All the borrowings of the group are fixed interest rate bearing instruments and hence there is no significant impact of movement in interest rate.

(c) Liquidity risk:

Liquidity risk is the risk that the Group will face in meeting its obligations associated with its financial liabilities that are settled by delivering cash or other financial assets. The Group's approach in managing liquidity is to ensure that it will have sufficient funds to meet its liabilities. In doing this, management considers both normal and stressed conditions. The Group also monitors the level of expected cash inflows on trade and other receivables together with expected cash outflows on trade and other payables.

The Group has established an appropriate liquidity risk management framework for the management of the Group's short-term, medium-term, and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves and by continuously monitoring cash flows, and by matching the maturity profiles of financial assets and liabilities.

Contractual maturities of financial liabilities and assets

The table below provides details regarding the contractual maturities of financial liabilities as at March 31, 2023 :

(₹ in lakhs)

Particulars	Upto 1 year	1-5 years	More than 5 years	Total
Liabilities				
Trade payables	11,651.66	-	-	**11,651.66**
Borrowings	0.25	-	-	**0.25**
Lease liabilities	528.22	1,163.96	9.48	**1,701.66**
Other financial liabilities	61.24	-	-	**61.24**
Total	12,241.37	1,163.96	9.48	**13,414.82**

The table below provides details regarding the contractual maturities of financial liabilities as at March 31, 2022 :

Particulars	Upto 1 year	1-5 years	More than 5 years	Total
Liabilities				
Trade payables	12,056.28	-	-	**12,056.28**
Borrowings	0.72	-	-	**0.72**
Lease liabilities	467.32	850.48	-	**1,317.80**
Other financial liabilities	482.44	1.12	-	**483.56**
Total	13,006.76	851.60	-	**13,858.36**

41 Additional Information pursuant to para 2 of general instructions for the preparation of Consolidated Financial Statement.

(₹ in lakhs)

Name of entity	For the year ended March 31, 2023							
	Net Assets		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	as % of consolidated net assets	Amount	as % of consolidated profit or loss	Amount	as % of consolidated comprehensive Income	Amount	as % of consolidated Total Comprehensive Income	Amount
Parent Company								
Prudent Corporate Advisory Services Limited	71.63%	26,646.84	63.55%	7,415.01	75.37%	(13.93)	63.53%	7,401.08
Subsidiary Companies								
Prudent Broking Services Private Limited	7.30%	2,715.60	4.69%	547.27	13.15%	(2.43)	4.68%	544.84
Prutech Financial Services Private Limited	0.24%	88.28	0.04%	5.22	-	-	0.04%	5.22
Gennext Insurance Brokers Private Limited	20.83%	7,748.23	31.72%	3,701.35	11.47%	(2.12)	31.75%	3,699.23
	100.00%	**37,198.95**	**100.00%**	**11,668.85**	**100.00%**	**(18.48)**	**100.00%**	**11,650.37**
Adjustment arising out of consolidation		(2,201.31)		-				
Total		**34,997.64**		**11,668.85**		**(18.48)**		**11,650.37**

(₹ in lakhs)

Name of entity	For the year ended March 31, 2022							
	Net Assets		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	as % of consolidated net assets	Amount	as % of consolidated profit or loss	Amount	as % of consolidated comprehensive Income	Amount	as % of consolidated Total Comprehensive Income	Amount
Parent Company								
Prudent Corporate Advisory Services Limited	75.72%	19,659.83	73.02%	5,866.45	176.69%	(10.44)	72.95%	5,856.01
Subsidiary Companies								
Prudent Broking Services Private Limited	8.36%	2,170.75	5.65%	454.00	27.76%	(1.64)	5.63%	452.36
Prutech Financial Services Private Limited	0.32%	83.06	0.25%	20.08	-	-	0.25%	20.08
Gennext Insurance Brokers Private Limited	15.60%	4,049.00	21.08%	1,693.27	-104.45%	6.17	21.17%	1,699.44
	100.00%	**25,962.64**	**100.00%**	**8,033.80**	**100.00%**	**(5.91)**	**100.00%**	**8,027.89**
Adjustment arising out of consolidation		(2,201.31)		-				
Total		**23,761.33**		**8,033.80**		**(5.91)**		**8,027.89**

Notes to the Consolidated Financial Statements

for the year ended 31 March 2023

42 Operating Segment

The Group determines Operating Segments as components of an entity for which discrete financial information is available that is evaluated regularly by the chief operating decision-maker (CODM), in deciding how to allocate resources and assessing performance.

The Group's activities revolve around the distribution of Financial Products i.e. Mutual Funds, Bonds, Fixed Deposits, Insurance, Structured Products, Stock Broking and allied services, etc. Various financial products are aggregated into one reportable segment being agency nature of the business under "Fees and Commission" in accordance with aggregation criteria. Aggregation is done due to the similarities of the products and services provided to the customer and similarities in the method used to provide services.

Considering the nature of the Group's business, as well as based on reviews by CODM to make decisions about resource allocation and performance measurement, there is only one reportable segment in accordance with the requirements of Ind AS - 108 – ''Operating Segments'', prescribed under Companies (Indian Accounting Standards) Rules, 2015.

43 Expenditure in foreign currency (on accrual basis)

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Business promotion expenses	0.12	2.27
Software Expenses (included in Miscellaneous Expenses)	0.40	2.66
Membership and Subscription Expense	3.81	3.51
Total	**4.34**	**8.44**

44 Corporate Social Responsibility

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Gross amount required to be spent by the company during the year (under section 135 of the companies Act 2013)	139.86	92.46
(The amount set off in financial year from the excess spent of earlier financial year)	(4.42)	(6.81)
Amount of Expenditure incurred	139.81	90.07
short fall at the end of the year	NA	NA
Construction/ acquisition of assets	-	-
on purpose other than above	139.81	90.07
(Excess amount spent for the financial year)	(4.37)	(4.42)
Details of related party transactions	NA	NA
Liability incurred by entering into contractual obligations	-	-

Nature of CSR activities :

1. COVID 19 Support & rehabilitation program
2. Educational infrastructure & systems strengthening
3. Nurture women entrepreneurship & employability
4. General community infrastructure support & welfare initiatives
5. Nurturing aquatic & terrestrial ecosystems for better environment & reduced emissions
6. Public health infrastructure, capacity building & support programs

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities are promoting education, art and culture, healthcare, destitute care, women entrepreneurship & employability and rehabilitation, environment sustainability, disaster relief and Public health. A CSR committee has been formed by the Company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

As per notification issued by Ministry of Corporate Affairs dated January 22, 2021, where a company spends an amount in excess of requirement provided under sub-section (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years.

(i) Gross amount required to be spent during the year ₹139.56 Lakhs (previous year ₹92.46 Lakhs)

(ii) Excess amount to be set off against succeeding three financial years ₹4.67 Lakhs (previous year ₹4.42 Lakhs)

45 The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the Group towards Provident Fund and Gratuity. The effective date from which the changes are applicable is yet to be notified and the rules thereunder are yet to be framed. Accordingly, the actual impact of this change will be assessed and accounted for when the notification becomes effective.

46 Standards issued but not effective

Ind AS 1 - Presentation of Financial Statements –

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Group has evaluated the amendment and the impact of the amendment is insignificant in the consolidated financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors -

This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Group has evaluated the amendment and there is no impact on its consolidated financial statements.

Ind AS 12 - Income Taxes -

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Group has evaluated the amendment and there is no impact on its consolidated financial statement.

47 Events Occuring After Balance Sheet Date

The Group evaluates events and transactions that occur subsequent to the balance sheet date but prior to the approved Consolidated Financial Statement to determine the necessity for recognition and/or reporting of any of these events and transactions in the Consolidated Financial Statement as of May 24, 2023 there is no significant events occured, except disclosed.

1) The Board of Directors of Parent Company have recommended a final dividend of ₹ 1.5/- (face value of ₹ 5/- each) (30%) per equity share for the year ended March 31, 2023 on 4,14,06,680 equity shares, amounting ₹ 621.10/- Lakhs subject to the approval of the shareholders at the ensuing Annual General Meeting and is not recognised as a liability.

47 (A) The Board of Directors of the Parent Company in its meeting held on January 09, 2023, based on the recommendations of the Audit Committee, has considered and approved the draft Scheme of Arrangement ("Scheme") between Prudent Broking Services Private Limited, a wholly owned subsidiary ("PBSPL") and the Parent Company and their respective shareholders and creditors under section 233 of the Companies Act, 2013. Pursuant to the Scheme, the stock broking and depository business of PBSPL shall be demerged and transferred to the Parent Company. Scheme was submitted to National Stock exchnage (NSE) and Bombay Stock exchange (BSE) for their prior approval which was received on March 27, 2023 and March 13, 2023 respectively. Thereafter the Parent Company has submitted scheme to Registrar of Companies (ROC), Gujarat on March 29, 2023 inviting their observations or suggetions pursuant to section 233 (1) (a) of the Companies Act, 2013, response from ROC is awaited.

47 (B) Compliance With Number Of Layers Of Companies:
The Group is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

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for the year ended 31 March 2023

48 **Additional Information to the Consolidated Financial Statement**

(a) Contingent liabilities

(₹ in lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Bank Guarantee with Exchanges as margin requirement	1,990.00	1,990.00
Income Tax Matters (refer note (i) below)	538.47	538.47
Outstanding Balance of Corporate Guarantee	-	250.00
Total	**2,528.47**	**2,778.47**

(i) Includes - Income Tax Demand for A.Y. 2013-14 of ₹ 538.47 Lakhs received on September 29, 2021 by Prudent Broking Services Private Limited ("PBSPL" or ""Subsidiary Company"). PBSPL has filed appeal against the said order with CIT(Appeal). Pending the resolution of the appeal, PBSPL has deposited ₹ 50.00 Lakhs under protest. Further, ₹ 28.08 Lakhs of refund for AY 2021-22 had been adjusted against the said demand which was refunded back to PBSPL on June 01, 2022. PBSPL has assessed that it is only possible, but not probable, that outflow of economic resources will be required.
Further income tax notices u/s 148 for reopening assessment u/s 147 have been received for A.Y. 2014-15, A.Y. 2015-16, A.Y. 2016-17 and A.Y. 2017-18 on similar kind of matter and PBSPL had filed writ petition with Gujarat High Court for all these assessment years and matter was on stay. Based on a Supreme Court judgement, the Income Tax Department was permitted to reissue notices u/s 148A(b) and PBSPL received such notices for all the above mentioned years in June 2022. PBSPL filed its reply to the notices on June 27, 2022 for all the assessment years. Favourable orders have been received by PBSPL stating that these matters are not fit cases for issuance of notice u/s 148 of the Income Tax Act, for all the relevant years.

(b) The Subsidiary company Prudent Broking Services Private Limited (PBSPL) ("Trading member") had entered into an agreement with IL&FS Securities Services Ltd ("ISSL" or "Clearing Member") for appointing ISSL as Company's Clearing Member for Derivative Segment. As a part of the agreement, the Trading Member had to place margins with Clearing Member for trading member's client open positions. As at year end March 2019, this margin amount placed by PBSPL with ISSL amounted to ₹ 213.91 Lakhs. In July 2019, the National Stock Exchange("NSE") disabled the terminals of ISSL citing shortfalls in payments by ISSL which resulted in the trading members not being able to place trades for its clients. Considering the IL&FS crisis, PBSPL obtained NOC from ISSL and appointed Axis Bank Limited as its Clearing Member. Since the margin amount had not been released by ISSL, PBSPL and other trading members along with the Association of National Exchanges Members of India (ANMI) filed an Interlocutory Application in the Supreme Court of India on September 26, 2019 requesting the release of the funds by ISSL. The Supreme Court dismissed this interlocutory application in December 2020 and asked the parties to file case with lower authorities. Thereafter, PBSPL filed a complaint with NSE's Grievence Redressal Committee (GRC) on December 28, 2020. GRC has accepted PBSPL's claim of ₹ 204.67 Lakhs in the committee meeting held on July 15, 2021 . Further, ANMI has filed an interlocutory application under Rule 31 of National Company Law Appellate Tribunal Rules, 2016 on behalf of Trading Members, which was admitted on December 01, 2021 and the matter is still pending. Considering the facts of the case, the management of PBSPL has already provided ₹ 213.91 Lakhs as impairment allowance in F.Y. 2020-21, The PBSPL has received the GRC order and directed ISSL to pay ₹ 204.67 Lakhs. The PBSPL has received ₹ 203.67 Lakhs against Derivative Segment on September 21, 2022 subsequently PBSPL has reversed the impairment provision amounting to ₹ 203.67 Lakhs. Balance ₹ 1 Lakhs against Debt Segment is still pending. (Refer Note 8 and 30).

(c) A Show Cause Notice ("SCN") dated September 25, 2018, has been issued by SEBI to Prudent Comder Private Limited ("PCPL") (now merged with Prudent Broking Services Private Limited) alleging that there had been contraventions of certain provisions, regarding trading in "paired contracts", of erstwhile Forward Contracts (Regulation) Act, 1952 and Government Notification dated June 05, 2007, while the company was a member National Spot Exchange of India Limited ("NSEL"). The SCN called upon PCPL to show cause as to why appropriate recommendation should not be made against it under the SEBI (Intermediaries) Regulation, 2008 ("SEBI Intermediaries Regulation"). Prudent Broking Services Private Limited ("PBSPL") denied the allegations and submitted in its letter dated October 15, 2018, that it has not violated any of the regulations of the stock exchanges and sought inspection of the relevant documents. PBSPL inspected the documents provided by SEBI and pursuant to its letter dated November 19, 2019, submitted that all the transactions undertaken were within the bye laws, rules and regulations of the stock exchanges, and requested to be exonerated from alleged violations and actions. SEBI, in January 2020, issued a show cause notice to PCPL based on an Enquiry Report of Designated Authority in terms of SEBI Intermediaries Regulation, stating that the company did not maintain requisite standards of the code of conduct in trading in "paired contracts", which resulted in a recommendation to cancel the certificate of registration of the company as a commodity derivatives broker. PBSPL has responded to the SCN denying the allegation made and submitted that the allegations are misconceived, based on incomplete and incorrect assumption of facts. The matter is currently pending adjudication.

(d) A show-cause notice dated September 28, 2020 was issued by the Joint Commissioner, Central Goods and Service Tax and Central Excise ("Joint Commissioner- CGST and C.Ex") to Karvy Stock Broking Limited ("KSBL") for difference between gross value of services declared in ITR & ST 3 returns for F.Y. 2014-15. The matter was further taken up for adjudication, which remain unattended at the offices of KSBL.
Subsequently, a show-cause notice was sent to the Parent Company on January 21, 2022 for complying with the tax liabilities of KSBL. The Parent Company submitted that it had only acquired the mutual fund folios of KSBL through the bidding process and the transaction cannot be equated to a takeover of the business of KSBL. Further, it was also submitted that both the Parent Company and KSBL are separate companies incorporated under the Companies Act and should therefore be treated as separate and distinct legal entities under applicable law.

(e) Prudent Corporate Advisory Services Limited ("Parent Company" or "PCASL") has received order u/s 148A(d) of Income Tax Act 1961 for re-opening of scrutiny assessment for AY 2016-17 and AY 2018-19 with approval of appropriate authority. The matter is pending with Income Tax Authorities. Based on prior experience management is reasonably confident that no liability will devolve on PCASL. During the current year, on assessment of facts and status on the above matter, PCASL has assessed that possibility of any outflow in settlement is remote. Accordingly the same has not been considered as contingent liability.

(f) Capital commitments and other commitments

Based on the information available with the group, there is no capital commitments and other commitments as on March 31, 2023.

49 i) On October 21, 2021, Prudent Corporate Advisory Services Limited ("Parent Company" or "PCASL") was selected as the highest bidder for acquiring the mutual fund folio of Karvy Stock Broking Limited ("KSBL"). On October 27, 2021, the Parent Company has paid ₹15,100/- Lakhs (excluding taxes) for the above acquisition. Based on the analysis performed by the management of the Parent Company, it has concluded that the acquisition does not qualify as a "Business" as per the definition provided in Ind AS 103 "Business Combination". Consequently, the said acquisition is accounted for as an asset acquisition. As required under Ind-AS 38, the Parent Company has considered various factors such as its ability to retain the customers and generate revenue over a sustainable period, technical and technological changes expected, the industry growth prospects and the leverage of its existing physical and digital infrastructure to serve these customers and concluded that the cost of acquiring the customer folios should be amortized over a 10 year period on a straight line basis.The transfer of AUM has been duly complete on November 28, 2021 .Consequently, the figures of the comparative year are not comparable to the extent of revenue received from such acquired AUM and its consequential expenses.

ii) On October 20, 2022 , Prudent Corporate Advisory Services Limited ("Parent Company" or "PCASL") acquired Mutual Fund Assets under Management ("AUM") of iFAST Financial India Private Limited (iFAST). The Company has paid ₹226.23/- Lakhs (excluding taxes) as consideration for the same. The said AUM has been transferred from iFAST ARN to the Company's ARN in the same month . Based on the analysis performed by the management of the Parent Company, the said transaction has been accounted for as an asset acquisition w.e.f. October 1, 2022. Based on the analysis performed by the management of the Parent Company, it has concluded that the acquisition does not qualify as a "Business" as per the definition provided in Ind AS 103 "Business Combination". Consequently, the said acquisition is accounted for as an asset acquisition. As required under Ind-AS 38, the Parent Company has considered various factors such as its ability to retain the customers and generate revenue over a sustainable period, technical and technological changes expected, the industry growth prospects and the leverage of its existing physical and digital infrastructure to serve these customers and concluded that the cost of acquiring the customer folios should be amortized over a 10 year period on a straight line basis.

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50 Other statutory information

(a) The Group does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) 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

(ii) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

(e) The Group does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act,1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Group do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(g) The Group does not have any transactions with companies which are struck off.

(h) The Group was not required to file quarterly statement/returns of current assets with the banks or financial institutions w.r.t. secured working capital borrowings.

51 Additional regulatory information required under (WB)(xiv) of Division III of Schedule III amendment, disclosure of ratios, is not applicable to the Group as it is in Distribution of Mutual Fund, Stock broking and other Financial and Non Financial Product Distribution business and not an NBFC registered under Section 45-IA of Reserve Bank of India Act, 1934.

52 Previous year figures have been regrouped/reclassified wherever necessary, in order to make them comparable.

53 The Consolidated Financial Statement were authorized for issue in accordance with a resolution of the Board of Directors on May 24, 2023.

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Shah
Chairman and Managing Director
DIN : 00239810

Shirish Patel
Whole Time Director and CEO
DIN : 00239732

Chirag Shah
Whole Time Director
DIN : 01480310

Chirag Kothari
Chief Financial Officer

Dhaval Ghetia
Company Secretary

Place : Ahmedabad
Date: May 24, 2023

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹)

(Figures in lakhs)

Sl. No.	Particulars	Details	Details	Details
1.	Name of the subsidiary	Prudent Broking Services Private Limited	Prutech Financial Services Private Limited	Gennext Insurance Brokers Private Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	No	No	No
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	No	No	No
4.	Share capital	₹109.11	₹10	₹87
5.	Reserves & surplus	₹2606.50	₹78.28	₹7661.23
6.	Total assets	₹8,656.40	₹91.92	₹9412.57
7.	Total Liabilities	₹5940.79	₹3.64	₹1664.34
8.	Investments	₹0.01	₹73.46	₹5,986.16
9.	Turnover	₹2,261.59	₹21.52	₹7,317.96
10.	Profit before taxation	₹729.77	₹7.01	₹4,982.15
11.	Provision for taxation & Deferred Tax	₹182.46	₹1.79	₹1,280.81
12.	Profit after taxation	₹547.31	₹5.22	₹3,701.34
13.	Proposed Dividend	Nil	Nil	Nil
14.	% of shareholding	100.00%	100.00%	100.00%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations - **Nil**
2. Names of subsidiaries which have been liquidated or sold during the year– **Nil**

For and on behalf of the Board of Directors of
Prudent Corporate Advisory Services Limited

Sanjay Shah	**Shirish Patel**	**Chirag Shah**	**Chirag Kothari**	**Dhaval Ghetia**
Chairman and Managing Director	Whole Time Director and CEO	Whole Time Director	Chief Financial Officer	Company Secretary
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Notes

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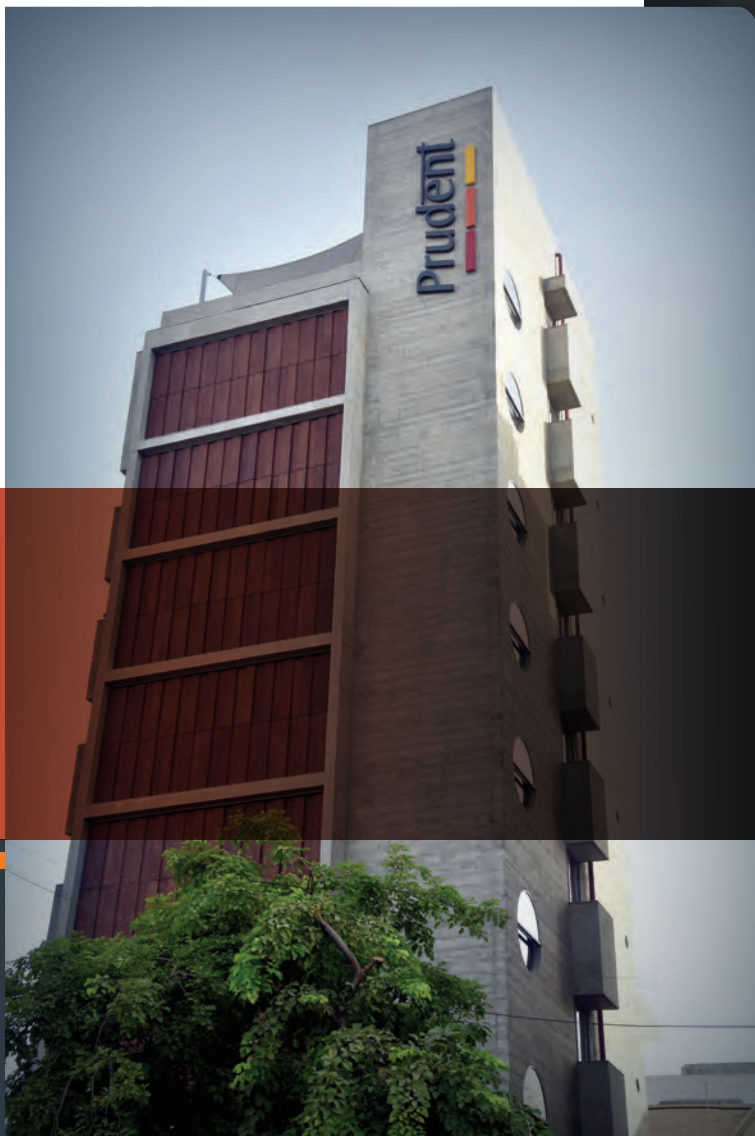

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