

Stocks and Securities

Aditya Birla Money Ltd.

(A subsidiary of Aditya Birla Capital Ltd.)



**ADITYA BIRLA
CAPITAL**

PROTECTING INVESTING FINANCING ADVISING

Ref: SECTL/2022 – 73

June 16, 2022

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G-Block,
Bandra-Kurla Complex, Bandra (East)
MUMBAI – 400 051

Scrip Code: BSE – 532974

NSE – BIRLA MONEY

Dear Sir / Madam,

Sub: Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements), 2015

Please find enclosed the Annual Report for the Financial Year 2021-22 along with Notice for the 26th Annual General Meeting of the Members of the Company to be held on Tuesday, July 12, 2022 at 11.00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

This is for your information and record.

Thanking you,

Yours faithfully,
For **Aditya Birla Money Limited**

Divya Poojari
Company Secretary

Aditya Birla Money Ltd.

Sai Sagar, 2nd & 3rd Floor, Plot No.: M-7, Thiru-Vi-Ka (SIDCO) Industrial Estate,
Guindy, Chennai - 600 032 | +91 44 4949 0000 / 4949 0200
care.stocksandsecurities@adityabirlacapital.com
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Registered Office:

Indian Rayon Compound, Veraval
Gujarat - 362 266
CIN: L65993GJ1995PLC064810

**OUR
FOCUS ON CUSTOMERS
ENABLES US TO
GROW EXPONENTIALLY.**



**Aditya Birla
Money Ltd.**

(A part of Aditya Birla Capital Ltd.)



**ADITYA BIRLA
CAPITAL**

Chairman's Message to Shareholders



Dear Members,

The financial year 2021-22 began on a challenging note with the country under the grip of the 2nd Covid wave that began in March 2021. The delta variant was more severe with a much faster spread and higher mortality rate than the 1st wave. The lockdowns though were less restrictive and disruptive than the 1st wave. The contact intensive service oriented sectors such as hotels, restaurants, retail and tourism suffered while manufacturing and agriculture were relatively insulated. The Omicron wave towards the end of the year was short-lived and mild and did not impact the economy. Rapid pace of vaccinations in between the 2 waves immunised significant chunk of the population that resulted in both lower hospitalisations and lower mortality.

The Centre's Fiscal Deficit is budgeted to be 6.4% of GDP in FY 2022-23, lower than the revised estimated of 6.9% in FY 2021-22. Tax collections were robust in the year gone by. Gross tax collections surged 33.5% to a new high of ₹27.07 Lakh Crore. India's tax-GDP ratio also improved to over a two decade high of 11.7%. As far as the market borrowing program is concerned, the Government is likely to raise ₹14.95 Lakh Crore for FY 2022-23 with 60% of it (₹8.45 Lakh Crore) in the first half to front load capex spending. The government continues to focus on increasing its capex to pump prime the economy. Revised Estimates (RE) for FY2021-22 was 9.6% higher than the Budgeted Estimates (BE). Moreover, FY2022-23 BE at ₹7.5 Lakh Crore is 24.4% higher than the FY 2021-22 RE.

Indian equity markets have managed to hold on well considering the year was marked by major events such as the Russia-Ukraine conflict, expectation of sharp interest rate hikes, economy still recovering from covid era and persistent FII selling. Despite all these challenges, Nifty delivered 18.9% return in FY 2021-2022 while Nifty Midcap 100 was up by 25.3% and Small cap 100 by 28.6%. During FY 2021-2022, FIIs were net sellers of Rs 1.4 lakh crore while DIIs have matched up similar amount on buy side led by persistent inflows into mutual funds from retail investors.

Retail investors have held their nerves and have now become a formidable force in domestic

equity markets. This has turned out to be a huge positive for the broking industry. New demat accounts surged to 89.7 mn in FY 2021-2022 vs 55.1 mn in FY 2020-2021. Successful listings in the IPO market brought more retail investors into direct equity investing. Owing to aggressive client acquisition by brokerage houses and positive experience in stock markets, the participation of retail investors in Indian stock markets is expected to further increase.

During the year, full phase implementation of peak margin continued in order to keep leverage positions under check. This impacted cash volumes with monthly cash ADTO turning volatile but still growing by 9.6% over FY 2020-2021. The peak margin norms however shifted the trading volumes to the derivative segment. The average derivative ADTO jumped by a staggering 2.6x in FY 2021-2022 to ₹71 Lakh Crore. This pace is further accelerating with month of February 2022 witnessing ADTO of ₹81.7 lakh Crore while March saw ADTO of ₹ 91.2 lakh Crore.

India's 10 Yr Yield averaged around 6.3% during the year. The latter half of the year saw hardening of the yields on the back of heightened inflationary concerns and the RBI sucking out excess liquidity from the system.

Overall the Indian economy remained resilient throughout the pandemic. Post Covid recovery in the services sector has been faster than expected and should continue inching towards the pre-pandemic levels in the new year barring any disruption from another Covid variant or geopolitical event.

The Russian invasion of Ukraine has disrupted the global geopolitical and economic environment. Global energy and supply chains have been wrecked by the incessant fighting and sanctions stoking inflation across both developed and emerging economies. The covid induced lockdown in China has exacerbated the already tight logistics situation further. Higher prices of commodities will impact the gross margins and eventually the profitability of the corporates. Cost push inflation is likely to dampen consumer demand in the immediate term and delay the much awaited capex cycle.

Runaway inflation has prompted central banks across the world to tighten their easy money policies and raise interest rates ahead of the curve. This has raised recession fears in the US and other developed economies. The RBI too has sounded the inflation bugle in its MPC and lowered the growth forecast for FY 2022-2023.

In the near term, energy prices are expected to remain firm on the back of global demand recovery and supply side challenges. Sanctions on Russia and under investment in fossil fuels over the years has led to tighter supplies which are likely to keep the prices elevated in the near future. India's fiscal math is likely to get challenged due to higher food and fertilizer subsidies. Higher inflationary environment is expected to impact discretionary consumption as companies pass on the higher raw material costs to consumers.

Despite these headwinds, India's aim of becoming \$5tn economy by FY 2025-2026 remains intact. Reforms undertaken over the

last few years should start bearing fruit. The PLI schemes across sectors, focus on indigenization in defence, thrust on infrastructure development through the ambitious National Infrastructure Pipeline (NIP) and supplemented by the Gati Shakti Master Plan, focus on clean energy and technology makes India an attractive investment destination. FY 2022-2023 should also see the Govt divesting more of its assets through completion of the stake sales in BPCL, LIC, SCI, CONCOR and BEML and asset monetization announced in the National Monetisation Plan (NMP). Initial estimate suggests that the southwest monsoon in 2022 is expected to be 'normal' at ~98% LPA which is positive for rural India and will also help in taming food inflation.

The Company recorded Revenue from Operations of ₹231.31 Crore in FY 2021-22 as compared to ₹190.61 Crore in FY 2020-21, an increase of 21.35% led by higher broking and interest income. The Profit Before Tax stood at ₹35.68 Crore for FY 2021-22 as compared to ₹22.40 Crore in FY 2020-21, an increase of 59.29%. The Company constantly strive for product innovations to elevate customer experience and promote customer delight. The Company launched the Open Store platform which will allow our customers to seamlessly access select 3rd party research & advisory platforms. Our ongoing initiatives to improve our trading app with UI/UX changes and addition of relevant features led to ~26% increment in the average daily customers traded through the mobile app.

The Company continue its efforts to empower its customers with DIY services by adding 17 more services to the Whatsapp self-service platform. It also continued its efforts to educate customers on the various aspects of investing/trading vide research led webinars and creation of instructional videos.

In this era of mounting complexity, perpetual uncertainty and near-fatal disruptions like Covid-19, the Company is committed to being a leader and role model in all facets of its business by striving to be the best in class.

Going ahead, the three key factors that shall drive the Company's growth and ensure sustainability are digital transformation, optimal pricing and a wider reach and customer base.

Yours Sincerely,

GOPI KRISHNA TULSIAN

Chairman

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Registered Office

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Tel: +91 44 4949 0000 / Fax: +91 44 2250 1095



Equities



Derivatives



Currency



Commodities



Mutual Funds



IPO



UNLEASHING THE POWER OF 'PHYGITAL' – THE BEST OF PHYSICAL AND DIGITAL

Since inception, Aditya Birla Money has been the platform of choice for its customers for their wealth creation needs. We have successfully harnessed the power of digital to complement our physical presence to offer our customers a seamless and delightful experience right from on-boarding to investing/trading. As we continue our journey to further expand our customer franchise, we seek to further complement our physical capabilities by bolstering our technological prowess to offer the best of both worlds – physical and digital to our customers.

Aditya Birla Money is a one-stop shop for customers for their entire investment and trading needs. We offer a full range of services relating to investment in stocks, mutual funds, IPOs, SGBs, PMS etc. and trading in equity, commodity and currency derivatives. Our “phygital” approach allows us to cater to the needs of customers seeking in-person servicing and relationship management as well as DIY customers who prefer to do everything on their own. Our product and service innovations enable us to provide differentiated experiences to customers.

We constantly strive to acquire new customers on the back of innovative customer services ideas and our collective experience. To stay ahead in the digital age, our IT and product teams continuously endeavour to enhance our tech and digital capabilities. Our in-house research team has a wealth of accumulated experience and expertise covering various sectors of the economy and sound understanding of market dynamics. We have a robust risk management culture that seeks to identify and eliminate risk throughout the organization to ensure uninterrupted service to our customers.

As more and more Indians enter the world of investing driven by growing incomes, digital adoption and financial literacy, we are well placed to capitalize on the opportunity as a trusted name, driven by robust tech platforms, helmed by experienced management and supported by physical presence at strategic locations to support future growth.

Values That Propel Us



INTEGRITY

Acting and taking decisions in a manner that is fair and honest. Following the highest standards of professionalism and being recognised for doing so. Integrity for us means not only financial and intellectual integrity, but encompasses all other forms as are generally understood.



PASSION

An energetic, intuitive zeal that arises from emotional engagement with the organisation that makes work joyful and inspires each one to give his or her best. A voluntary, spontaneous and relentless pursuit of goals and objectives with the highest level of energy and enthusiasm.



SPEED

Responding to internal and external customers with a sense of urgency. Continuously striving to finish before deadlines and choosing the best rhythm to optimize organizational efficiencies.



COMMITMENT

On the foundation of integrity, doing all that is needed to deliver value to all stakeholders. In the process, being accountable for our own actions and decisions, those of our team and those on the part of the organisation for which we are responsible.

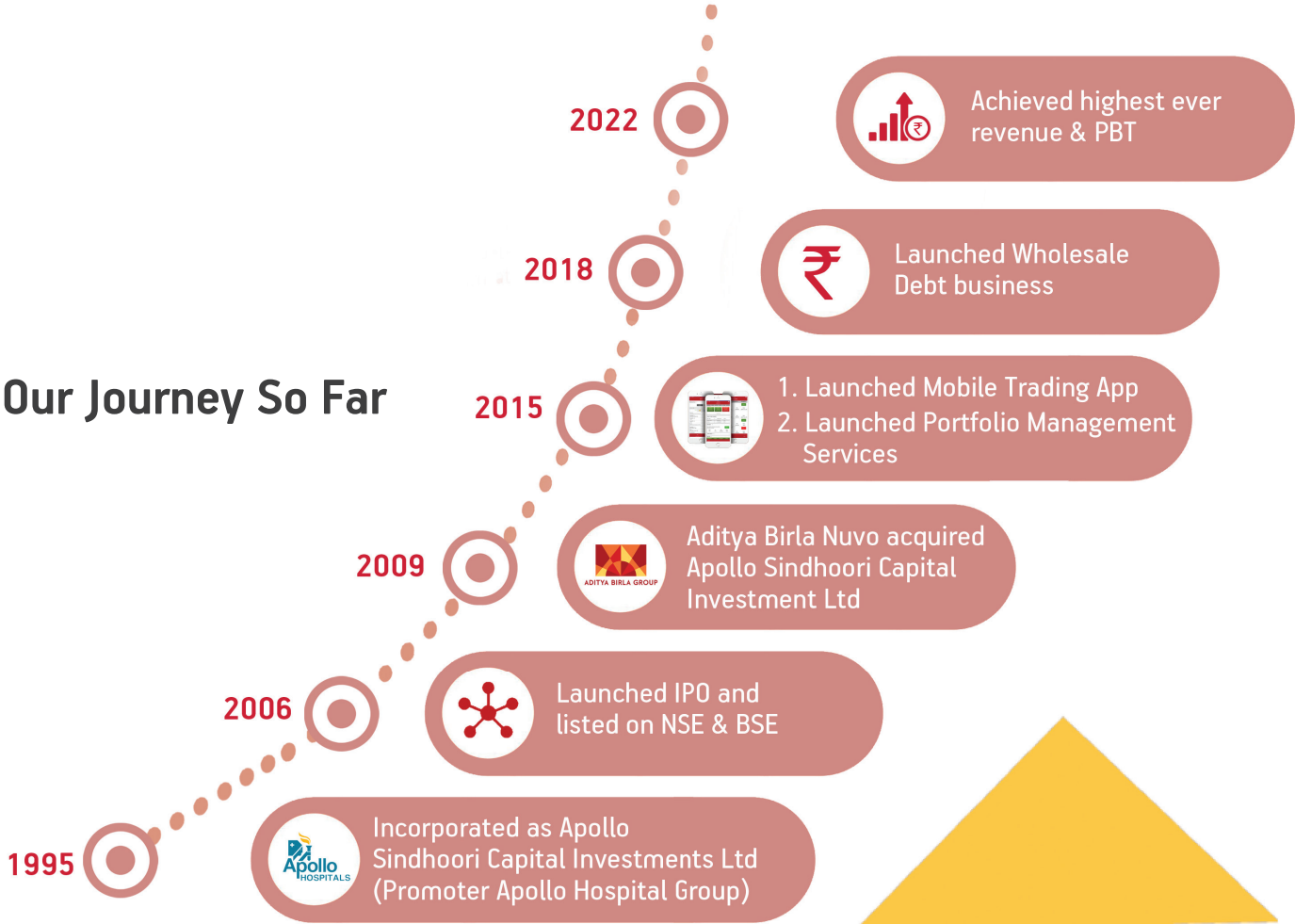


SEAMLESSNESS

Thinking and working together across functional groups, hierarchies, businesses and geographies. Leveraging diverse competencies and perspectives to garner the benefits of synergy while promoting organizational unity through sharing and collaborative efforts.



Our Journey So Far



Business Snapshot



₹60000+Cr
DP Assets



5 lakh+
Total Customer Base



400+
Cities Present



4 Bank
Partnerships



1000+
Business
Partners



60%+
Volumes through
digital channels



33
Avg. age of clients
acquired in FY'22

Our Offerings - 360° Solutions For Wealth Creation

**Stock
Investment/Trading**

**Mutual Fund & ETF
Investment**

**Investment in IPOs, SGBs,
Debt Securities**

Derivative Trading

**Commodity & Currency
Trading**

**Portfolio Management
Services**

Our Digital Platforms



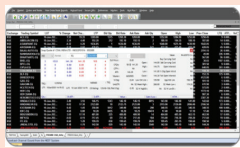
Mobile Invest App:
One stop for all Stock Market Enthusiasts. Investing or Trading, we've got it covered

- News & Analytics
- Research Screeners
- 360° stocks overview
- Advanced Charting
- Option Chain
- 1 Million+ Downloads
- ~ 50% of daily traded customers are through mobile app



AB Trade
Advanced Trading Web Portal With Fundamentals, Charting, 15mins Built Up And Much More

- Powerful Watchlist
- Comprehensive Portfolio Tracker
- Access to Rich Data
- Advanced Charting
- Option Chain



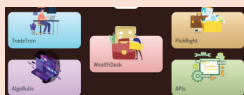
Express Trade
Flagship Desktop Trading Application For Highly Active Traders

- Advanced Charting
- Market Monitor
- Market Movers
- Customizable Interface
- Option Chain
- Open Interest Bar



Integrated Whatsapp
Chat Your Way To Monitor & Track Your Portfolio

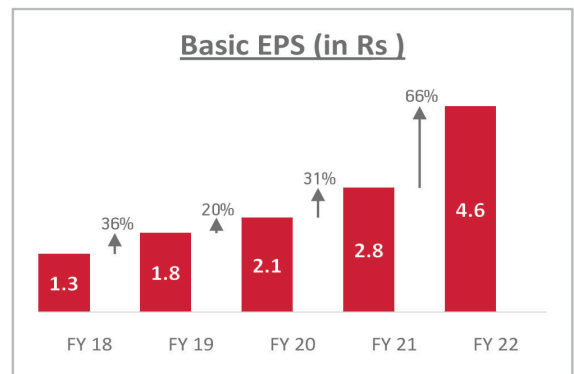
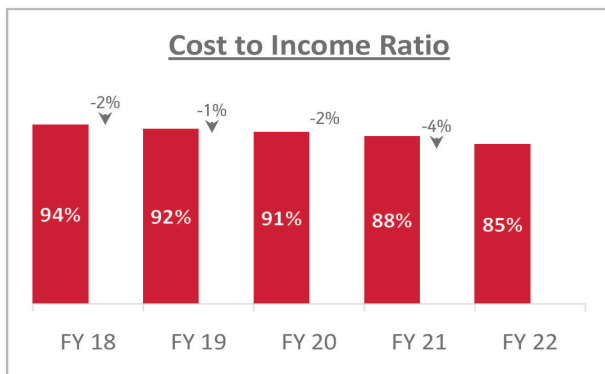
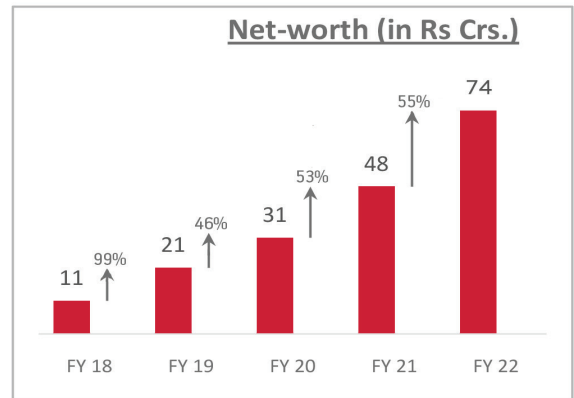
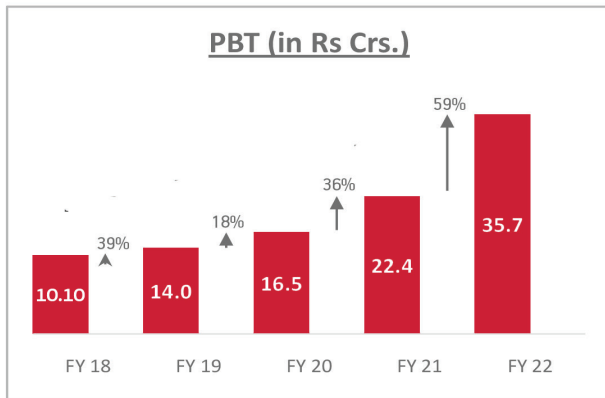
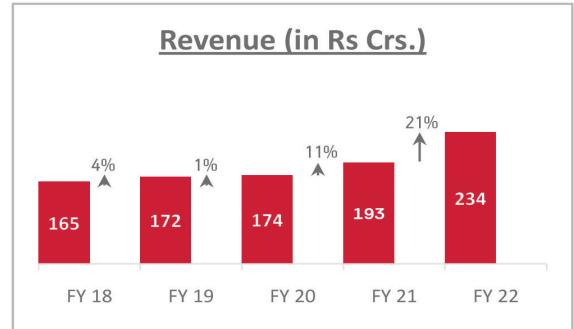
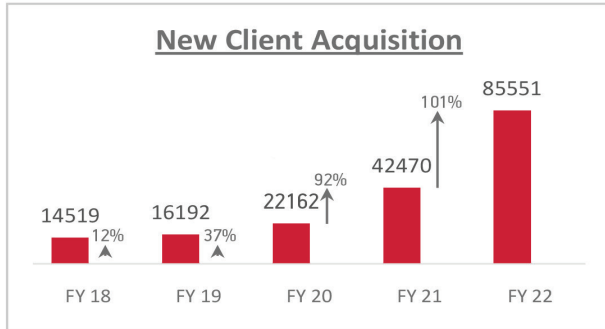
- 24*7 availability
- No login required
- Wide range of services
- End to end Encryption



Open Store
A super-store for all investment related products

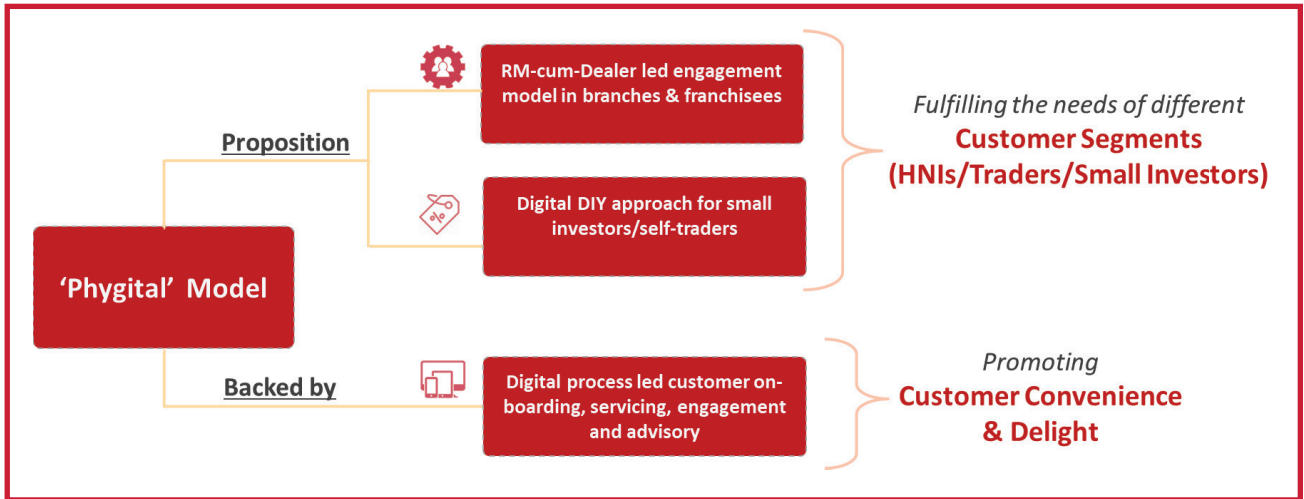
- Access 3rd party research & advisory
- Seamless Integration for Execution & Tracking
- Products suited for - Investors, Option Traders, Algo Traders

FY'22 - Key Performance Indicators



Our Vision

To become the platform of choice for the wealth creation needs of customers across their entire life cycle



Strategy Pillars

The 4 Cs denoted below are the pillars of our strategy framework to create enduring value for all stakeholders. All our initiatives are centred around these 4 Cs and driven by digital processes , products and innovations



FY'22 – Progress Made During the Year

Scaling Customer Acquisition

Our strong technology platforms, robust processes, aggregation partnerships and digital focus enabled us to expand our customer base substantially. We devised ways to reach, engage and influence customers to avail of our broking product and services. New customer acquisition grew 101% on year-on-year basis.

- We were able to leverage our variable cost partnership with 4 Banks for sourcing new clients which witnessed 132% growth on YoY basis. Client acquisition through bank partnerships, together contributed ~38% of our total new client acquisition in FY 2021-2022.
- We also expanded our affiliate and partner base for sourcing digital leads, that led to 44% growth in high-intent prospect leads and 27% growth in lead conversion which propelled digital direct client acquisition by 83% on YoY basis. Besides we also optimized customer onboarding journey and paid campaigns, that helped to reduce the average cost per lead by 17% on YoY basis. We also created content and enhanced our social media presence.
- We have expanded our digital acquisition team by 50% to cater to the growing base of digital direct customers acquired during this period. The goal of this team is not only to acquire new customers but also engage with the customers to cater to their needs.
- Our inhouse, enhanced Customer Relationship Management software has helped in making the customer acquisition process seamless. For customer communications we are using future-ready scalable infrastructure to handle millions of calls in a cost-effective manner. This set-up is built keeping in mind our experience with Covid-19 and the need to work remotely. It will also ensure that the

customer/prospective customer is served well irrespective of external factors.

- We also expanded our franchisee partner acquisition by 35% on YoY basis taking the total franchisee base to 1000+
- We witnessed the influx of young, millennial investors into stock investing as per industry trend. The average and median age of the customers acquired in FY 2021-2022 stands at 33 years and 30 years respectively.



Promoting Delight vide Superior Customer Service



We strive to create delightful customer experiences by empowering customers for a DIY approach for common queries, issues and providing detailed handholding for more complex queries. We have strengthened our service delivery vide strengthening & revamping digital processes/assets to ensure seamless on-boarding to transaction journey.

- The e-KYC led on-boarding journey was made more convenient by leveraging cutting edge technologies

like Digilocker based KYC, Intelligent OCR, etc. This process not only reduced the steps and time taken for online account application from (~15 mins to <5 mins) but also eliminated the need for any physical document.

- We also added 17 additional DIY services to our Whatsapp platform. Total unique services which are accessible to our clients through Whatsapp now stands at 37 which includes Statement of Accounts, Research reports, Account modifications & unique features like IPO application as well. Keeping a 'Customer First' approach in mind, the objective of this was to better our customer experience and make services easily accessible.
- To guide new customers for a smooth journey towards wealth creation, we launched a cloud based auto welcome call with structured hand-holding and guidance about our App and a step-by-step process to place their 1st order.
- We also rolled out 100+ topical videos to educate customers on our products and platforms. The online processes for investment in IPOs and Sovereign Gold Bonds was also revamped to make them more seamless.
- We launched a Digital Rewards platform to reward customers for positive behaviour.
- To make customer engagement more personalised and relevant we launched a hyper-personalized communication engine in partnership with Clevertap.

Creating Enduring Customer Value

Aditya Birla Money offers a bouquet of solutions for wealth creation needs of customers including stock broking, derivative, commodity, currency trading & investment into IPOs, mutual funds, ETFs, debt securities and PMS. To empower clients and new business partners with knowledge on different aspects of trading/investing, 300+ webinars were conducted by our Research Team.

- With the emergence of 3rd party advisory/service ecosystem in the industry, we launched the Open API initiative which allows our customers to access advisory or services from multiple Fintechs. This is in line with our initiative to democratise access to partner platforms offering our customers a wide array of products and services to choose from. We are constantly striving to add new features and functionalities. Various partner platforms are in line for FY 2022-2023 including thematic investment, algo trading, investing opportunities in unlisted companies and online tax filing, etc.
- To make investing easier & simpler for first time retail customers, we also launched small ticket Stock Baskets of value <Rs 10,000 on Wealthdesk platform.
- Our focus on cross-selling of financial products based on client affinity analysis led to 20% YoY growth on number of unique customers cross-sold.
- We have created a Retail Debt platform (integrated into our main trading platform) with curated list of debt securities which allows our customers to invest in debt securities, making the investment process as seamless as making equity investment.
- To offer our customers direct access to invest in US markets, we have also partnered with a US based broking house.



Leveraging Customer Analytics



With the advancement of the digital age and most customer interactions with the organization moving to digital modes, we have launched initiatives to improve customer experience by leveraging analytics of all such data generated.

- We have launched integrated hyper-personalized customer engagement platform in partnership with Clevertap. This has enabled us to improve our digital engagement with our clients .
- Our team also consistently undertakes customer transaction behaviour analytics to identify road-blocks, pain points in the customer transaction journey and in turn to boost transaction revenue. The journey changes incorporated basis such analytics enabled us to reduce order rejections by 40%. We also reduced customer queries by >25% basis periodic analysis on major customer queries.
- Our analytics initiative includes improving the performance of our digital assets especially our mobile app . Basis the insights generated from app analytics, we optimized key screens of our app leading to reduction in load time to less than a second.

We would keep continuing our relentless focus on leveraging data analytics to improve our services and ensure high customer delight

Corporate Information

Board of Directors

Mr. Gopi Krishna Tulsian

(DIN 00017786)

Chairman and Non-Executive Director

(SRC, CSR, RGC)

Mr. P. Sudhir Rao

(DIN 00018213)

Independent Director

(ACM ©, NRC ©, SRC ©, RGC ©)

Mrs. Pinky A Mehta

(DIN 00020429)

Non-Executive Director

(CSR)

Mr. G. Vijayaraghavan

(DIN 00894134)

Independent Director

(ACM, NRC, CSR ©)

Mr. Tushar Shah

(DIN 00239762)

Non-Executive Director

(SRC, RGC)

Mr. Shriram Jagetiya

(DIN 01638250)

Non-Executive Director

(ACM, NRC)

Chief Financial Officer

Mr. Pradeep Sharma

Company Secretary

Ms. Divya Poojari

Statutory Auditors

M/s. Deloitte Haskins & Sells LLP

Chartered Accountants

Secretarial Auditors

M/s. BNP & Associates

Company Secretaries

Internal Auditors

M/s. Aneja Associates

Chartered Accountants

Bankers

AU Small Finance Bank

Axis Bank

HDFC Bank

NSDL Payments Bank

ICICI Bank

Standard Chartered Bank

State Bank of India

The Federal Bank

UCO Bank

ACM - Audit Committee

NRC - Nomination and Remuneration Committee

SRC - Stakeholders' Relationship Committee

CSR - Corporate Social Responsibility Committee

RGC - Risk Governance Committee

© - Chairman



Management Discussion and Analysis

Overview

The FY 2021-22 started and ended with COVID-19, as 2nd and 3rd wave impacted the Indian economy in Q1 and Q4 of FY 2021- 2022 respectively. Though the economic impact of both the waves was relatively lower compared to first wave, the second wave had a bigger impact on mankind with severe mortality and hospitalisation. Having said that, the pace at which India vaccinated a large part of adult population (>80% fully vaccinated & >95% given first dose) is commendable. It was the vaccination drive which insulated India's population from the third wave of COVID-19 which hit in Q4FY22. Globally, US Fed's hawkish policy stance and Russia's invasion of Ukraine in H2FY22 kept markets sceptical about the outcome and its impact on the economies.

With the opening of the Indian economy, the demand momentum remained resilient across industries. Some of the high-frequency indicators namely GST collection, manufacturing, power demand, E-way bills generation, rail freight and others went above or near pre-COVID levels. After a 6.6% contraction in FY 2020-21, the Indian economy rebounded to 8.9% in FY 2021-22 as per the second advance estimates released by the NSO. The strong Delta wave in the beginning of the fiscal had a significant negative impact on growth in the first half of the fiscal. While economy has shown steady recovery from Q2FY22 onwards, it has largely been a K shaped recovery with informal and contact intensive sectors lagging, and industry and agriculture doing much better. The Omicron wave in early 2022 also impacted growth, although to a much lesser extent than the Delta wave. However, it was the higher commodity cost and disruption in global supply chain which played as a spoilsport impacting corporates profitability. The gross margin of the companies across commodity using sectors fell modestly, mainly impacted by higher prices of crude and steel, which were up by >70% & >45% YoY respectively in FY22. The supply side crisis further added to the woes, as it not only resulted in higher cost of key input components but also impacted the production volumes. It was the continued cost control measures initiated by the companies which partly supported the profitability. The rural sector also witnessed some slowdown in consumption, largely due to the high base impact, unseasonal rainfall and inflationary pressures which impacted consumer sentiments.

Falling infections, rapid vaccination coverage and quick normalisation of mobility have facilitated the recovery in economic activity over the last year. Rural demand has remained resilient while urban demand has also recovered with pent-up demand supporting the recovery in contact-intensive sectors. Private final consumption expenditure and consumption sentiment survey have been weak. However, recovery has moved much further in industrial sector, construction and exports. The government continued its focus to push growth through sectors which will promote sustainable development, climate compliance and energy self-reliance through various incentives/

schemes. Apart from that RBI maintained 'Status Quo' on its key rates & rebalanced liquidity on a dynamic basis through the year, while maintaining adequate liquidity in support of its accommodative stance, to meet the needs of the productive sectors of the economy.

Inflation also rose in India like in much of the world, but largely remained within the RBI tolerance band. Higher inflation in India has largely been due to high commodity prices and global supply disruptions. After remaining ultra-accommodative and giving preference to growth over inflation, high inflation has finally resulted in pivot by RBI which now gives more importance to inflation over growth, although remaining accommodative.

The Union Budget for FY 2022-23 was focused on growth revival, budgeting for an aggressive capex spending while setting a fiscal deficit target at an elevated level of 6.4% of GDP. Consequently, government borrowing remains elevated. High inflation, hawkish RBI, sharp increase in bond yields and the large borrowing program have caused interest rates in India to rise significantly.

Exports and Imports both jumped sharply in FY22 as high oil prices, demand for gold and strong global growth supported both imports and exports. India's trade deficit rose from \$102.63bn in FY 2020-21 to \$192.24 bn in FY 2021-22 and CAD is also expected to have widened to 1.5% of GDP from 0.9% of GDP surplus in FY21. Going forward, oil prices will be the most important variable for the Indian economy as the same impacts India's GDP growth, inflation as well as BOP dynamics.

Global Economy and Developments

2021 turned out to be the mirror image of growth compared to 2020 with growth rebounding from 2020 pandemic lows across the world. World economy rebounded sharply in 2021 to 5.9% after hitting the lowest level since World War 2 in 2020 at -3.2% y-y. The sharp uptick was on the back of continued ultra-accommodative monetary policy, impact of strong fiscal response to the pandemic and gradual normalisation of economic activities from extreme Covid restrictions on the back of availability of vaccines and focus shifting to live with Covid. The global growth in CY2021 was on account of a contraction of nearly 3.6% in CY2020 on account of the Covid pandemic. However over the medium term, the global growth is expected to move back to its steady growth path of 3-4 percent CAGR with intermittent slowdown and acceleration. The US led the global recovery with strong employment generation and demand recovery. Europe and China were a close second. Most high frequency indicators like Non Farm Payrolls, Consumer Spending, Industrial Output and Jobless Claims were strong through the year and had deeply entrenched into the roots of the economic recovery. While the delta of the economic recovery moderated towards the end of the year, it is on track to make up for the lost months of pandemic. However, certain leading

Management Discussion and Analysis (Contd.)

indicators like auto sales continue to suffer from supply chain issues with regards to key components like, micro-chips. On the flip side, both stimulus (demand) led and supply driven inflation continue to haunt nearly 3/4th of the globe with average CPI inflation now at multi decade highs for a large part of the world. CY2022 and CY2023 are expected to be years of re-adjustment when pandemic era extra-ordinary stimulus (both fiscal and monetary) is likely to be withdrawn and supply chains getting back up and normal. These adjustments will create their own sets of pushes and pulls on economic indicators and risk factors on assets thereby possibly marking the next two years with increased volatility for both economic indicators and asset prices.

Industry Structure and Developments

Stock markets have managed to hold on well considering the year was marked by historic event of Russia-Ukraine conflict, expectation of sharp interest rate hikes, economy still recovering from post covid era and persistent FII selling. Despite all these challenges, Nifty delivered 18.9% return in FY 2021-2022 while Nifty Midcap 100 was up by 25.3% and Small cap 100 by 28.6%. During FY 2021-2022, FIIs were net sellers of ₹1.4 lakh Crore while DIIs have matched up similar amount on buy side.

During this period, retail investors have held their nerve and have now become a formidable force in domestic equity markets. This has turned out to be a huge positive for the broking industry. The monthly run-rate of demat account opening has mounted ~8x from 4 lakh in FY 2019-2020 to 30+ lakh now. The active Demat accounts have risen by 62.8% from 55.1 mn in FY 2020-2021 to 89.7 mn in FY 2021-2022. Penetration has increased from 3.9% to 6%+ on YoY basis. Demat accounts penetration has surged at a rapid pace owing to an increase in smartphone usage, easier digital onboarding of customers and attractive returns delivered by the equity markets in the post covid era. In addition, the rise of discount brokers have made it easy to invest in financial markets via zero brokerage, e-KYC and user-friendly interface. Owing to aggressive client acquisition by brokerage houses and positive experience in stock markets, the participation of retail investors in Indian stock markets is expected to further increase.

During the year, full phase implementation of peak margin continued in order to keep leverage positions under check. Consequently, we saw cash ADTO showcasing volatility and dropping a bit from its usual run-rate. The starting 2 months of FY 2021-2022 i.e. April and May 2021 saw ADTO of ₹ 74,398 Crore and ₹84,021 Crore respectively which was shaved off to ADTO of ₹63,254 Crore in month of February and ₹71,016 Crore in March. However, from full year perspective, cash market ADTO still registered growth of 9.6% YoY to ₹ 72,372 Crore in FY 2021-2022.

On the other hand, the pace of fast-growing derivative segment was further accentuated owing to peak margin rules. The ADTO

has jumped by staggering 2.6x in FY 2021-2022. The ADTO of ₹27.2 lakh Crore in FY 2020-2021 has sky rocketed to ₹71.0 lakh Crore in FY 2021-2022. Leveraged traders seemingly shifted to the F&O segment owing to peak margin rules. This pace is further accelerating with month of February witnessing ADTO of ₹81.7 lakh Crore while March saw ADTO of ₹91.2 lakh Crore.

Meanwhile, increase in high margin delivery cash market ADTO remains the key but yields in this segment are also steadily getting hit owing to flat rates.

The industry is positioning itself broadly into 2 structures –

- i) **Discount Brokerage** - this business model is based on volume and creating customer base with limited focus on research services. These firms act as pure brokers between buyers and sellers. In addition, these firms aim to generate revenue through distributing other products including MF, Insurance, etc.
- ii) **Hybrid Strategy** - Here, brokerage fee is charged, though its getting competitive and in return a bouquet of research services are provided.

Financial Performance

The Company recorded Revenue from Operations of ₹231.31 Crore for the year ended 31st March 2022 as compared to ₹190.61 Crore during the previous year, an increase of 21.35% led by higher broking interest and income.

The Profit after Tax stood at ₹26.13 Crore for the year ended 31st March 2022 as compared to ₹15.78 Crore in previous financial year, an increase of 65.57%.

Outlook

The overall medium term macro environment remains challenging, as RBI in its first bi-monthly monetary policy revised its inflation estimate higher (to 5.7% vs. earlier forecast of 4.5%), GDP growth estimate lower (at 7.2% vs. previous estimate of 7.8%) for FY23E and seemed to be less accommodative. Globally too, high Inflation continues to be one of the biggest risks along with central bankers accelerating the pace of rate hikes and tightening liquidity. Inflation this time is more of 'Cost-Push' and thus looks difficult to control in the near term. However, the cost-push Inflation often proves to be temporary and thus is expected to come down in the coming months. Specifically in the context of India, Brent Crude needs to be keenly monitored, as most of macro assumptions are broadly linked to the price of crude (as of now assumed at ~\$100 per barrel). From a math perspective – an increase of \$10 per barrel in price of crude could increase India's retail inflation by ~50bps, wholesale inflation by ~100bps, CAD by ~50bps and decline GDP by ~10bps. The fourth wave of COVID also remains a near term risk and could again decelerate the economic recovery.



The US Federal reserve has maintained its hawkish stance. It is tightening its money supply and is likely to hike interest rate by ~200bps over the next 18 months. The hawkish stance may cause some volatility in the market, however historical trends suggest that equity market has given positive returns whenever fed has hiked interest rate. The peace talks between Russia and Ukraine have already started and it is likely that the tension would moderate if not completely de-escalate over the coming months. The supply chain disruption caused by the war is expected to gradually ease in the coming months, thereby releasing some pressure on the commodity side.

India's aim of becoming a \$5tn economy by FY26 remains intact. Governments clear focus on growth (pro-growth Budget 2022), impetus on investment/capex revival (capital expenses up 35% YoY in FY23) with strong initiative like 'Aatmanirbhar Bharat', 'Make in India' supported via 'Production linked Incentive' schemes and 'National Infrastructure Pipeline' supplemented by Gati Shakti Master plan along with its disinvestment plan will take India to the next level of growth in the coming years. The high-frequency indicators are nearing or above pre-pandemic level and are showing resilience. Also, the initial estimate suggests that the southwest monsoon in 2022 is expected to be 'normal' at ~98% LPA which is positive for rural India. We believe that India has a long pathway for growth and global investors prefer India as their favourite investment destination.

Opportunity and Threats

The broking industry has gone through significant transformation over the years. Amongst the key changes are massive digitisation, focus on value added services and moving from transactional to fee based revenue models. The industry is also expected to see higher volumes over the next few years as retail investors have tasted upfront success in investing / trading. Moreover, the financialisation of savings and equitisation of the financial savings is still at a very nascent stage with the demat account penetration just about 6%.

While the competition from discount brokerages continues to disrupt the overall broking industry, evolving business models still provide enough opportunities for incumbents to cash in on the structural growth highway that lies ahead of them.

Besides, the previous generation trader/investor had only indiscriminate access to corporate/business/financial information but rapid advances in technology and increased digitisation provides traders and investors better tools to trade and invest.

The strong flows into equity markets, mutual funds and insurance are expected to continue in the long run with increase in access and favourable regulations.

The Company is aware of the same and is making conscious efforts to increase investor participation. It has plans to increase

its overall market share by targeting profitable segments. The Company is also focusing on efficient use of technology to become a cost effective player in the market.

The Company will continue to focus on technology, drive client acquisition, increase its business partner network, rationalise cost and provide efficient trading tools and value-added research recommendations to its clients. The overall strategic focus is to create product and service differentiators across all segments.

Risk and Concerns

The very nature of the Company's business makes it susceptible to various kinds of risks. The Company encounters market risk, credit risk and operational risks in its daily business operations. The Company has framed a comprehensive Risk Management Policy which *inter-alia* lays down detailed processes and policies in various facets of the risk management function. The risk management review framework provides complete oversight on various risk management practices and processes. The framework and assessment remains dynamic and aligns with the continuing requirements and demands of the market.

The Company has also implemented a robust surveillance mechanism to deal with various trade related risks and adopted a surveillance policy in line with the regulatory requirements.

Internal Control Systems and Adequacy

The Company has adequate internal control systems appropriate for the business processes having regard to efficiency of operations and for compliance with applicable laws. The controls are reviewed periodically and strengthened in view of changed processes, systems and regulations.

In addition, the Company goes through periodic internal audits both through its internal team and external auditors, which includes branch and franchisee audits. All audit and inspection reports are placed at the Audit Committee meetings. Key issues are specifically brought to the attention of the Audit Committee and deliberated in detail along with the action plan for closure.

Human Resources

Employees are one of the key foundations of any successful Organisation. Human Resources plays a significant role in developing positive business culture and improving employee engagement and productivity. The HR function takes the lead on organisation development, employee wellness and personal development.

At Aditya Birla Money Limited, the HR practices and policies are built on the Group's core values of Integrity, Passion, Speed, Commitment and Seamlessness. Company embraces the principle that meaning at work is created when people relate to the purpose of the organisation, feel connected to the leaders

and have a sense of belonging. The four strategic pillars of employee value proposition at our organisation are Enhancing Career, Rewards and Recognition, Learning and Development and Enrich Life. These EVPs provide a robust platform for people to upskill, engage, grow and prime a positive work life balance.

As on 31st March 2022, the employee strength of the ABML was 616.

The workforce comprises of more than 68% millennials and 20% women as on 31st March 2022.

Talent Management:

Building a strong future ready talent pool and robust leadership succession pipeline continue to be priority areas for us in Talent Management. We continued to give prominence to identifying and developing our high potential employees and have steered towards more holistic, comprehensive and future oriented development interventions for them.

Employee Wellness and Engagement:

Your Company's endeavour to provide a happy, vibrant and engaging work environment continued this year. It welcomed employees back to work and significant attention was given to help them restart and settle comfortably through support mechanisms and flexibility.

Your Company is also reinforcing the importance of health and wellbeing through wellness programs and initiatives. It continued to support the employees and their family members through medical infrastructure support and assistance programs during Wave 2 and 3 of COVID.

Learning & Development:

Your Company's philosophy is to provide every employee with continuous opportunities to learn & grow. Our learning interventions create an organisation wide impact as these are focused on enabling employees to do better at work.

An AI enabled learning app provides employees easy access to super personalised content that meets their unique individual requirements.

2021-22: Session Participation updates:

Sl	Type of Session	Participation
1	Virtual Facilitation Sessions (Gyanodaya & ABCU)	64%
2	e-Learning (GVC, Poomata & AB Capital APP)	50%

Roll out of programs in FY 2021-22:

- Branch Leadership Session: A program designed for BMs to build, Self, People & Business. They were taught how to effectively influence and collaborate with team members by successfully aligning objectives and build a high performance team and learn best practices in managing team performance.
- Training for Call Centre of Digital Team: A classroom session on creating a basic understanding of the financial markets and enable them to make effective calls for activation of clients for trading.

Key Financial Ratios

The key financial ratios are given below:

	FY 2021-22	FY 2020-21
a) Operating Profit Margin (%)	15.43	11.75
b) Net Profit Margin (%)	11.30	8.28
c) Return on Net Worth (%)	43.00	39.88
d) Interest Coverage Ratio	2.62	2.33
e) Current Ratio	0.79	0.89
f) Debt Equity Ratio	9.63	7.87

There has been an improvement in the ratios on account of improved performance of the Company. The Interest Coverage Ratio was higher due to lower interest cost during FY 2021-22. Operating profit margins continues to improve YoY on account of increased revenues.

Cautionary Note

Statements in this Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Forward looking statements are based on certain assumptions and expectations of future events. These statements are subject to certain risks and uncertainties. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. The actual results may be different from those expressed or implied since the Company's operations are affected by many external and internal factors, which are beyond the control of the management. Hence the Company assumes no responsibility in respect of forward-looking statements that may be amended or modified in future on the basis of subsequent developments, information or events.



Board's Report

Dear Members,

The Board of Directors of Aditya Birla Money Limited ("your Company" or "the Company" or "ABML") is pleased to present the 26th (Twenty Sixth) Annual Report and the Audited Financial Statements of your Company for the financial year ended 31st March 2022 ("financial year under review").

Financial Summary and Highlights

Your Company's financial performance for the financial year ended 31st March 2022 as compared to the previous financial year ended 31st March 2021 is summarised below:

	(₹ in Crore)	
	FY 2021-22	FY 2020-21
Revenue from Operations	231.31	190.61
Other Income	2.61	2.78
Total Income	233.93	193.39
Expenses	198.24	170.99
Profit Before Tax	35.68	22.40
Tax Expenses	9.55	6.62
Profit for the year	26.13	15.78
Other Comprehensive Income	0.17	0.83
Total Comprehensive Income for the year	26.30	16.61
Earnings per equity share (in ₹): (Face Value of ₹1/- each)		
Basic	4.64	2.80
Diluted	4.63	2.80

The above figures are extracted from the Financial Statements prepared in accordance with Indian Accounting Standards ("IND AS") as notified under Sections 129 and 133 of the Companies Act, 2013 ("the Act") read with the Companies (Accounts) Rules, 2014 and other relevant provisions of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Results of Operations and State of the Company's Affairs

For the financial year ended 31st March 2022, the Company recorded Revenue from Operations of ₹231.31 Crore as compared to ₹190.61 Crore during the previous year, an increase of 21.35%.

Key Highlights of the Company Performance for the Financial year ended 31st March 2022

The Profit after Tax stood at ₹26.13 Crore for the year ended 31st March 2022 as compared to ₹15.78 Crore in previous financial year, an increase of 65.57%.

Accounting Method

The Financial Statements of the Company have been prepared in accordance with Indian Accounting Standards as notified under Sections 129 and 133 of the Act read with the Companies (Accounts) Rules, 2014, as amended and other relevant provisions of the Act.

In accordance with the provisions of the Act, applicable Accounting Standards and the SEBI Listing Regulations, the Audited Financial Statements of the Company for the financial year ended 31st March 2022, together with the Auditors' Report forms part of this Annual Report.

The Audited Financial Statements of the Company as stated above are available on the Company's website at <https://stocksandsecurities.adityabirlacapital.com/investor>

Material Events During the year

COVID-19 Impact Assessment

The outbreak of COVID-19 pandemic continued during 2021-22 with the second wave and third wave during the financial year under review.

Board's Report (Contd.)

The Company continued its operations under its Business Continuity Plans (BCP) and implemented a business normalisation plan thereby mitigating the business impact. While following COVID-19 protocol as mandated by the Government, the Company gave utmost importance to the health and well-being of its employees and continued the operations in business continuity mode using technology and digital tools at all functional levels and served the customers at all locations.

Vaccination was identified as a key component in the fight against COVID-19 pandemic. To safeguard the health of employees and their families, the Company also embarked on a vaccination drive for them and extended complete care and assistance at all levels during the pandemic time.

Towards the end of the year, COVID-19 infections started ebbing and conditions started normalising resulting in resumption of normal business operations by the Company in line with staggered relaxations notified by the Government. The details of BCP with reference to COVID-19 are covered comprehensively under the Business Continuity section.

Holding Company

During the financial year under review, Grasim Industries Limited remains the Ultimate Holding Company and Aditya Birla Capital Limited continues to be the Holding Company of the Company.

Grasim Industries Limited and Aditya Birla Capital Limited are listed at BSE Limited, National Stock Exchange of India Limited and Luxembourg Stock Exchange.

Transfer to Reserves

During the financial year under review, the Company does not propose to carry any amount to the reserves.

Dividend

In order to conserve cash for the Company's operations, the Directors do not recommend any dividend for the year under review.

Share Capital

As on 31st March 2022, the Company's paid-up Equity Share Capital was ₹5.63 Crore divided into 5,63,74,998 Equity Shares of ₹1/- each. The Company has 16,00,000 4% Non-Cumulative Non-Convertible Redeemable Preference Shares of ₹100/- each outstanding as on 31st March 2022.

During the year under review, the following changes took place in the Share Capital of the Company:

- The Company has allotted 73,641 Equity Shares pursuant to exercise of ABML Employee Stock Option Scheme 2014. Pursuant to the allotment of Equity Shares under the said scheme, the paid-up share capital of the Company increased from ₹5,63,01,357/- as on 31st March 2021 to ₹5,63,74,998/- as on 31st March 2022.
- The Authorised Share Capital has been reclassified from ₹25,00,00,000/- comprising of ₹15,00,00,000/- divided into 15,00,00,000 Equity Shares of ₹1/- each and ₹10,00,00,000/- divided into 10,00,000 Preference Shares of ₹100/- each to ₹25,00,00,000/- comprising of ₹7,00,00,000/- divided into 7,00,00,000 Equity Shares of ₹1/- each and ₹18,00,00,000/- divided into 18,00,000 Preference Shares of ₹100/- each.
- The Authorised Share Capital has been increased from existing ₹25,00,00,000/- comprising of ₹7,00,00,000/- divided into 7,00,00,000 Equity Shares of ₹1/- each and ₹18,00,00,000/- divided into 18,00,000 Preference Shares of ₹100/- each to ₹33,00,00,000/- comprising of ₹7,00,00,000/- divided into 7,00,00,000 Equity Shares of ₹1/- each and ₹26,00,00,000/- divided into 26,00,000 Preference Shares of ₹100/- each.
- The Company has redeemed 10,00,000 8% Non-Convertible Non-Cumulative Redeemable Preference shares of ₹100/- each.

Allotment of 4% Non-Cumulative Non-Convertible Redeemable Preference Shares

During the year under review, the Company has allotted 16,00,000 4% Non-Cumulative Non-Convertible Redeemable Preference Shares of ₹100/- each at an issue price of ₹500/- per share including premium of ₹400/- per share aggregating to ₹80 Crore on Private Placement Basis to Aditya Birla Capital Limited, Promoter and Holding Company.

Depository

As on 31st March 2022, out of the Company's paid-up Equity Share Capital comprising of 5,63,74,998 Equity Shares, 5,54,47,962 Equity Shares (98.36%) were held in dematerialised mode.

The Company's Equity Shares are compulsorily tradable in electronic form.

Resource Mobilisation

During the financial year under review, the Company mobilised funds by way of issue of short-term Commercial Paper as per Business needs.



Credit Rating

During the financial year under review, the Credit Rating agencies have assigned the following ratings for the Commercial Paper Programme of the Company for an amount of ₹700 Crore.

(₹ In Cr)					
Sr.	Nature of No. Instrument	Name of the Instrument	Name of Credit Rating Agency	Amount Rated	Current Rating
1	Short Term Instrument	Commercial Paper	CRISIL	700	A1+
2	Short Term Instrument	Commercial Paper	IND	700	A1+

Further, during the Financial year under review, India Ratings and Research (Ind-Ra) has assigned a Long Term Issuer Rating of "INDAA+" to the Company.

Remuneration Policy

The salient features of the Remuneration Policy of the Company in accordance with the provisions of Section 178(3) of the Companies Act, 2013 is placed as **"Annexure A"** to this Report. The Remuneration Policy is also available on its website at the link: <https://stocksandsecurities.adityabirlacapital.com/investor>

Public Deposits

The Company has not accepted or renewed any deposit as covered under Section 73 of the Companies Act, 2013, from its members or the public during the financial year under review.

Particulars of Employees

Disclosures pertaining to remuneration and other details, as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given in **"Annexure B"** to the Board's Report.

Details as required under Section 197(12) of the Act, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, with respect to information of employees of the Company will be provided upon request by a Member. In terms of the provisions of Section 136(1) of the Act, the Annual Report is being sent to all the Members of your Company whose email address(es) are registered with the Company / Depository Participants via electronic mode, excluding the aforesaid Annexure which shall be made available for inspection by the Members via electronic mode. If any Member is interested in obtaining a copy thereof, the Member may write to the Company Secretary at the Registered Office of the Company in this regard or send an email to abm.sect@adityabirlacapital.com.

Employee Stock Options

Employee Stock Options have been recognised as an effective instrument to attract talent and align the interest of employees with that of the Company, thereby providing an opportunity

to the employees to share in the growth of the Company and to create long-term wealth in the hands of employees and thereby acting as a retention tool.

In view of the above, the Company had formulated the ABML Employee Stock Option Scheme 2014 (ABML ESOP Scheme 2014) with the approval of the shareholders at the Annual General Meeting dated 9th September, 2014.

The aforesaid ESOP Schemes are in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

There has been no material change to the ESOP Scheme 2014 during the year and the Scheme is in compliance with the SEBI (Share Based Employee Benefits) Regulations, 2014.

The Disclosures as required under Regulation 14 of SEBI (Share Based Employee Benefits) Regulations, 2014 has been hosted on the Company's website at the link: <https://stocksandsecurities.adityabirlacapital.com/investor>

Certificates from the Secretarial Auditor on the implementation of your Company's Employee Stock Option Scheme(s) will be made available via electronic mode at the ensuing 26th (Twenty Sixth) Annual General Meeting ("AGM") of the Company for inspection by the Members.

Aditya Birla Capital Limited Employee Stock Option Scheme 2017

The shareholders of the Company vide a Special Resolution dated 25th September, 2017 had approved the extension of benefits of the Aditya Birla Capital Limited Employee Stock Option Scheme 2017 to the employees of the Company and accordingly, stock options were granted to the employees of the Company.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

- Conservation of Energy – The Company's operations are not energy intensive. Adequate measures have been taken

Board's Report (Contd.)

to conserve energy wherever possible. The energy saving measures also include installation of LED lighting, selecting and designing offices to facilitate maximum natural light utilisation, video-conferencing facilities across all offices to reduce the need of employee travel, digital learning initiatives for employees, optimised usage of lights and continuous monitoring and control of the operations of the air conditioning equipment as well as elimination of non-recyclable plastic in offices.

- b) Technology Absorption – The minimum technology required for the business has been absorbed.
- c) Foreign Exchange Earnings and Outgo – The Company did not enter into any foreign currency transactions in the current year and previous year.

Management Discussion and Analysis Report

Pursuant to Regulation 34(2) of the SEBI Listing Regulations, the Management Discussion and Analysis Report for the year under review is presented as a separate section, which forms part of this Annual Report.

Corporate Governance

The Company is committed to maintain the highest standards of Corporate Governance and adhering to the Corporate Governance requirements set out by the Securities and Exchange Board of India. Corporate Governance principles form an integral part of the core values of the Company. The Report on Corporate Governance as stipulated under Regulation 34(3) read with Schedule V of the SEBI Listing Regulations forms an integral part of this Annual Report. The Compliance Certificate from M/s. B. Chandra, Practicing Company Secretary, regarding compliance of conditions of Corporate Governance is annexed to this Report as **"Annexure C"**.

Contracts and Arrangements with Related Parties

During the year under review, all contracts and arrangements with related parties have been entered into by the Company in its ordinary course of business and at arms' length and were not considered material as per the provisions of Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI Listing Regulations.

The disclosure in Form AOC-2 under Section 134(3)(h) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014, is therefore not applicable.

Prior omnibus approval of the Audit Committee is obtained for Related Party Transactions (RPTs) which are of a repetitive nature and entered into the ordinary course of business and at arm's length. A statement on RPTs specifying the details of the transactions, pursuant to each omnibus approval granted, is placed on a quarterly basis for review by the Audit Committee. The particulars of such contracts and arrangements with related parties are given in notes to the Financial Statements, forming part of this Annual Report.

In accordance with the provisions of the SEBI Listing Regulations, the Company has in place the Policy on dealing with Related Party Transactions which is available on its website at the link:<https://stocksandsecurities.adityabirlacapital.com/investor>

Risk Management

Risk Management is at the core of our business and ensuring we have the right risk-return trade off in keeping with our risk appetite, is the essence of our Risk Management.

The Risk Governance Committee of the Board has framed the Risk Management Policy of the Company and monitors its implementation. The objectives and scope of the Risk Governance Committee broadly include:

- Risk Identification;
- Risk Assessment;
- Risk Response and Risk Management Strategy; and
- Risk Monitoring, Communication and Reporting.

Over the years, the Company has built a strong Risk Management Framework supported by well-established policies and procedures and a talented pool of risk professionals. The Company was able to face the unprecedented challenges during the last year and emerge stronger during these turbulent times due to some of these policies and frameworks.

The organisational structure to manage the risk consists of "Three lines of defense":

- First is: Line Management (Functional Heads) to ensure that accountability and ownership is as close as possible to the activity that creates the risks;
- Second is: Risk Oversight including the Risk and Compliance Function, Business Head and the Risk Governance Committee (RMC);
- Third is: Independent Assurance through Internal Audit, conducted by Independent Internal Auditors, whose work is reviewed by the Audit Committee.



The robust Risk Management framework proactively addresses risks while looking to optimise the returns that go with that risk.

In view of the increased digitalisation, there was a continued focus on Cyber Security and the Company continued to invest in a strong Cyber Defence Programme.

Business Continuity

The Company has a well-documented Business Continuity Management Programme which has been designed to ensure continuity of critical processes during any disruption.

The continual disruptions caused by the COVID-19 pandemic and frequent lockdowns tested the Business Continuity Policy of the Company. Nevertheless, it continued to operate in line with the procedures outlined in its Business Continuity Plan, which was modified to take care of the evolving situation and a Pandemic Plan was developed keeping in view the interest of various stakeholders like employees, customers, partners, distributors, etc. within the overall regulatory requirements and guidelines. As a result, your Company was able to continue to operate and serve customers while taking care of the health of its employees.

The Business Continuity Plan was also supplemented with a Business Normalisation plan.

The world seems to be moving beyond Pandemic now and the office of the Company have resumed normal business operations from its various locations throughout the country. However, there is still an element of uncertainty from different Covid variants emerging globally. We continue to monitor the situation and will act in best interest of our stakeholders in case of any eventuality.

The Risk management teams of your Company are keeping a look out on emerging Risk landscape and revisiting our strategies to deal with these risks and also to capitalise upon the opportunities presented in the new scenario.

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to the financial statements.

The controls comprise of policies and procedures for ensuring orderly and efficient conduct of the Company's business, including adherence to its 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.

Assurance on the effectiveness of internal financial controls is obtained through management reviews, control self-assessment,

continuous monitoring by functional experts as well as testing of the internal financial control systems by the internal auditors during the course of their audit.

The Internal audit programme is approved by the Audit Committee at the beginning of the year to ensure that the coverage of the areas is adequate. Internal Audit Reports are regularly reviewed by the management and corrective action is initiated to strengthen controls and enhance the effectiveness of existing systems.

Significant audit observations, if any, are presented to the Audit Committee along with the status of management actions and the progress of implementation of recommendations.

Your Company also periodically engage outside experts to carry out independent review of the effectiveness of various business processes. The observations and best practices suggested are reviewed by the Management and Audit Committee and appropriately implemented with a view to continuously strengthen internal controls.

Internal Audit

The Company has in place an adequate internal audit framework to monitor the efficacy of internal controls with the objective of providing to the Audit Committee and the Board of Directors, an independent and reasonable assurance on the adequacy and effectiveness of the organisation's risk management, internal control and governance processes. The framework is commensurate with the nature of the business, size, scale and complexity of its operations.

The internal audit plan is developed based on the risk profile of business activities of the Company. The audit plan is approved by the Audit Committee, which regularly reviews the compliance to the plan. The audits are carried out by an independent external firm and the in-house internal audit team of the Company.

M/s. Aneja Associates have been appointed as the Internal Auditors of the Company.

The objective of the Internal Audit is to:

- Review adequacy and effectiveness of operating controls;
- Review the adequacy of the supervisory control mechanisms;
- Recommend improvements in policies and procedures;
- Report significant observations and recommendations for process improvements; and
- Review and report progress on implementation of the control improvements.

Board's Report (Contd.)

Directors

As on 31st March 2022, the Board of Directors comprises of 6 (six) Directors, out of which 2 (two) are Independent Directors and 4 (four) are Non-Executive Directors, including 1 (one) Woman Director.

In accordance with the provisions of Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have given a declaration that they meet the criteria of independence as provided in Section 149(6) of the said Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

The Independent Directors have also submitted a declaration that they have registered with the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs.

Mr. Gopi Krishna Tulsian, Non-Executive Director, retires by rotation at the ensuing AGM and being eligible, offers himself for re-appointment. A detailed profile of Mr. Gopi Krishna Tulsian is provided in the Notice of the 26th Annual General Meeting of the Company.

Directors' Responsibility Statement

In accordance with Section 134(5) of the Companies Act, 2013, the Directors state that:

- a) in the preparation of the annual accounts for the year ended 31st March 2022, 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 judgements 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 2022 and of the profit of the Company for year ended on that date;
- 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 the 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 are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Annual Performance Evaluation

The evaluation framework for assessing the performance of the Directors of your Company comprises of contributions at the Meeting(s) and strategic perspective or inputs regarding the growth and performance of your Company, amongst others.

Pursuant to the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, the Independent Directors, the Nomination and Remuneration Committee and the Board of Directors have carried out an annual performance evaluation of the Committees, Individual Directors, Chairman and the Board for the year under review.

The evaluation has been satisfactory and meets the corporate governance requirement of the Company.

The Board was satisfied that the committees are functioning well and besides covering their terms of reference, as mandated by law, important issues are brought up and discussed in the committee meetings.

The Board was also satisfied with the contribution of the Directors, in their respective individual capacities.

Board Meetings

The Board of Directors of the Company met 6 (six) times during the Financial Year 2021-22 on 23rd April 2021, 15th July 2021, 13th October 2021, 15th November 2021, 22nd December 2021 and 13th January 2022.

Key Managerial Personnel

In terms of the provisions of Sections 2(51) and 203 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Pradeep Sharma, Chief Financial Officer, Mr. Murali Krishnan L.R., Manager, Ms. Sangeeta Shetty, Company Secretary (Resigned from the post w.e.f. 19th January, 2022), and Ms. Divya Poojari, Company Secretary (appointed w.e.f. 22nd April 2022) are the Key Managerial Personnel of the Company.



Audit Committee

The Audit Committee comprises of:

Mr. P. Sudhir Rao	Chairman, Independent Director
Mr. G. Vijayaraghavan	Independent Director
Mr. Shriram Jagetiya	Non-Executive Director

During the year under review, all recommendations of the Audit Committee were accepted by the Board.

Other Committees

Details of all the other Committees of the Board are provided in the Corporate Governance Report, which forms part of this Annual Report.

Auditors

Pursuant to the provisions of Section 139 of the Act and the Companies (Audit and Auditors) Rules, 2014, M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration Number: 117366W/W-100018), have been appointed as the Auditors of the Company to hold office till the conclusion of the 29th AGM to be held in 2025.

The Report of the Auditors does not contain any qualification, reservation, adverse remark or disclaimer.

The Auditors have not reported any fraud to the Audit Committee or the Board of Directors under Section 143(12) of the Companies Act, 2013 during the year under review.

Secretarial Auditors

Pursuant to the requirements of Section 204(1) of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. BNP & Associates, Practicing Company Secretaries, were appointed as the Secretarial Auditors to conduct the Secretarial Audit for the financial year ended 31st March 2022.

The Secretarial Audit Report in Form MR-3 and the Secretarial Compliance Report for the financial year 2021-22 forms part of this Report as **“Annexure D”**.

The Reports do not contain any qualification, observation, reservation, adverse remark or disclaimer.

Secretarial Standards of Institute of Company Secretaries of India

The Company has complied with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2)

Corporate Social Responsibility

In accordance with Section 135 of the Companies Act, 2013 the Company has a Corporate Social Responsibility (CSR) Committee consisting of the following Members:

Mr. G. Vijayaraghavan	Chairman, Independent Director
Mr. Gopi Krishna Tulsian	Non-Executive Director
Mrs. Pinky A Mehta	Non-Executive Director

As a part of its initiatives under CSR, the Company has partnered with an NGO, Catalysts for Social Action in supporting 194 children in 5 Child Care Institutions (CCI) under the ‘Adopt a Home’ project in Odisha.

The project focuses on providing basic necessities in the areas of health care, hygiene, sanitation and nutrition, improve developmental aspects around education, learn with fun activities, provide basic facilities ensuring safety of children, and capacity building of CCI to sustain the improvement in children.

The NGO also designed and launched a Digital Engagement Programme (DEP) to enable them to interact with the children, keep a check on their well-being, and continue with their education and child development programmes, given the need for connecting remotely on account of the lockdown.



The details of the CSR Policy of the Company are provided as **“Annexure E”** to this Report and also available on its website at the link: <https://stocksandsecurities.adityabirlacapital.com/investor>

Vigil Mechanism (Whistle Blower Policy)

In accordance with Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI Listing Regulations, the Company has established a Vigil

Mechanism (Whistle Blower Policy) for Directors and Employees to report concerns.

The Whistle Blower Policy has been hosted on the Company's website at the link: <https://stocksandsecurities.adityabirlacapital.com/investor>

Code for Prohibition of Insider Trading

Pursuant to SEBI (Prohibition of Insider Trading) Regulation 2015, as amended, the Company has a Board approved Code of Conduct to regulate, monitor and report trading by insiders and a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

Further details on the same form part of the Corporate Governance Report.

Policy on Prevention of Sexual Harassment of Women at Workplace

The Company has a Policy on Prevention of Sexual Harassment of Women at Workplace and has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No case was reported during the year under review.

Annual Return

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, the Annual Return of the Company in Form MGT-7 for the financial year ended 31st March 2022 is available on the website of the Company and can be accessed at the link: <https://stocksandsecurities.adityabirlacapital.com/investor>

Other Disclosures

There were no material changes and commitments affecting the financial position of the Company which has occurred between the end of the financial year of the Company i.e. 31st March 2022 and the date of this Board's Report.

As on 31st March 2022, the Company has not given loans, made investments or provided guarantees or securities as covered under Section 186 of the Companies Act, 2013.

During the financial year under review, there has been no change in the nature of business of the Company.

The provisions of Cost Records and Cost Audit as prescribed under Section 148 of the Companies Act, 2013 are not applicable to the Company.

No significant or material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

No application has been made nor is any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year under review.

Acknowledgement

The Directors take this opportunity to express their appreciation for the support and co-operation extended by the Members, Customers, Banks and other Business Associates.

The Directors gratefully acknowledge the on-going co-operation and support provided by the Government, Regulatory and Statutory bodies.

The Directors place on record their deep appreciation for the exemplary contribution made by the employees of the Company at all levels. Their dedicated efforts and enthusiasm have been pivotal to the Company's growth.

For and on behalf of the Board of Directors
Aditya Birla Money Limited

Gopi Krishna Tulsian
Chairman
DIN: 00017786

Place : Mumbai
Date : 22nd April 2022



Annexure A to Board's Report

Remuneration Policy

Objectives of the Executive Remuneration Programme

Our executive remuneration programme is intended to:

1. Provide for monetary and non-monetary remuneration elements to our executives on a holistic basis.
2. Emphasise "Pay for Performance" by aligning incentives with business strategies to reward executives who achieve or exceed Group, business and individual goals.

Appointment Criteria and Qualifications

The Committee while making appointments to the Board assesses the approximate mix of diversity, skills, experience and expertise.

Business and Talent Competitors

We benchmark our executive pay practices and levels against peer companies in similar industries, geographies and of similar size.

Executive Pay Positioning

We aim to provide competitive remuneration opportunities to our executives by positioning target total remuneration (including perks and benefits, annual incentive pay-outs, long term incentive pay-outs at target performance) and target total cash compensation (including annual incentive pay-outs)

at target performance directionally between median and top quartile of the primary talent market. We recognise the size and scope of the role and the market standing, skills and experience of incumbents while positioning our executives.

Executive Pay-Mix

Our executive pay-mix aims to strike the appropriate balance between key components:

- a) Fixed Cash Compensation (Basic Salary + Allowances)
- b) Annual Incentive Plan
- c) Long-Term Incentives
- d) Perks and Benefits

Performance Goal Setting

We aim to ensure that for both annual incentive plans and long-term incentive plans, the target performance goals shall be achievable and realistic.

Executive Benefits and Perquisites

Our executives are eligible to participate in our broad-based retirement, health and welfare, and other employee benefit plans. In addition to these broad-based plans, they are eligible for perquisites and benefits plans commensurate with their roles. These benefits are designed to encourage long-term careers with the Group.

Annexure C to Board's Report

Practising Company Secretary's Certificate On Corporate Governance

To

The Members of Aditya Birla Money Limited

1. I have examined the compliance of conditions of Corporate Governance by Aditya Birla Money Limited, for the year ended on 31st March 2022, as stipulated as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as referred to in Regulation 15 (2) of the Listing Regulations for the period 1st April 2021 to 31st March 2022, with the relevant records and documents maintained by the Company and furnished to me and the Report on Corporate Governance as approved by the Board of Directors.
2. The compliance of conditions of Corporate Governance is the responsibility of the management. My examination was limited to review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. Based on the aforesaid examination and according to the information and explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations.
4. I further state that, such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

B. CHANDRA

Practicing Company Secretary
CP No.7859
UDIN: A020879D000189685

Place : Chennai
Date : 22nd April 2022



Annexure D to Board's Report

Form No. MR-3 Secretarial Audit Report

For the financial year ended 31st March 2022
[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
Aditya Birla Money Limited
Indian Rayon Compound
Veraval - 362266, Gujarat

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Aditya Birla Money Limited, having CIN L65993GJ1995PLC064810** (hereinafter called 'the Company') for the audit period covering the financial year ended on 31st March 2022 ("the year"/" audit period"/" period under review").

We conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

We are issuing this report based on:

- (i) Our verification of the Company's books, papers, minutes books, forms and returns filed, records provided through e-mails and soft copies and other records maintained by the Company;
- (ii) Compliance certificates confirming compliance with all laws applicable to the Company given by the Key Managerial Personnel / Senior Managerial Personnel of the Company and taken on record by the Audit Committee / Board of Directors; and
- (iii) Representations made, documents shown and information provided by the Company, its officers, agents and authorised representatives during our conduct of Secretarial Audit.

We hereby report that, in our opinion, during the audit period covering the financial year ended on 31st March 2022, the Company has:

- (i) Complied with the statutory provisions listed hereunder; and
- (ii) Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

1. Compliance with Specific Statutory Provisions

We further report that:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the "Act") and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) 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 (Share Based Employee Benefits and Sweat Equity) Regulations, 2021,
 - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and
 - (e) 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.

Annexure D to Board's Report

- (v) Following other Laws as applicable specifically to the Company:
- Securities and Exchange Board of India (Stock Brokers) Regulations, 1992,
 - Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020,
 - Securities and Exchange Board of India (Research Analysts) Regulations, 2014,
 - Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

We have also examined compliance with the applicable clauses of Secretarial Standards issued by The Institute of Company Secretaries of India related to Board Meetings and General Meetings:

During the audit period, the Company has complied with the provisions of the Act, Rules, Regulations and Standards as mentioned above.

During the period under review, provisions of the following Act/Regulations were not applicable to the Company:

- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018,
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008,
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009,
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and
- Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

2. Board Processes:

We further report that:

- 2.1 The Board of Directors of the Company as on 31st March 2022 comprised of:
- Four Non-Executive Directors
 - Two Non-Executive Independent Directors

2.2 The processes relating to the following changes in the composition of the Board of Directors during the year were carried out in compliance with the provisions of the Act: -

- Re-appointment of Mrs. Pinky Atul Mehta (DIN: 00020429) Non-Executive Non-Independent Director, who retired by rotation at the 25th Annual General Meeting.

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

2.4 Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of majority. There were no dissenting views by any member of the Board of Directors during the period under review.

3. Compliance Mechanism

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.

4. Specific Events/Actions

We further report that during the audit period there is no specific major event that has occurred during the year which has major bearing on the Company's affairs except:

- There is Enhancement of Borrowing limit of the Company up to ₹850 Crore.
- There is Creation of Charge on movable and immovable properties of the Company up to ₹850 Crore.
- The Company has reclassified its Authorised Share Capital of the Company from ₹25,00,00,000/- comprising of ₹15,00,00,000/- divided into 15,00,00,000 equity shares of ₹1/- each and ₹10,00,00,000/- divided into 10,00,00,000 preference shares of ₹100/- each to ₹25,00,00,000/- comprising of:
 - ₹7,00,00,000/- divided into 7,00,00,000 equity shares of ₹1/- each and
 - ₹18,00,00,000/- divided into 18,00,000 preference shares of ₹100/- each.



4. Increase in Authorised Share Capital of ₹25,00,00,000/- comprising of ₹7,00,00,000/- divided into 7,00,00,000 equity shares of ₹1/- each and ₹18,00,00,000/- divided into 18,00,000 preference shares of ₹100/- to ₹33,00,00,000/- comprising of:
 - (a) ₹7,00,00,000/- divided into 7,00,00,000 equity shares of ₹1/- each and
 - (b) ₹26,00,00,000/- divided into 26,00,000 preference shares of ₹100/- each.
5. Approval of material related party transaction pursuant to Aditya Birla Employees Stock Option Scheme 2017 of ABCL for an amount not exceeding ₹160 Crore per financial year, upto the financial year ending 31st March 2032.
6. The Company has Altered its Articles of Association.
7. Issuance and Allotment of 16,00,000 4%, Non – Cumulative Non- Convertible Redeemable Preference Shares of nominal value of ₹100/- each for cash, at an issue price of ₹500/- per share including premium of ₹400/- per share aggregating to ₹80 Crore, fully paid up, to Aditya Birla Capital Limited, Promoter and Holding Company on private placement.
8. The Company has redeemed the 10,00,000 8% Non-Cumulative Non-Convertible Redeemable Preference Shares on 30th December 2021 in full, aggregate redemption amount is ₹57.8 Crore.
9. Allotment of 73,641 Equity Shares of ₹1 /- pursuant to exercise of Stock Options granted under the Company's Employee Stock Option Scheme, 2014.

10. There was inspection of the stock broker records which has been undertaken by the SEBI from February 2022 and the process is still on.

Following are the Show cause notices received by the Company and their current status: -

SEBI AO Order dated 04th October 2021

SEBI on the basis of inspections conducted during 2018 & 2019 had issued an Adjudication Order dt. 04th October 2021 alleging violations of the SEBI Act, SCRA Act and Regulations thereof and had levied a penalty of ₹1.02 Crores. The Company has filed an appeal before SAT against the said SEBI order. SAT has admitted the appeal with a direction to deposit ₹50 lakhs within 4 weeks with a stay on the matter till disposal of the appeal. ₹50 Lakh has been deposited and date of hearing is awaited.

For **BNP & Associates**
Company Secretaries
[Firm Regn. No. P2014MH037400]

Avinash Bagul
Partner

FCS No. 5578/COP No. 19862
UDIN: F005578D000184735
Firm Peer Review No: 637/2019

Place: Mumbai
Date : 22nd April 2022

Annexure D to Board's Report

**Annexure I to the Secretarial Audit Report
for the Financial year ended 31st March 2022**

To
The Members
Aditya Birla Money Limited

Our Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to Aditya Birla Money Limited ('the Company') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
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 **BNP & Associates**
Company Secretaries
[Firm Regn. No. P2014MH037400]

Avinash Bagul
Partner
FCS No. 5578/COP No. 19862
UDIN: F005578D000184735
Firm Peer Review No: 637/2019

Place: Mumbai
Date : 22nd April 2022



Secretarial Compliance Report of Aditya Birla Money Limited for the year ended 31st March 2022

We, BNP & Associates, have examined:

- (a) all the documents and records made available to us and explanation provided by Aditya Birla Money Limited (“ the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the Company,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,
for the year ended 31st March 2022 (“Review Period”) compliance with respect to provisions of :
 - (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, Circulars, Guidelines issued thereunder; and
 - (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

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

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- (e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (f) Securities and Exchange Board of India (Stock Brokers) Regulations, 1992;
- (g) Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020;
- (h) Securities and Exchange Board of India (Research Analysts) Regulations, 2014;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued thereunder;

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

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

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
		NIL	

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.

Annexure D to Board's Report

- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.	SEBI	SEBI had issued Notice to Aditya Birla Commodities Broking Limited (ABCBL) under Reg. 25(1) of SEBI (Intermediaries) Regulations, alleging the participation / facilitating of "Pair Contracts" on the NSEL platform as a Trading Member during the period September 2009 to July 2013. And pursuant to this, ABCBL is no longer a 'fit and proper person. In response, detailed reply was submitted vide letter dt. 12 th February 2020.		SEBI had issued Notice to Aditya Birla Commodities Broking Limited (ABCBL) under Reg. 25(1) of SEBI (Intermediaries) Regulations, alleging the participation / facilitating of "Pair Contracts" on the NSEL platform as a Trading Member during the period September 2009 to July 2013. And pursuant to this, ABCBL is no longer a 'fit and proper person. In response, detailed reply was submitted vide letter dt. 12 th February 2020. In furtherance, SEBI issued SCN dated 11 th August 2020 stating that the Company has facilitated and has been closely associated with NSEL and sought to cancel the commodities broking registration of ABCBL.
2.	SEBI	SEBI issued SCN to ABML under Reg. 25 of SEBI (Intermediaries) Regulations . This was on the basis an Investigation Report and information collected from brokers / DPs and statements recorded with respect to the transactions effected by the client Abhay Dattatray Javlekar. Mr. Javlekar made an allegation that there was lack of due diligence by ABML while dealing with Mr. Javlekar with respect to his KYC and also stated that orders were taken from a third party.		SEBI issued SCN to ABML under Reg. 25 of SEBI (Intermediaries) Regulations. This was on the basis an Investigation Report and information collected from brokers / DPs and statements recorded with respect to the transactions effected by the client Abhay Dattatray Javlekar. Mr. Javlekar made an allegation that there was lack of due diligence by ABML while dealing with Mr. Javlekar with respect to his KYC and also stated that orders were taken from a third party. The Company had requested SEBI for inspection of documents on the basis which SCN had been issued. Accordingly, the Company has inspected the documents and have sought further inspection, clarifications on certain documents from SEBI.
3.	SEBI	SEBI on the basis of inspections conducted during 2018 & 2019 had issued an Adjudication Order dt. 04.10.2021 alleging violations of the SEBI Act, SCRA Act and Regulations thereof and had levied a penalty of ₹1.02 Crores. The Company has filed an appeal before SAT against the said SEBI order.	Penalty of ₹1.02 Crores was levied	SEBI on the basis of inspections conducted during 2018 & 2019 had issued an Adjudication Order dt. 04 th October 2021 alleging violations of the SEBI Act, SCRA Act and Regulations thereof and had levied a penalty of ₹1.02 Crores. The Company has filed an appeal before SAT against the said SEBI order. SAT has admitted the appeal with a direction to deposit ₹50 Lakh within 4 weeks with a stay on the matter till disposal of the appeal. ₹50 Lakh has been deposited and date of hearing is awaited.



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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	NSE, based on inspection of broking operations for the period January 2017 to December 2017 has taken action on Company	NSE, based on inspection of broking operations for the period January 2017 to December 2017, levied penalty for the violation pertaining to unavailability of sufficient funds to meet client payables and incorrect / non-upload of clients' email IDs and mobile numbers in UCC (Unique Client Code) database. Penalty of ₹4,10,300/- was levied.	-	-
2.	BSE and NSE has taken action on Company for Delay of Submission of Annual Report	Because of Delay in Submission of Annual Report, Penalty of ₹2,000/- and ₹4,000/- was levied by BSE & NSE	-	-
3.	BSE and NSE has taken action on Company for Delay in submission of disclosure of related party transactions	Because of delay in submission of disclosure of related party transactions, Penalty of ₹45,000/- each was levied by BSE & NSE.	-	-

(e) The Listed entity has complied with points 6(A) and 6(B) as mentioned in SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019 and that they have incorporated all the terms and conditions in the respective appointment letter/supplemental letter issued to Statutory Auditors.

For **BNP & Associates**
Company Secretaries
[Firm Regn. No. P2014MH037400]

Avinash Bagul
Partner
FCS No. 5578/COP No. 19862
UDIN: F005578D000184768
Firm Peer Review No: 637/2019

Place : Mumbai
Date : 22nd April 2022

Annexure E to Board's Report

Report on Corporate Social Responsibility (CSR) Activities

[Pursuant to Section 135 of the Companies Act, 2013 and Rules made thereunder]

1. CSR Policy of the Company:

For us in the Aditya Birla Group, reaching out to underserved communities is part of our DNA. We believe in the trusteeship concept. This entails transcending business interests and grappling with the “quality of life” challenges that underserved communities face, and working towards making a meaningful difference to them.

Our vision is - “To actively contribute to the social and economic development of the communities in which we operate. In doing so, build a better, sustainable way of life for the weaker sections of society and raise the country’s human development index” - Mrs. Rajashree Birla, Chairperson, Aditya Birla Centre for Community Initiatives and Rural Development.

All projects are identified in consultation with the community in a participatory manner, literally sitting with them and gauging their basic needs. We recourse to the participatory rural appraisal mapping process. Subsequently, based on a consensus and in discussion with the village panchayats and other stakeholders, projects are prioritised.

Arising from this the focus areas that have emerged are Education, Health Care, Sustainable Livelihood, Infrastructure Development, and espousing social causes. All of our community projects / programmes are carried out under the aegis of The Aditya Birla Centre for Community Initiatives and Rural Development.

2. Composition of the CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mr. G. Vijayaraghavan	Independent Director	2	2
2.	Mr. Gopi Krishna Tulsian	Non-Executive Director	2	2
3.	Mrs. Pinky A Mehta	Non-Executive Director	2	2

Permanent Invitees:

- Mrs. Rajashree Birla, Chairperson - Aditya Birla Centre for Community Initiatives and Rural Development
- Dr. (Mrs.) Pragnya Ram, Group Executive President, Corporate Communications and CSR - Aditya Birla Group
- Mr. Tushar Shah, Non-Executive Director

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company : <https://stocksandsecurities.adityabirlacapital.com/investor>

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 : Not applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year : Nil

6. Average Net Profit of the Company as per Section 135(5): **₹18,93,58,434/-**

7. (a) Two percent of average net profit of the Company as per Section 135(5): ₹37,87,169/-

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

(c) Amount required to be set off for the financial year: Nil

(d) Total CSR obligation for the financial year (7a+7b-7c): **₹37,87,169/-**

8. (a) CSR amount spent for the financial year: **₹4,10,558/-**
CSR amount unspent for the financial year: **₹33,76,611/-**



(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
Sl. No	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local Area (Yes/No)	Location of the Project – State and District	Project duration	Amount allocated for the project (₹)	Amount spent in the current financial year (₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹)	Mode of Implementation – Direct (Yes/No)	Mode of Implementation – Through implementing agency – Name and CSR Registration Number
1.	Adopt a Home	Health Care, Education, Setting up homes for orphans	Yes	Odisha	2 years	37,87,169	4,10,558	33,76,611	No	Aditya Birla Capital Foundation / Catalysts for Social Action

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

(d) Amount spent in Administrative overheads: Nil

(e) Amount spent on Impact Assessment: Nil

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): ₹4,10,558/-

(g) Excess amount for set off: Nil

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

(b) Details of CSR amount spent in the financial year for on-going projects of the preceding financial year(s): Nil

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details): None

11. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per Section 135(5): As per Section 135 of the Companies Act 2013, it is an ongoing project.

For **Aditya Birla Money Limited**

Place : Mumbai
Date : 22nd April 2022

G. Vijayaraghavan
Chairman - CSR Committee
DIN: 00894134

Tushar Shah
Director
DIN: 00239762

Report on Corporate Governance

Vision

“To be a leader and role model in a broad-based and integrated financial services business”

Company's Philosophy on Code of Governance

The Aditya Birla Group is one of the pioneers in the field of Corporate Governance. The Institute of Company Secretaries of India (ICSI) on 13th January, 2021, conferred an Honorary Degree of the ICSI on to Mr. Kumar Mangalam Birla, Chairman, Aditya Birla Group. In his acceptance speech Mr. Birla said,

“It is a privilege to be the 1st industrialist to be receiving the honorary degree of such a prestigious institute as the ICSI and an honour to have received it from Hon'ble Minister Shri Piyush Goyal. The CS community has been helping navigate the governance culture throughout the Country even in the time of pandemic. The Company Secretaries are the Heroes of the Country and I am proud to be a part of them.”

The Company is committed to adopt the best Corporate Governance practices to manage the affairs of the Company in an ethical, accountable, transparent and fair way, with the blend of both legal and management practices, to imbibe the same in the decision making process of the Company, and to communicate the same accurately and timely, in such a way that both stakeholders' expectations and legal standards are not only met, but the Company surpasses them.

At a macro level, the Company's governance philosophy rests on five basic tenets, viz., Board accountability to the Company and Members, strategic guidance and effective monitoring by the Board, protection of minority interests and rights, equitable treatment of all Members and transparency and timely disclosures.

The Company continuously strives to achieve excellence in Corporate Governance through its values – Integrity, Commitment, Passion, Seamlessness and Speed.

Compliance with Corporate Governance Guidelines

The Company has complied with all the mandatory Corporate Governance requirements stipulated under Chapter IV read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”).

Board of Directors

Composition

As on 31st March 2022, the Board of Directors comprises of 6 (six) Directors, which includes 2 (two) Independent Directors and 4 (four) Non-Executive Directors, of whom one is a Woman Director. The Chairman of the Board is a Non-Executive Director and is neither the promoter nor related to the promoter of the Company or a person occupying management position at the level of Board of Directors or at one level below the Board of Directors. The Directors do not have any relationship *inter-se* with each other. The composition of the Board is in conformity with the requirements of SEBI Listing Regulations as well as the Companies Act, 2013 (“the Act”). There was no change in the composition of the Board during the financial year under review.

All Directors have made disclosures regarding their directorships and committee positions they occupy in other companies. On basis of such disclosures, it is confirmed that none of the Directors hold directorship in more than 10 public companies or more than 7 listed entities, nor are members in more than 10 Committees or act as Chairperson of more than 5 Committees across all public companies in which they are directors.

The Company has obtained Certificate from 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 SEBI, Ministry of Corporate Affairs or any such statutory authority.

Board Meetings

Six meetings of the Board of Directors were held during the financial year 2021-22 on 23rd April 2021, 15th July 2021, 13th October 2021, 15th November 2021, 22nd December 2021 and 13th January 2022. The time gap between any two Board Meetings did not exceed one hundred and twenty days.

The Meetings during the year were conducted through audio-visual means on account of the ongoing pandemic. The Board Agenda items *inter-alia* include review of financial results, audit reports, business, operating plans, budgets, minutes of meetings, appointment of key managerial personnel, regulatory and statutory reports, compliance reports pertaining to all laws applicable to the Company. The Board has accepted all the recommendations of the Committees of the Board made during the year under review.



The attendance of each Director at the meeting of the Board of Directors and the last Annual General Meeting of the Company and Directorships and Committee positions held by the Directors are given below:

Name of the Director	Category	Board Meetings		Annual General Meeting	Directorship in other public limited companies*	Committee positions held */**	
		Held	Attended			Member	Chairman
Mr. Gopi Krishna Tulsian	Chairman, Non- Executive Director	6	6	Yes	3	2	Nil
Mr. G. Vijayaraghavan	Independent Director	6	6	No	Nil	1	Nil
Mr. P. Sudhir Rao	Independent Director	6	6	Yes	3	1	2
Mr. Tushar Shah	Non-Executive Director	6	6	Yes	2	1	Nil
Mrs. Pinky A Mehta	Non-Executive Director	6	6	No	8	Nil	Nil
Mr. Shriram Jagetiya	Non-Executive Director	6	5	No	1	1	Nil

* excludes private limited, foreign and Section 8 companies

** includes only chairmanship and membership of Audit Committee and Stakeholders' Relationship Committee of public limited companies

Independent Directors

A meeting of the Independent Directors of the Company was held on 24th March 2022 without the presence of non-independent Directors and the members of the management, and all the Independent Directors were present at the meeting. The Independent Directors reviewed the performance of the non-independent directors, the Board of Directors as a whole, the Chairman of the Company, taking into account the views of non-executive directors and the flow of information between the management and the Board of Directors.

The Company has in place a Directors and Officers Insurance Policy covering all the Directors including Independent Directors of the Company. The terms and conditions of appointment of Independent Directors and details of familiarisation programmes imparted to them are available on the Company's website: <https://stocksandsecurities.adityabirlacapital.com/investor>

The Independent Directors have submitted declarations that they meet the criteria of independence as provided in Regulation 16(1)(b) of the SEBI Listing Regulations and that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

The evaluation of Independent Directors was done by the entire Board of Directors which included performance of the directors and fulfillment of the independence criteria as specified in Listing Regulations and their independence from the management. The Board of Directors has confirmed that, in their opinion, the Independent Directors fulfill the conditions specified in the SEBI Listing Regulations and are independent of the management.

Skills, Expertise and Competencies of the Board

The Directors on Board of the Company are adequately skilled and have relevant expertise as per Industry norms and have rich experience in the relevant sectors/industries. The Board has identified expertise in Capital Markets, strategic planning, financial analysis, risk management and macro-economics as the skills and competencies the Directors need to possess, in the context of the Company's business, for it to function effectively. The skills, expertise and competence of the Directors are given below:

Director	Profile
Mr. Gopi Krishna Tulsian	Mr. Tulsian (B.Sc., F.C.A, MBIM (London)) has expertise in handling manufacturing and service industry businesses.
Mr. G. Vijayaraghavan	Mr. Vijayaraghavan (B.Tech. (Honours) from IIT, PGDM-IIMA) has expertise in various sectors like ITES, Oil and Gas Manufacturing, Management, Banking, Consulting, Agro inputs and Investment.
Mr. P. Sudhir Rao	Mr. Rao (C.A., C.M.A.) has expertise in the financial service industry, with an incisive view of data while observing business models and enterprises and expertise in software and technology.
Mr. Tushar Shah	Mr. Shah (C.A., LLB) has expertise in Capital Markets, Investment Banking and Corporate Banking
Mrs. Pinky A Mehta	Ms. Mehta (C.A.) has expertise in Finance, Banking, Secretarial, Taxation, MIS, developing and monitoring control systems and corporate restructuring.
Mr. Shriram Jagetiya	Mr. Jagetiya (C.A., Cost Accountant) has expertise in fund mobilisation, investments, evaluation of mergers and acquisitions, strategic planning and capital structuring.

Report on Corporate Governance

The Board members collectively display the following personal qualities:

- Integrity - fulfilling a Director's duties and responsibilities
- Curiosity and courage - asking questions and persistence in challenging management and fellow board members where necessary
- Interpersonal skills - working well in a group, listening well, tact and ability to communicate their point of view frankly
- Interest - in the organisation, its business and the people
- Instinct - good business instincts and acumen, ability to get to the crux of the issue quickly
- Belief in gender diversity
- Active participation - at deliberations in the Meeting

Code of Conduct

The Board of Directors of the Company has laid down a Code of Conduct for all members of the Board of Directors and Senior Management of the Company which also incorporates the duties of Independent Directors as laid down in the Companies Act, 2013. The Code of Conduct is available on the Company's website. All members of the Board of Directors and Senior Management have affirmed compliance with the Code of Conduct as on 31st March 2022 and a declaration to that effect signed by Mr. Tushar Shah, Director of the Company, forms a part of this Annual Report.

Directors' Shareholding

The Directors of the Company do not hold any shares or convertible instruments in the Company. No stock options as on date have been granted to the Directors of the Company.

Remuneration

The Independent Directors of the Company are paid sitting fees for attending the meetings of the Board and Committees thereof. The details of sitting fees paid to the Independent Directors during financial year 2021-22 are as under:

Name of Director	Sitting Fees Paid
Mr. G. Vijayaraghavan	₹8,40,000/-
Mr. P. Sudhir Rao	₹8,40,000/-

No sitting fees or remuneration is paid to the Non-Executive Directors. The details of transactions with Non-Executive Directors during the year are given below:

Name of Director	Particulars	Transaction Amount
Mr. Tushar Shah	Brokerage Income	₹1,840/-

The Company has paid ₹21.35/- Lakh as remuneration to the Auditors which includes payment for Audit Fee, Limited Reviews, Tax Audit Fee and Certification Fee and reimbursement of expenses of ₹2.50/- Lakh for the financial year under review.

Audit Committee

The Audit Committee comprises of three Directors which includes two Independent Directors and one Non-Executive Director. All members of the Audit Committee are financially literate and possess accounting and related financial management expertise. The Company Secretary acts as the Secretary to the Committee.

During the year, the Audit Committee met 5 (five) times i.e. on 23rd April 2021, 15th July 2021, 13th October 2021, 15th November 2021 and 13th January 2022 and not more than one hundred twenty days elapsed between two meetings. The composition of the Committee and details of the attendance of the members at the Committee Meetings are as follows:

Name of the Member	Category	Meetings Held	Meetings Attended
Mr. P. Sudhir Rao	Chairman, Independent Director	5	5
Mr. G. Vijayaraghavan	Independent Director	5	5
Mr. Shriram Jagetiya	Non-Executive Director	5	5

The Chief Financial Officer, Statutory Auditors and Internal Auditors are present at the meetings. Respective functional heads are also invited to attend the Audit Committee meeting to respond to queries and observations pertaining to their functions, arising out of the audit reports.

The Audit Committee has powers to investigate any activity within its terms of reference, seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary. The Internal Auditors directly report to the Audit Committee.

The terms of reference of the Audit Committee *inter-alia* includes:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommendation for appointment and remuneration of auditors.



- c) Approval of transactions with related parties.
- d) Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process.
- e) Reviewing with the management, the financial statements and auditor's report thereon before submission to the board for approval.
- f) Scrutiny of inter-corporate loans and investments.
- g) Evaluation of internal financial controls and risk management systems, adequacy of internal control systems.
- h) Reviewing the adequacy and structure of the internal audit function, frequency of internal audit, discussion with internal auditors of any significant findings and follow up there on.
- i) Reviewing the functioning of the Whistle Blower mechanism.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises of three Directors which includes two Independent Directors and one Non-Executive Director. During the year, the Nomination and Remuneration Committee met 2 (two) times i.e. 23rd April 2021 and 22nd December 2021. The composition of the Committee and details of the attendance of the members at the Committee Meeting are as follows:

Name of the Member	Category	Meetings Held	Meetings Attended
Mr. P. Sudhir Rao	Chairman, Independent Director	2	2
Mr. G. Vijayaraghavan	Independent Director	2	2
Mr. Shriram Jagetiya	Non-Executive Director	2	1

The terms of reference of the Committee *inter-alia* includes:

- a) Executive Remuneration: Set the level and composition of remuneration, set the relationship of remuneration to performance and check whether the remuneration includes a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
- b) Executive Talent: Formulate appropriate policies, institute processes which enable the identification of individuals who are qualified to become Directors and who may be appointed in senior management, review and implement succession and development plans, devise a policy on Board diversity and formulate the criteria for determining

qualifications, positive attributes and independence of Directors.

- c) Board Performance and Rewards: Establish evaluation criteria and conduct the process of performance evaluation in a structured manner, review and recommend to the Board any incentive-based compensation and equity-based plans.

A formal evaluation mechanism has been adopted for evaluating the performance of the Board, the Committees thereof, individual Directors and the Chairman of the Board. The evaluation is based on criteria which include, amongst others, providing strategic perspective, Chairmanship of Board and Committees, attendance, time devoted and preparedness for the Meetings, quality, quantity and timeliness of the flow of information between the Board Members and the Management, contribution at the Meetings, effective decision making ability, role and effectiveness of the Committees.

Risk Governance Committee

The Company has a well-defined risk management policy to assess and minimise risk. The Risk Governance Committee of the Company monitors and reviews the risk management plan. During the year, the Committee met once on 13th January 2022.

The composition of the Committee and details of the attendance of the members at the Committee Meeting are as follows:

Name of the Member	Category	Meetings Held	Meetings Attended
Mr. P. Sudhir Rao	Chairman, Independent Director	1	1
Mr. Gopi Krishna Tulsian	Non-Executive Director	1	1
Mr. Tushar Shah	Non-Executive Director	1	1

The composition of various Committees of the Board is available on the Company's website at the link: <https://stocksandsecurities.adityabirlacapital.com/investor>

Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee comprises of three Directors which includes one Independent Director and two Non-Executive Directors. During the year, the Committee met once on 13th January 2022. The composition of the Committee and details of the attendance of the members at the Committee Meeting are as follows:

Report on Corporate Governance

Name of the Member	Category	Meetings Held	Meetings Attended
Mr. P. Sudhir Rao	Chairman, Independent Director	1	1
Mr. Gopi Krishna Tulsian	Non- Executive Director	1	1
Mr. Tushar Shah	Non- Executive Director	1	1

The role of the Committee *inter-alia* includes:

- To review the redressal of Investors' complaints.
- To act on behalf of the Board, in the matters connected with allotment of shares, issuance of duplicate share certificates, split and consolidation of shares, etc.
- To oversee performance of the Registrar and Transfer Agents of the Company and recommend measures for overall improvement in the quality of investor services.

No Investors' complaints were received or pending during the year.

Vigil Mechanism

The Company has in place a Vigil Mechanism (Whistle Blower Policy) for directors and employees to report genuine concerns. The policy provides for adequate safeguards against victimisation of directors or employees or any other person who avails the mechanism and also provides for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The Vigil Mechanism is available on the Company's website.

During the year, no personnel had been denied access to the Audit Committee.

Prohibition of Insider Trading

In terms of the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company adopted a Code of Conduct to Regulate, Monitor and Report trading by Connected Persons in listed securities ("the Insider Code"). The Insider Code aims at preserving and preventing misuse of unpublished price sensitive information.

All Designated Persons of the Company (as defined under the Insider Code) are covered under the Insider Code, which provides *inter-alia* for periodical disclosures and obtaining pre-clearances for trading in listed securities. The Company has in place a tracking mechanism for monitoring trade in the securities of the Company by the Designated Persons.

The Audit Committee reviews compliance with the provisions of the Insider Code, confirming that the systems for internal control for the purpose are adequate and are operating effectively.

Credit Ratings

CRISIL Limited and India Ratings and Research Private Limited have assigned ratings of 'CRISIL A1+' and 'IND A1+' for the Commercial Paper Programme of the Company for an amount of ₹700 Crore.

Also, India Ratings and Research (Ind-Ra) has assigned a Long Term Issuer Rating of "INDAA+" to the Company.

CEO / CFO Certification

Mr. Tushar Shah, Director and Mr. Pradeep Sharma, Chief Financial Officer of the Company, have certified to the Board on the requirements of the SEBI Listing Regulations with regard to financial statements for the year ended 31st March 2022 and the Certificate forms part of this Report.

Related Party Transactions

The Company has formulated a Policy on materiality of Related Party Transactions and on dealing with such transactions which is available on the website of the Company at the link: <https://stocksandsecurities.adityabirlacapital.com/investor>

All related party transactions are entered into after obtaining prior approval or omnibus approval of the Audit Committee. There have been no materially significant related party transactions that would have potential conflict with the interests of the Company. All Material Related Party Transactions are approved by the Members of the Company.

Other Disclosures

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

The Company is not exposed to commodity price risk and foreign exchange risk and does not have any hedging activities.

The Company is engaged in financial services business and does not have any plant.

The Company complied with the following discretionary requirements of the SEBI Listing Regulations:

- For the Financial Year 2021-22, the Company's financial statements were with unmodified audit opinion.
- The Internal Auditors directly report to the Audit Committee.

Share Transfer System

The Company's shares are compulsorily traded in demat mode on the BSE and NSE. Members holding shares in physical form are requested to get their shares dematerialised, as with effect from 1st April 2019, all share transfers shall compulsorily be in demat form.



Dematerialisation of Shares and Liquidity

As on 31st March 2022, 5,54,47,962 equity shares representing 98.36% of the Issued Share Capital of the Company were held in dematerialised form. The shares of the Company are frequently traded on BSE and NSE.

Distribution of Shareholding as on 31st March 2022

Equity Shares	Shareholders				Shares			
	Physical		Electronic		Physical		Electronic	
	Nos.	%	Nos.	%	Nos.	%	Nos.	%
1 - 5000	1,254	98.74	43,510	99.41	7,46,872	1.33	1,01,76,596	18.05
5001 - 10000	9	0.71	176	0.40	70,460	0.12	13,49,161	2.39
10001 - 20000	6	0.47	50	0.11	86,904	0.15	7,16,330	1.28
20001 - 30000	1	0.08	13	0.03	22,800	0.04	3,29,418	0.58
30001 - 40000	0	0.00	5	0.01	0	0.00	1,80,025	0.32
40001 - 50000	0	0.00	1	0.01	0	0.00	42,200	0.08
50001 - 100000	0	0.00	9	0.02	0	0.00	6,51,092	1.15
100001 & above	0	0.00	3	0.01	0	0.00	4,20,03,140	74.51
Total	1,270	100.00	43,767	100.00	9,27,036	1.64	5,54,47,962	98.36
Grand Total		45,037				5,63,74,998		

Shareholding Pattern as on 31st March 2022

Sr. No.	Category	No. of Shares	% of holding
1.	Promoter / Promoter Group	4,15,50,000	73.70
2.	Bodies Corporate	3,47,591	0.62
3.	Individuals - holding up to ₹2 Lakh	1,32,98,817	23.59
4.	Individuals - holding in excess of ₹2 Lakh	3,50,000	0.62
5.	Clearing Members	56,616	0.10
6.	HUF	4,23,410	0.75
7.	NRIs	3,48,564	0.62
	Total	5,63,74,998	100.00

Registrar and Share Transfer Agents : Cameo Corporate Services Limited

SEBI Registration No.INR000003753
Subramanian Building, No.1, Club House Road,
Chennai – 600 002
Tel: +91 44 2846 0390
Fax: +91 44 2846 0129
Email: investor@cameoindia.com

Listing on Stock Exchanges

National Stock Exchange of India Limited

“Exchange Plaza”, C-1, Block G, Bandra
Kurla Complex, Bandra (E), Mumbai – 400 051

Stock Code – BIRLAMONEY

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

Stock Code – 532974 / ABML

The Annual Listing Fees have been paid to NSE and BSE for the financial year 2022-23.

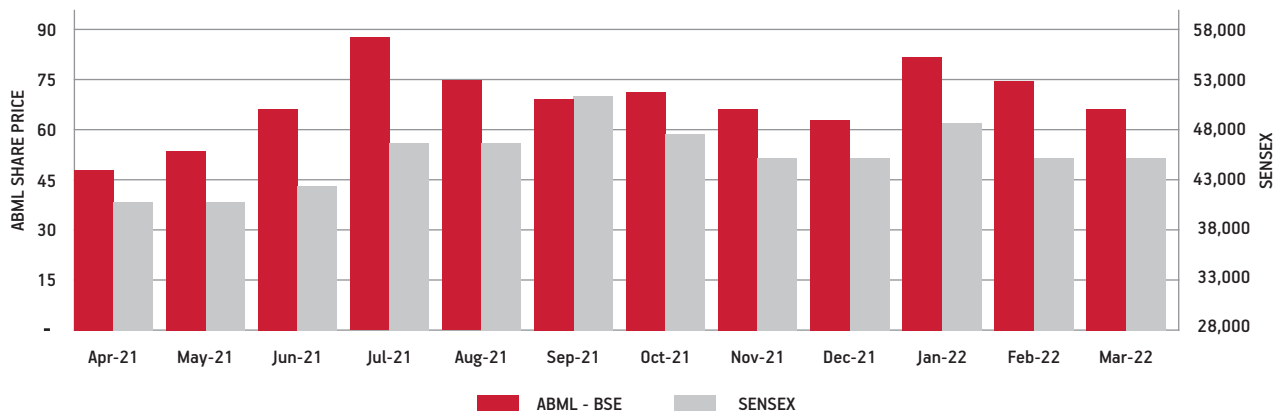
Report on Corporate Governance

Market Price Data

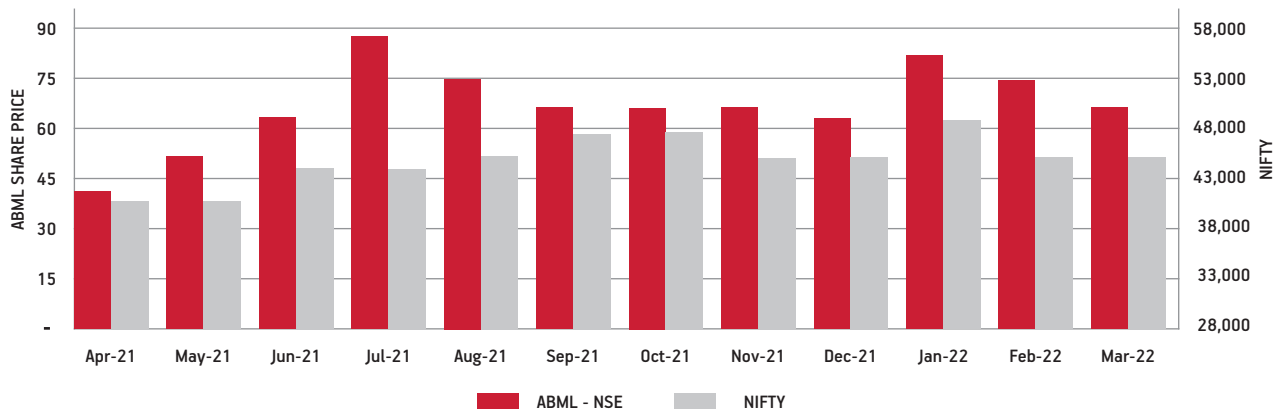
Month	BSE		NSE	
	High Price	Low Price	High Price	Low Price
April 2021	46.90	38.00	44.60	39.20
May 2021	50.60	39.65	50.65	39.55
June 2021	64.00	44.80	63.95	46.00
July 2021	88.50	54.45	88.80	54.40
August 2021	75.85	54.30	75.90	56.15
September 2021	67.05	58.80	66.90	59.35
October 2021	70.45	59.75	70.50	59.85
November 2021	69.65	56.75	69.80	56.25
December 2021	66.00	55.70	66.10	58.00
January 2022	78.20	61.30	78.70	62.35
February 2022	75.70	55.75	74.40	55.50
March 2022	65.50	55.00	65.30	55.20

Performance in Comparison to Broad-Based Indices i.e. BSE Sensex and NSE Nifty

Share Price Movement - BSE



Share Price Movement - NSE





General Shareholder Information

Annual General Meeting date, time and venue	: 12 th July 2022 at 11.00 a.m. through Video - Conferencing
Financial Year	: April 2021 to March 2022
Record Date	: 05 th July 2022
Dividend	: Nil
Compliance Officer	: Ms. Divya Poojari
Website	: www.adityabirlamoney.com
E-mail	: abml.investorgrievance@adityabirlacapital.com
ISIN for Equity Shares (NSDL and CDSL)	: INE865C01022

General Body Meetings

The last three General Meetings were held as under:

Year	Day and Date	Time	Location	Special Resolutions passed
2018-19	Wednesday, 3rd July, 2019	9.30 AM	Indian Rayon Compound, Veraval - 362266, Gujarat	<ul style="list-style-type: none"> Re-appointment of Mr. G. Vijayaraghavan as an Independent Director Re-appointment of Mr. P. Sudhir Rao as an Independent Director Continuation of Directorship of Mr. G. K. Tulsian as a Non-Executive Director Re-appointment of Mr. Murali Krishnan L. R. as the Manager of the Company
2019-20	Friday, 10th July, 2020	11.00 AM	Through Video- Conferencing	<ul style="list-style-type: none"> None
2020-21	Friday, 30th July, 2021	11.00 AM	Through Video- Conferencing	<ul style="list-style-type: none"> Enhancement of Borrowing Limit of the Company upto ₹850 crore Creation of charge on movable and immovable properties of the Company upto ₹850 crore

During the financial year 2021-22, no resolutions were passed or required to be passed through postal ballot. Further, no resolutions are proposed to be conducted through postal ballot at the ensuing Annual General Meeting.

Means of Communication

The results of the Company, official news releases and presentations to institutional investors or analysts, if any, are hosted on the Company's website: www.adityabirlamoney.com. The results are also displayed on the website of the Stock Exchanges, www.nseindia.com and www.bseindia.com. The results are also published in all editions of Business Standard and Rajkot edition of Jai Hind.

Registered Office

Indian Rayon Compound
Veraval - 362 266, Gujarat
Tel: +91 2876 245711
Fax: +91 2876 243257

Address for Correspondence

Sai Sagar, 2nd & 3rd Floor, Plot No. M-7
Thiru-Vi-Ka (SIDCO) Industrial Estate
Guindy, Chennai - 600 032
Tel: +91 44 4949 0000
Fax: +91 44 2250 1095

CEO / CFO CERTIFICATE

To

The Board of Directors

Aditya Birla Money Limited

1. We have reviewed the financial statements and the cash flow statement of the Company for the year ended 31st March 2022 and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material act or contain statements that might be misleading;
 - b) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. To the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of the internal controls.
4. We have indicated to the Auditors and the Audit Committee that:
 - a) there are no significant changes in the Company's internal control over financial reporting during the year;
 - b) there are no significant changes in accounting policies during the year; and
 - c) there are no instances of significant fraud of which we have become aware.

For **Aditya Birla Money Limited**

Place : Mumbai
Date : 22nd April 2022

Tushar Shah
Director
DIN: 00239762

Pradeep Sharma
Chief Financial Officer
PAN: AHRPS6339L

Certificate on Compliance with Code of Conduct

I hereby confirm that the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year ended 31st March 2022.

For **Aditya Birla Money Limited**

Place : Mumbai
Date : 22nd April 2022

Tushar Shah
Director
DIN: 00239762

Independent Auditor's Report

To The Members of Aditya Birla Money Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Aditya Birla Money Limited** (the "Company"), which comprise the Balance Sheet as at 31st March 2022, 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 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,

Key Audit Matter

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p>Information technology and general controls</p> <p>The financial accounting and reporting systems of the Company are fundamentally reliant on IT systems and IT controls to process significant transaction volumes.</p> <p>Due to the complexity, large volume of transactions processed daily and reliance on automated and IT dependent manual controls, matter pertaining to adequacy and effectiveness of IT control environment is considered as a Key Audit Matter.</p> <p>Our areas of audit focus included user access management, developer access to the production environment and changes to the IT environment. These are key to ensuring, IT dependent and application-based controls are operating effectively.</p>	<p>We understood and assessed the overall IT control environment and the controls in place which included controls over access to systems and data, as well as system changes.</p> <p>Tested the design and operating effectiveness of IT access controls over the information systems that are important to financial reporting and various interfaces, configuration and other identified application controls.</p> <p>Tested IT general controls (logical access, changes management and aspects of IT operational controls). This included testing that requests for access to systems were appropriately reviewed and authorised.</p> <p>Tested the Company's periodic review of access rights. We also inspected requests of changes to systems for appropriate approval and authorisation. In addition to the above, we tested the design and operating effectiveness of certain automated and IT dependent manual controls that were considered as key internal controls over financial reporting.</p> <p>Tested the design and operating effectiveness compensating controls in case deficiencies were identified and, where necessary, extended the scope of our substantive audit procedures.</p>

of the state of affairs of the Company as at 31st March 2022, 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 financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report thereon

- The Company's 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 financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the 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 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 judgements 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

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

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by 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.
 - 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 books of account.
- d) In our opinion, the aforesaid 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 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company 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 financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts (refer Note 52), no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the

Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the notes to accounts (refer Note 53), no funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us

to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v. The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
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 LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Mukesh Jain

(Partner)

Place : Mumbai

(Membership No. 108262)

Date : 22nd April 2022

(UDIN: 22108262AHQGGZ1277)

Annexure “A” to the Independent Auditor’s Report

(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 Over Financial Reporting under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the “Act”)

We have audited the internal financial controls over financial reporting of **Aditya Birla Money Limited** (the “Company”) as of 31st March 2022 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit

of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31st March 2022, based on the criteria for internal financial control over financial reporting 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 LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Mukesh Jain

(Partner)

Place : Mumbai

(Membership No. 108262)

Date : 22nd April 2022

(UDIN: 22108262AHQGGZ1277)

Annexure "B" to the Independent Auditor's Report

(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, we state that:

- (i) In respect of the Company's Property, Plant and Equipment and Intangible assets:
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of the of Property, Plant and Equipment.
 - (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a programme of verification of Property, Plant and Equipment so to cover all the items once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, no such assets were due for physical verification during the year. According to the information and explanations given to us, since no physical verification of property, plant and equipment was due during the year the question of reporting on material discrepancies noted on verification does not arise.
- (c) Based on our examination of the registered sale deed cum general power of attorney provided to us, we report that, the title deeds of all the immovable properties, 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 and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at 31st March 2022 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, the Company has been sanctioned working capital limits in excess of ₹5 Crores, in aggregate, at points of time during the year, from banks on the basis of security of current assets. In our opinion and according to the information and explanations given

to us, the quarterly returns or statements comprising book debt statements and statements on ageing analysis of the debtors filed by the Company with such banks are in agreement with the unaudited books of account of the Company of the respective quarters as explained in note 42A of financial statements and no material discrepancies have been observed.

- (iii) The Company has not made any investments in (excluding purchases and sales of investments in debt securities in the normal course of business), provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.
 - (iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
 - (v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
 - (vi) The maintenance of cost records has not been specified for the activities of the Company by the Central Government under Section 148(1) of the Companies Act, 2013. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
 - (vii) In respect of statutory dues:
 - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Value Added Tax, Cess and other material statutory dues applicable to the Company have by it with the appropriate authorities though there has been a delay in respect of remittance of professional tax dues.
- In respect of undisputed amounts payable in respect of Provident Fund, Income-tax, Goods and Services Tax, cess and other material statutory dues there were no such dues in arrears as at 31st March 2022 for a period more than 6 months from the date they became payable other than stamp duties collected by the Company in respect of States wherein the manner of making the payment has not been notified from July 2011 onwards and remaining unpaid as on 31st March 2022 amounting to ₹1,64,90,479 as disclosed in Note 34 to the financial statements.

- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31st March 2022 on account of disputes are given below:

Amount in Lakhs						
Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Demand Amount	Amount paid	Un-paid amount
Finance Act, 1994	Service tax	CESTAT	March 2009 – November 2009	13.65	11.16	2.49
Finance Act, 1994	Service tax	CESTAT	April 2006 – May 2008	7.94	7.62	0.32
Employee's Provident Fund and Miscellaneous Provisions Act, 1952	Provident Fund	High Court, Chennai	April 2009 – May 2011	432.05	140.37	291.68
Securities exchange board of India (SEBI) Act, 1992	Penalty for violation under the SEBI provisions	Securities Appellate Tribunal (SAT)	January 2014 – December 2016	102.00	50.00	52.00
Income Tax Act, 1961	Income Tax	High Court, Chennai	AY 2010-11	7.42	-	7.42
Tamil Nadu Value Added Tax, 2006	Value Added Tax	Appellate Assistant Commissioner of Commercial Taxes	April 2006 – March 2007	0.40	0.10	0.30
			April 2007 – March 2008	10.20	2.55	7.65

- (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 willful 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 outstanding term loans at the beginning of the year and hence, reporting under clause 3(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 made any investment in or given any new loan or advances to any of its subsidiaries, associates or joint ventures during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of the Order is not applicable.
- (x) (a) The Company has not raised moneys by way of initial public offer/ further public offer. In our opinion, moneys raised by way of debt instruments (commercial papers) during the year have been, *prima facie*, applied by the Company for the purposes for which they were raised.
- (b) The Company has made private placement of preference shares during the year. For such allotment of shares, the Company has complied with the requirements of Section 42 of the Companies Act, 2013, and the funds raised have been, *prima facie*, applied by the Company during the year for the purposes for which the funds were raised, other than temporary deployment pending application. The Company has not made any preferential allotment or private placement of fully or partly or optionally convertible debentures during the year.
- (xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) 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 (and upto the date of this report).
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion, the Company is in compliance with Sections 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 etc. as required by the applicable accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of its holding company, subsidiary company, associate company or persons connected with such directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) In our opinion, 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.
- (b) In our opinion, the Group does not have more than one CIC as part of the group.
- (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 realisation of financial assets and payment of financial liabilities and 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) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- (b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount, to a Special account before the date of this report and within a period of 30 days from the end of the financial year in compliance with the provision of Section 135(6) of the Act.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

Mukesh Jain

(Partner)

Place : Mumbai

(Membership No. 108262)

Date : 22nd April 2022

(UDIN: 22108262AHQGGZ1277)

Balance Sheet

as at 31st March 2022

Amount in Lakhs

	Note No.	As at 31 Mar 22	As at 31 Mar 21
I ASSETS			
(1) Financial Assets			
(a) Cash and Cash Equivalents	3	3,670.08	954.50
(b) Bank Balance other than (a) above	4	42,526.59	39,558.82
(c) Investment in Securities	5	43,600.85	25,649.01
(d) Trade and Other Receivables	6	29,041.18	15,393.86
(e) Loans	7	317.54	304.58
(f) Other Financial Assets	8	1,979.92	1,976.10
Sub-Total		1,21,136.16	83,836.87
(2) Non-Financial Assets			
(a) Current Tax Assets (Net)		600.91	214.06
(b) Deferred Tax Assets (Net)	9	596.95	531.58
(c) Property, Plant and Equipment	10	290.39	315.47
(d) Right to use of Assets	41	1,956.66	1,843.60
(e) Other Intangible Assets	11	159.50	198.90
(f) Intangible Assets under development	46	32.84	68.37
(g) Other Non-Financial assets	12	1,910.24	1,333.91
Sub-Total		5,547.49	4,505.89
Total Assets		1,26,683.65	88,342.76
II LIABILITIES AND EQUITY			
LIABILITIES			
(1) Financial Liabilities			
(a) Trade Payables	13		
(i) total outstanding dues of micro enterprises and small enterprises		92.84	22.53
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		3,264.62	2,917.44
(b) Debt Securities	14	63,577.52	32,207.95
(c) Subordinated Liabilities	15	8,135.47	5,462.44
(d) Lease Liability	41	2,148.77	1,986.92
(e) Other Financial Liabilities	16	38,736.05	37,921.08
Sub-Total		1,15,955.27	80,518.36
(2) Non-Financial Liabilities			
(a) Provisions	17	2,143.74	2,104.25
(b) Other Non-Financial Liabilities	18	1,141.34	931.88
Sub-Total		3,285.08	3,036.13
(3) Equity			
(a) Equity Share Capital	19	563.75	563.01
(b) Other Equity	20	6,879.55	4,225.27
Total Equity		7,443.30	4,788.28
Total Liabilities and Equity		1,26,683.65	88,342.76

The accompanying Notes 1 to 53 form an integral part of the Financial Statements.

As per our report of even date

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

ICAI Firm's Registration No. 117366W/W-100018

Mukesh Jain

Partner

Membership No. 108262

Place: Mumbai

Date: 22nd April 2022

For and on behalf of the Board of Directors of

Aditya Birla Money Limited**Pinky A Mehta**

Director

DIN : 00020429

Pradeep Sharma

Chief Financial Officer

PAN : AHRPS6339L

Tushar Shah

Director

DIN: 00239762

Divya Poojari

Company Secretary

PAN : BIJPP6102N

Statement of Profit and Loss

for the year ended 31st March 2022

Particulars	Note No.	Amount in Lakhs	
		Year Ended 31 Mar 22	Year Ended 31 Mar 21
Revenue from Operations			
(i) Interest Income	21	6,995.62	4,338.20
(ii) Fees and Commission Income	22	15,378.00	13,634.70
(iii) Net Gain on Fair Value Changes	23	757.77	1,087.90
Net Revenue from Operations		23,131.39	19,060.80
Other Income	24	261.19	278.06
Total Income		23,392.58	19,338.86
EXPENSES			
(i) Finance Costs	25	2,613.61	2,206.44
(ii) Fees and Commission Expenses		6,260.85	5,054.59
(iii) Impairment on financial instruments	26	28.87	92.71
(iv) Employee Benefits Expense	27	6,530.35	5,999.16
(v) Depreciation and Amortisation Expenses	28	677.31	702.24
(vi) Other Expenses	29	3,713.36	3,043.76
Total Expenses		19,824.35	17,098.90
Profit Before Tax		3,568.23	2,239.96
Tax Expenses			
Current Tax		1,020.32	763.72
Deferred Tax		(65.37)	(102.14)
Total Tax Expenses		954.95	661.58
Profit for the year		2,613.28	1,578.38
Other Comprehensive Income	30		
(i) Items that will not be reclassified to profit or loss			
Remeasurement of post-employment benefit Obligations		22.06	110.31
(ii) Income tax relating to items that will not be reclassified to profit or loss			
Income tax relating to Re-measurement of post-employment benefit Obligations		5.55	27.76
Other Comprehensive Income for the year, net of Tax (i - ii)		16.51	82.55
Total Comprehensive Income for the year		2,629.79	1,660.93
Earnings per Equity Share :			
Basic		4.64	2.80
Diluted	31	4.63	2.80

The accompanying Notes 1 to 53 form an integral part of the Financial Statements.

As per our report of even date
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
ICAI Firm's Registration No. 117366W/W-100018

Mukesh Jain
Partner
Membership No. 108262

Place: Mumbai
Date: 22nd April 2022

For and on behalf of the Board of Directors of
Aditya Birla Money Limited

Pinky A Mehta
Director
DIN : 0020429

Pradeep Sharma
Chief Financial Officer
PAN : AHRPS6339L

Tushar Shah
Director
DIN: 00239762

Divya Poojari
Company Secretary
PAN : BIJPP6102N

Statement of Changes in Equity

for the year ended 31st March 2022

(A) Equity Share Capital

Particulars	As at 31 Mar 22		As at 31 Mar 21	
	No. of Shares	Amount	No. of Shares	Amount
Equity shares of face value of ₹1/- each issued on subscribed and fully paid up				
Balance at the beginning of the year	5,63,01,357	563.01	5,63,01,357	563.01
Changes in Equity Share Capital during the year				
Issue of Share on Employee Stock Options (Refer Note 43)	73,641	0.74	-	-
Balance at the end of the period	5,63,74,998	563.75	5,63,01,357	563.01

(B) Other Equity

For the year ended 31st March 2022

Amount in Lakhs

Particulars	Reserve and Surplus					Total Other Equity
	Retained Earnings		Other Reserve			
	Surplus as per Statement of Profit and Loss	General Reserve	Capital Reserve	Securities Premium Reserve	Share Option Outstanding Account	
Balance as at 1st April 2021	855.91	2,695.98	115.39	456.56	101.44	4,225.27
Profit for the year	2,613.28	-	-	-	-	2,613.28
Other Comprehensive Income for the year (Refer Note 30)	16.51	-	-	-	-	16.51
Total Comprehensive Income	2,629.79	-	-	-	-	2,629.79
Transfer to General Reserve on account of lapse of vested options	-	61.84	-	-	(61.84)	-
Exercise of ESOP (Refer Note 43)	-	-	-	38.69	(14.20)	24.49
Balance as at 31st March 2022	3,485.70	2,757.82	115.39	495.25	25.40	6,879.55

For the year ended 31st March 2021

Amount in Lakhs

Particulars	Reserve and Surplus					Total Other Equity
	Retained Earnings		Other Reserve			
	Surplus as per Statement of Profit and Loss	General Reserve	Capital Reserve	Securities Premium Reserve	Share Option Outstanding Account	
Balance as at 1st April 2020	(805.02)	2,695.98	115.39	456.56	101.44	2,564.34
Profit for the year	1,578.38	-	-	-	-	1,578.38
Other Comprehensive Income for the year (Refer Note 30)	82.55	-	-	-	-	82.55
Total Comprehensive Income	1,660.93	-	-	-	-	1,660.93
Transfer to General Reserve on account of lapse of vested options	-	-	-	-	-	-
Exercise of ESOP (Refer Note 43)	-	-	-	-	-	-
Balance as at 31st March 2021	855.91	2,695.98	115.39	456.56	101.44	4,225.27

The accompanying Notes 1 to 53 form an integral part of the Financial Statements.

As per our report of even date

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
ICAI Firm's Registration No. 117366W/W-100018

For and on behalf of the Board of Directors of
Aditya Birla Money Limited

Mukesh Jain
Partner
Membership No. 108262

Pinky A Mehta
Director
DIN : 00020429

Tushar Shah
Director
DIN: 00239762

Place: Mumbai
Date: 22nd April 2022

Pradeep Sharma
Chief Financial Officer
PAN : AHRPS6339L

Divya Poojari
Company Secretary
PAN : BIJPP6102N

Statement of Cash Flows

for the year ended 31st March 2022

Particulars	Amount in Lakhs	
	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Cash flow from operating activities		
Profit before tax	3,568.23	2,239.95
Non-cash adjustment to reconcile profit before tax to net cash flows		
Depreciation/ amortisation	677.31	702.23
Loss/ (profit) on sale of Property, plant and equipment	4.66	(2.26)
Impairment on Financial Instruments	28.87	92.71
Net Gain on sale of investments (Mutual fund)	(199.29)	(161.02)
Interest expenses	2,613.61	2,206.44
Operating profit before working capital changes	6,693.39	5,078.05
Movements in working capital :		
Increase in trade payables & Provisions	479.04	1,153.95
Increase in other Financial liabilities & Non-Financial liabilities	1,024.43	15,542.49
Increase in trade and other receivables	(13,676.19)	(8,946.05)
Decrease / (increase) in Loans	(12.96)	4,931.56
Increase in Investment in Securities (WDM)	(17,951.84)	(16,601.22)
Increase in other bank balance other than Cash & Cash Equivalents	(2,967.77)	(15,035.71)
Increase in other Financial assets & other non-Financial assets	(580.15)	(961.23)
Cash used in operations	(26,992.05)	(14,838.17)
Direct taxes paid (net of refunds)	1,412.72	675.68
Net cash used in operating activities	(A) (28,404.77)	(15,513.85)
Cash flows from Investing activities		
Purchase of Property, Plant and Equipment, including CWIP and capital advances	(168.78)	(157.51)
Proceeds from sale of Property, Plant and Equipment	1.89	12.56
Net Proceeds from Mutual Fund transactions*	199.28	161.02
Net cash generated from investing activities	(B) 32.39	16.07
Cash flows from financing activities		
Proceeds from issuance of equity share capital	0.74	-
Premium on issue of equity share capital	24.49	-
Proceeds from issuance of Subordinated Liabilities	8,000.00	-
Redemption of Subordinated Liabilities	(5,775.52)	-
Payments towards Lease liabilities (including interest thereon)	(527.30)	(556.73)
Net Short-term borrowings	31,498.15	14,999.87
Interest paid	(2,132.60)	(1,755.07)
Net cash generated from financing activities	(C) 31,087.96	12,688.07

Particulars		Amount in Lakhs	
		Year Ended 31 Mar 22	Year Ended 31 Mar 21
Net increase/(decrease) in cash and cash equivalents	(A +B +C)	2,715.59	(2,809.71)
Cash and cash equivalents at the beginning of the year		954.50	3,764.21
Cash and cash equivalents as at the end of the year		3,670.09	954.50
Components of cash and cash equivalents			
Cash on hand		-	-
With banks - Current Accounts		3,670.08	954.50
Total cash and cash equivalents (Note 3)		3,670.08	954.50

***Note:**

Proceed from the current investments (Net of ₹15,25,399.88 Lakhs (Previous Year: ₹11,06,501.57) invested during the year)

The accompanying Notes 1 to 53 form an integral part of the Financial Statements.
As per our report of even date

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
ICAI Firm's Registration No. 117366W/W-100018

For and on behalf of the Board of Directors of
Aditya Birla Money Limited

Mukesh Jain
Partner
Membership No. 108262

Pinky A Mehta
Director
DIN : 00020429

Tushar Shah
Director
DIN: 00239762

Place: Mumbai
Date: 22nd April 2022

Pradeep Sharma
Chief Financial Officer
PAN : AHRPS6339L

Divya Poojari
Company Secretary
PAN : BIJPP6102N

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

1. General Information

M/s. Aditya Birla Money Limited ('ABML' or 'the Company') is a public company domiciled in India and is incorporated on 04th July 1995 in Chennai, Tamil Nadu under the provisions of erstwhile Companies Act, 1956 (now Companies Act, 2013).

Company's shares are listed in two recognised stock exchanges in India. The Company is a stock broking and capital market products distributor, offering Equity and Derivative trading through NSE and BSE and Currency Derivative on MCX-SX and Commodities Trading through MCX and NCDEX. It is registered as a Depository Participant with both NSDL and CDSL in terms of the Securities and Exchange Board of India (Depository Participants) Regulations, 1996. It also provides Portfolio Management Services and involved in trading in securities.

2. Significant Accounting Policies

2.1 Statement of Compliance

These financial statements are prepared and presented in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, the relevant provisions of the Companies Act, 2013 ("the Act") and guidelines issued by the Securities and Exchange Board of India (SEBI), as applicable. The financial statements are approved by the Board of Directors of the Company at their meeting held on 22nd April 2022.

2.2.1 Basis of Preparation

The financial statements are prepared and presented on the going concern basis and at historical cost, except for the following assets and liabilities which have been measured at fair value:

- certain financial assets & liabilities at fair value (refer accounting policy 2.9 on financial Instruments).
- employee's Defined Benefit Plan as per actuarial valuation

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The Company presents its balance sheet in order of liquidity. An analysis regarding recovery or settlement within 12 months after the reporting date 31st March 2022, and more than 12 months after the reporting date 31st March 2022, is presented in Note 32.

Financial assets and liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business
- The event of default

2.2.2 Basis of Accounting

To provide more reliable and relevant information about the effect of certain items in the Balance Sheet and Statement of Profit and Loss, the Company has changed the classification of certain items. Previous year figures have been re-grouped or reclassified, to conform to such current year's grouping / classifications. There is no impact on Equity or Net Loss due to these regrouping / reclassifications.

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

2.3 Functional and Presentation Currency:

The financial statements are presented in Indian Rupees, which are the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

2.4 Property, Plant and Equipment (PPE) & Depreciation:

Property, plant and equipment are stated at acquisition or construction cost less accumulated depreciation and impairment loss. Cost comprises the purchase price and any attributable cost of bringing the asset to its location and working condition for its intended use, including relevant borrowing costs and any expected costs of decommissioning. If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE. Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately. This applies mainly to components for machinery.

When significant parts of Property, Plant and Equipment are required to be replaced at intervals, the Company recognises such parts as individual assets with specific useful lives and depreciates them accordingly. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the Property, Plant and Equipment as a replacement if the recognition criteria are satisfied. Any trade discounts and rebates are deducted in arriving at the purchase price.

Depreciation on Tangible Property, Plant and Equipment is provided on Straight Line using the rates arrived at based on the useful lives as specified in the Schedule II of the Companies Act, 2013 or estimated by the management. The Company has used the following useful life to provide depreciation on its Property, Plant and Equipment.

Assets where useful life is same as Schedule II:

Asset	Useful Life as Prescribed by Schedule II of the Companies Act, 2013
Computers (end user computers, Laptops)	3 years
Servers	6 years
Office Equipment (AC, UPS, Generator & Invertors)	5 years
Vehicles	6 years

Useful life of assets different from prescribed in Schedule II has been estimated by management supported by the Internal Technical assessment.

Asset	Useful Life as Prescribed by Schedule II of the Companies Act, 2013	Estimated Useful Life
Batteries (included under office equipment's)	5 Years	4 Years
Furniture & Fixtures*	10 Years	7 years

*In case of Furniture & Fixtures fitted with premises, Depreciation calculated based on lease period taking into account the secondary lease period or 7 years whichever is less.

Property, Plant and Equipment, individually costing less than Rupees five thousand are fully depreciated in the year of purchase.

Depreciation on the Property, Plant and Equipment added/discharged off/discarded during the year is provided on pro-rata basis with reference to the month of addition/disposal/discarding.

2.5 Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Capitalised costs include direct costs of implementation and expenses directly attributable to the development of the software. All other expenses on existing intangible assets, including day-to-day maintenance expenditure are charged to the statement of profit and loss for the period during which such expenses are incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Gains or losses arising from de-recognition of Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

Computer software cost capitalised is amortised over the estimated useful life of 6 years on a straight-line basis.

2.6 Impairment

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets net selling price 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 risks specific to the asset.

After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

2.7 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the assets. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.8 Leases

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (1) the contract involves the use of an identified asset
- (2) the Company has substantially all of the economic

benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset generates cash flows that are largely dependent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right-of-use asset if the Company changes its assessment on exercise of an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

2.9 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 to another entity.

2.9.1. Financial Asset

2.9.1.1 Initial Recognition and Measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place are recognised on the trade date i.e. the date that the Company commits to purchase or sell the asset.

2.9.1.2 Subsequent Measurement

For the purpose of subsequent measurement, financial assets are classified as below:

- i) Financial instruments at amortised cost
- ii) Financial instruments at fair value through other comprehensive income (FVTOCI)
- iii) Financial instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- iv) Equity instruments measured at fair value through other comprehensive income (FVTOCI)

(i) Financial Assets measured at Amortised Cost

A 'Financial instrument' is measured at the amortised cost if both the following conditions are met:

The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss. This category generally applies to trade and other receivables.

(ii) Financial Assets at Fair Value Through Other Comprehensive Income (FVTOCI):

A 'Financial Instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Financial Instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognises interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. Financial instruments held as Investments are fair valued through FVTOCI. On de-recognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned whilst holding FVTOCI Financial Instrument is reported as interest income using the EIR method.

(iii) Financial Instrument at FVTPL

FVTPL is a residual category for Financial Instruments. Any Financial Instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a Financial Instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has classified the current investments held as investment in securities (WDM portfolio).

Financial Instruments included within the FVTPL category are measured at fair value with all changes recognised in the P&L.

(iv) Equity Investments

All equity investments in scope of Ind AS 109 are measured at fair value and the Company may make an irrevocable election 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.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amount from OCI to P&L, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the P&L.

2.9.1.3. De-Recognition of Financial Assets

Financial assets are de-recognised when the contractual rights to the cash flows from the financial asset expire or the financial asset is transferred and the transfer qualifies for de-recognition. On de-recognition of a financial asset in its entirety the difference between the carrying amount (measured at the date of de-recognition) and the consideration received (including any new asset obtained less any new liability assumed) shall be recognised in Statement of profit and loss.

2.9.1.4 Impairment of Financial Assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 – Financial Instruments - for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk of trade receivable.

The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

In this approach, assets are grouped on the basis of similar credit characteristics such as industry, customer segment, past due status and other factors which are relevant to estimate the expected cash loss from these assets.

2.9.1.5. Other Financial Assets

Other financial assets are tested for impairment based on significant change in credit risk since initial recognition and impairment is measured based on probability of default over the lifetime when there is significant increase in credit risk.

2.9.2 Financial Liabilities

Financial liabilities are classified, at initial recognition,

- as financial liabilities at fair value through profit or loss,
- loans and borrowings,
- payables

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings & payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

2.9.2.1. Subsequent Measurement:

The measurement of financial liabilities depends on their classification, as described below:

2.9.2.1.1. Financial Liabilities at FVTPL:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied.

For liabilities designated as FVTPL, fair value gains / losses attributable to changes in own credit risk is recognised in OCI.

These gains / losses are not subsequently transferred to P&L. However, the Company may transfer the cumulative gain or loss within equity.

All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

2.9.2.1.2. Loans & Borrowings:

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

2.9.2.1.3. De-recognition of Financial Liabilities:

A financial liability shall be de-recognised when, and only when, it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expires.

2.10. Investment in Securities

Securities acquired with the intention to trade are classified as Investment. Investments are valued at market/ fair value. The profit or loss on sale of investment is recognised on trade date in the Statement of Profit and Loss.

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

2.11. Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term investments with an original maturity of three months or less which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

2.12. Fair Value Measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or the liability; or in the absence of a principal market, in the most advantageous market for the asset or liability, the principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Management determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for disposal in discontinued operations.

2.13. Impairment of Non-financial Assets

The Company assesses, at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists or when annual impairment testing for any asset is required, the Company estimates the assets recoverable amount. An assets recoverable amount is the higher of an assets fair value less cost of disposal and its value in use.

Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflow that is largely independent of those from other assets or group of assets. When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written-down to its recoverable amount.

2.14. 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 and supersedes current revenue recognition guidance found within Ind AS 115.

The Company recognises revenue from contracts with customers based on a five-step model as set out in Ind 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.

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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 is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliability measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received and receivable taking into account contractually defined terms of payment and excluding taxes and duties collected on behalf of the government.

Revenue shall be measured at the fair value of the consideration received or receivable. When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction shall be recognised.

The outcome of a transaction can be estimated reliably when all the following conditions are satisfied:

- the amount of revenue can be measured reliably.
- it is probable that the economic benefits associated with the transaction will flow to the Company; and
- the costs incurred for the transaction or to be incurred in respect of the transaction can be measured reliably.

When the outcome of the transaction involving the rendering of services cannot be estimated reliably, revenue shall be recognised only to the extent of the expenses recognised that are recoverable. The revenue recognition in respect of the various streams of revenue is described below:

Brokerage Income, Portfolio Management Services income and transaction charges are recognised on the trade date of the transaction upon confirmation of the transactions by the exchanges. Account opening charges are recognised when right to receive the income is established.

Income from depository services, interest and finance charges are recognised on the basis of agreements entered into with clients and when the right to receive the income is established.

Interest bearing instruments are measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future receipts over the expected life of the financial instrument, to the gross carrying amount of the financial asset.

Interest earned from income bearing instruments are allocated between pre-acquisition and post-acquisition period and the accrued portion of the pre-acquisition portion is deducted from cost. The post-acquisition portion of interest is considered as revenue. The Profit / Loss earned from sale of securities are recognised on trade date basis.

Other interest incomes are recognised on a time proportion basis taking into account the amount outstanding and the applicable rate of interest.

Portfolio management fees are recognised on an accrual basis in accordance with the Portfolio Management Agreements entered into with the respective clients.

Dividend income is recognised when the Company's right to receive dividend is established by the reporting date.

2.15. Retirement and other Employee Benefits

2.15.1 Employee Benefits

Employee benefits are accrued in the period in which the associated services are rendered by employees of the Company, as detailed below:

2.15.1.1 Defined Contribution Plan (Provident fund)

In accordance with Indian law, eligible employees receive benefits from provident fund, which is a defined contribution plan. Both the employee and employer make monthly contributions to the plan, each equal to a specified percentage of employee's basic salary.

The Company has no further obligations under the plan beyond its monthly contributions. The Company does not have any legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee service in the current and prior periods. Obligation for contributions to the plan is recognised as an employee benefit expense in the Statement of Profit and Loss when incurred.

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2.15.1.2 Defined Benefit Plans (Gratuity)

In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit retirement plan (the Gratuity Plan) covering eligible employees. The Gratuity Plan provides a lump sum payment to vested employees, at retirement or termination of employment, an amount based on the respective employee's last drawn salary and the years of employment with the Company.

The Company's net obligation in respect of the gratuity plan is calculated by estimating the amount of future benefits that the employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service cost and the fair value of plan assets are deducted.

The discount rate is the yield at the reporting date on risk free government bonds that have maturity dates approximating the terms of the Company's obligations. The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Company, the recognised asset is limited to the total of any unrecognised past service costs and the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan.

The Company recognises all re-measurements of net defined benefit liability/asset directly in other comprehensive income and presented within equity. The Company has employees' gratuity fund under Grasim Industries Limited Employees Gratuity Trust managed by the ultimate parent company.

2.15.1.3 Short Term Benefit

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

2.15.1.4 Compensated Absences

The employees of the Company are entitled to Leave encashment benefit. The employees can carry forward a portion of the unutilised accrued absence and utilise it in future periods or receive cash compensation at retirement or termination of employment for the unutilised accrued compensated absence. The Company recognises an obligation for compensated absences in the period in which the employee renders the services.

The Company provides for the expected cost of compensated absence in the Statement of Profit and Loss as the additional amount that the Company expects to pay as a result of the unused entitlement that has accumulated based on actuarial valuations carried out by an independent actuary at the balance sheet date.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Statement of Profit & Loss in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

2.15.1.5 Share-based Payment Transactions

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments whereby employees render services as consideration for equity instruments (equity-settled transactions).

2.15.1.6 Equity – Settled Transactions

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense.

The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and

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lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

2.16. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

2.17. Taxes

2.17.1 Current Income Tax

Current tax is measured on the basis of estimated taxable income for the current accounting period in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961, and the rules framed thereunder.

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

2.17.2. Deferred Tax

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

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

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

Goods and Service Tax (GST) paid on acquisition of Assets or on incurring expenses are recognised net of the amount of sale / value and taxes paid, except when the tax incurred on a purchase of assets or services are not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of the acquisition of the asset or as part of the expense item, as applicable. When receivables and payable are stated with the amount of tax included, the net amount of tax recoverable from or payable to the taxation authority is included as part of receivables or payables in the balance sheet.

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(All amounts are in Lakh, unless otherwise stated)

2.18. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares outstanding during the period are adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split, if any.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.19. Use of Estimates

The preparation of financial statements in conformity with Ind AS requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainly about these assumptions

and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

2.20. Segment Reporting

The Company's business is to provide Brokerage service, further, the Company also trades in security as a part of the business activity and portfolio management services ('PMS') to its clients within India and the reportable segment is basis the above business segments.

Segment Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the Business segment. Revenue and expenses, which relate to the Company as a whole and are not allocable to segments on a reasonable basis, have been included under "Unallocated expenses/income". Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable corporate assets and liabilities represent the assets and liabilities that relate to the Company as a whole and not allocable to any segment.

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company.



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(All amounts are in Lakh, unless otherwise stated)

Note: 3 Cash and Cash Equivalents

	As at 31 Mar 22	As at 31 Mar 21
Cash on Hand	-	-
Balances with Banks - Current Accounts	3,670.08	954.50
	3,670.08	954.50

Note: 4 Bank Balance other than Cash and Cash Equivalents

	As at 31 Mar 22	As at 31 Mar 21
Fixed Deposit Accounts (with original maturity period of more than 3 months)*	42,492.82	39,558.82
Corporate Social Responsibility - unspent account	33.77	-
	42,526.59	39,558.82
* Fixed Deposits Placed with Bank towards:		
a) Margin with Exchange (under lien)	29,278.40	31,164.75
b) Issue of Bank Guarantee (under lien)	11,084.61	6,034.22
c) Others	184.21	659.25
	40,547.22	37,858.22
Corporate Social Responsibility - unspent account	33.77	-
Interest Accrued on Fixed Deposits	1,945.59	1,700.60
	42,526.59	39,558.82

Note: 5 Investment in Securities

	As at 31 Mar 22	As at 31 Mar 21
(Carried at Fair Value through Profit or Loss)		
Investment in Securities	43,600.85	25,649.01
	43,600.85	25,649.01
(a) Opening	25,649.01	9,047.79
(b) Purchases	1,240,858.25	905,059.78
(c) Cost of Sales	1,222,341.62	888,170.34
(d) Fair Value Changes	(564.80)	(288.23)
	43,600.85	25,649.01

Note: 6 Trade and Other Receivables[^]

	As at 31 Mar 22	As at 31 Mar 21
Secured, Considered Good	28,913.13	15,327.76
Unsecured, Considered Good	128.05	66.10
Unsecured, Credit impaired	770.13	750.74
	29,811.31	16,144.60
Less: Allowance for impairment loss	(770.13)	(750.74)
	29,041.18	15,393.86

[^]Trade Receivables includes pass through amounts representing dues from clients and exchange towards transactions not fully settled as at the reporting date of Stock and Securities Broking Business.

[^]Trade Receivables includes amount receivable from customers pertaining to amount funded to them for settlement of trade as part of normal business activity.

Notes

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(All amounts are in Lakh, unless otherwise stated)

As at 31 Mar 22	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	5,214.95	23,492.97	38.77	16.11	278.38	-	29,041.18
(ii) Undisputed Trade Receivables – credit impaired	-	14.68	-	-	-	755.45	770.13
	5,214.95	23,507.65	38.77	16.11	278.38	755.45	29,811.31
Less: Allowance for impairment loss							(770.13)
Total Trade Receivables							29,041.18

As at 31 Mar 21	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	10,174.48	4,972.72	1.29	4.43	240.94	-	15,393.86
(ii) Undisputed Trade Receivables – credit impaired	-	10.80	-	-	-	739.94	750.74
	10,174.48	4,983.52	1.29	4.43	240.94	739.94	16,144.60
Less: Allowance for impairment loss							(750.74)
Total Trade Receivables							15,393.86

NOTE: 7 Loans

	As at 31 Mar 22	As at 31 Mar 21
(Unsecured, except otherwise stated)		
(carried at amortised cost)		
Loans and advances to Employees	18.70	17.15
Margin with exchanges	304.18	306.18
Less: Impairment Loss allowances	(18.75)	(18.75)
Others	13.41	-
	317.54	304.58

NOTE: 8 Other Financial Assets

	As at 31 Mar 22	As at 31 Mar 21
(Carried at amortised Cost, except otherwise stated)		
Interest Accrued on Investment in Securities	851.80	457.89
Security Deposits	465.22	527.55
Less: Impairment Loss allowances on security deposits	(72.77)	(72.77)
Receivable from Exchange	650.15	650.15
Other Receivables	85.52	413.28
	1,979.92	1,976.10



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(All amounts are in Lakh, unless otherwise stated)

Note: 9 Deferred Tax Assets (Net)

	As at 31 Mar 22	As at 31 Mar 21
Temporary difference on account of Property, Plant and Equipments and Ind AS 116 adjustments	147.15	124.55
Items to be considered under Section 43B of Income tax Act,1961	98.93	213.38
Provisions for claims	138.74	4.72
Provision for Doubtful Debts	212.13	188.93
	596.95	531.58

Note: 10 Property, Plant and Equipment

Particulars	Freehold Land *	Furniture & Fixtures	Office Equipment	Computers	Vehicles	TOTAL
Gross Block						
As at 1st April 2020	15.00	31.03	31.07	652.87	86.04	816.01
Additions during the year	-	2.39	17.92	33.93	-	54.24
Deletions during the year	-	1.62	5.68	6.10	17.37	30.77
As at 31st March 2021	15.00	31.80	43.31	680.70	68.67	839.48
Additions during the year	-	40.47	11.15	67.54	44.77	163.93
Deletions during the year	-	-	1.57	-	24.40	25.97
As at 31st March 2022	15.00	72.27	52.89	748.24	89.04	977.44
Accumulated Depreciation						
As at 1st April 2020	-	17.04	17.34	266.46	32.71	333.55
Depreciation for the year	-	3.75	12.51	182.89	12.09	211.24
Deletions during the year	-	1.49	4.89	6.12	8.28	20.78
As at 31st March 2021	-	19.30	24.96	443.23	36.52	524.01
Depreciation for the year	-	6.14	8.74	156.03	11.57	182.48
Deletions during the year	-	-	1.56	-	17.87	19.43
As at 31st March 2022	-	25.44	32.14	599.26	30.22	687.06
Net Carrying Value as at 31st March 2021	15.00	12.50	18.35	237.47	32.15	315.47
Net Carrying Value as at 31st March 2022	15.00	46.83	20.75	148.98	58.82	290.39

*The Company is in the process of getting the land registered in its name which is currently under dispute but management expects a favourable outcome in this matter

Note: 11 Other Intangible Assets

Particulars	Computer Software	Total
Gross Block		
As at 1st April 2020	426.49	426.49
Additions during the year	76.04	76.04
Deletions during the year	-	-
As at 31st March 2021	502.53	502.53
Additions during the year	40.38	40.38
Deletions during the year	-	-
As at 31st March 2022	542.91	542.91

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(All amounts are in Lakh, unless otherwise stated)

Particulars	Computer Software	Total
Accumulated Amortisation		
As at 1st April 2020	226.66	226.66
Amortisation for the year	76.97	76.97
Deletions during the year	-	-
As at 31st March 2021	303.63	303.63
Amortisation for the year	79.78	79.78
Deletions during the year	-	-
As at 31st March 2022	383.41	383.41
Net Carrying Value as at 31st March 2021	198.90	198.90
Net Carrying Value as at 31st March 2022	159.50	159.50

Note: 12 Other Non-Financial Assets

	As at 31 Mar 22	As at 31 Mar 21
(Unsecured, Except otherwise stated)		
Unbilled revenue	14.22	9.79
Balances held with Government Authorities	307.28	205.57
Advance for Expenses	448.09	47.78
Prepaid expenses	224.65	219.05
Gratuity Assets Receivables	907.81	838.54
Others	8.19	13.18
	1,910.24	1,333.91

Note: 13 Trade Payables

	As at 31 Mar 22	As at 31 Mar 21
(Carried at Amortised Cost, except otherwise stated)		
(i) total outstanding dues of Micro Enterprises and Small Enterprises (MSME)	92.84	22.53
(ii) total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	3,264.62	2,917.44
	3,357.46	2,939.97

Note:

There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March 2022 and no interest payment made during the year to any Micro, Small and Medium Enterprises. (Previous Year MSME/Interest: NIL), This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties has been identified on the basis of information available with the Company.

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(All amounts are in Lakh, unless otherwise stated)

For Trade Payable outstanding following is the ageing schedule

As at 31 Mar 22	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - MSME	92.84	-	-	-	92.84
(ii) Undisputed dues - Others	1,320.56	801.09	809.90	333.07	3,264.62
	1,413.40	801.09	809.90	333.07	3,357.47

As at 31 Mar 21	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed dues - MSME	22.53	-	-	-	22.53
(ii) Undisputed dues - Others	1,432.46	1,063.97	357.10	63.91	2,917.44
	1,454.99	1,063.97	357.10	63.91	2,939.97

Note: 14 Debt Securities

	As at 31 Mar 22	As at 31 Mar 21
(At Amortised Cost)		
Unsecured		
Commercial Papers	63,577.52	32,207.95
TOTAL	63,577.52	32,207.95
i) Maximum balance outstanding during the year	66,793.29	35,000.00
ii) Commercial Papers are shown net of unamortised discounting charges		
iii) Repayable in 15 to 152 days (Previous year: 38 days to 119 days) from the date of draw down. The interest on this loan ranges from 3.94% to 5.10% (Previous year ranged from 4.60% to 8.75%)		

Note: 15 Subordinated Liabilities*

	As at 31 Mar 22	As at 31 Mar 21
(At Amortised Cost)		
Preference Shares - 8% Redeemable Non-Convertible Non-Cumulative of ₹100/- each fully paid	-	5,462.44
Preference Shares - 4% Redeemable Non-Convertible Non-Cumulative of ₹100/- each fully paid	8,135.47	-
	8,135.47	5,462.44

* Includes accrual of redemption premium as on 31st March 2022 of ₹135.47 Lakh (As on 31st March 2021 ₹2,462.44 Lakh)

Notes

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(All amounts are in Lakh, unless otherwise stated)

Reconciliation of the number of Preference Shares Outstanding at the beginning and at the end of the period

Description	As at 31 Mar 22		As at 31 Mar 21	
	Number of Shares	Amount in Lakh	Number of Shares	Amount in Lakh
a) Preference Shares - 8% Redeemable Non-Convertible Non-Cumulative of ₹100/- each fully paid				
At the beginning of the year	10,00,000	1,000.00	10,00,000	1,000.00
Redemption during the year	10,00,000	1,000.00	-	-
Outstanding at the end of the year	-	-	10,00,000	1,000.00
b) Preference Shares - 4% Redeemable Non-Convertible Non-Cumulative of ₹100/- each fully paid				
At the beginning of the year	-	-	-	-
Issued during the year	16,00,000	1,600.00	-	-
Outstanding at the end of the year	16,00,000	1,600.00	-	-

Terms/Rights attached to Preference Shares

a) Preference Shares - 8% Redeemable Non-Convertible Non-Cumulative of ₹100/- each fully paid

Preference shares carry a non-cumulative dividend of 8% per annum. Dividend amounts, declared if any, will be paid in Indian Rupees. On 31st March 2011, the Company had issued 8,00,000 8% Redeemable Non-Convertible Non-Cumulative Preference Shares of ₹100/- each, fully paid-up at a premium of ₹150/- per share to Aditya Birla Capital Limited, the Holding Company. The Preference Shares were redeemable at the end of 5 years from the date of issue at a price of ₹320/- per share. With the consent of the preference share holder, the period of redemption was extended by 39 months from March 2016 to June 2019 and the redemption price was varied from ₹320/- to ₹411/- (Face value ₹100/- and Premium of ₹311/- per share). The period of redemption was again extended by 42 months from June 2019 to December 2022 with the written consent of the preference share holder and the redemption price was varied from ₹411/- to ₹533.75 (Face value ₹100/- and Premium of ₹433.75 per share). During the year ended 31st March 2022, 8,00,000 8% Non-Cumulative Non-Convertible Redeemable Preference Shares has been redeemed on 30th December 2021.

During the year ended 31st March 2014, the Company had issued 2,00,000 8% Redeemable Non-Convertible Non-Cumulative Preference Shares of ₹100/- each, fully paid-up at a premium of ₹400/- per share to Aditya Birla Capital Limited (formerly known as Aditya Birla Financial Services Limited), the Holding Company. The Preference Shares were redeemable at the end of 5 years from the date of issue at a price of ₹725/- per share. With the consent of the preference share holder, the period of redemption was extended by 42 months from September 2018 to March 2022 and from March 2019 to September, 2022 for 1,00,000 each 8% Redeemable Non-Convertible Non-Cumulative Preference Shares originally issued on September 30, 2013 and March 29, 2014 respectively and the redemption price was varied from ₹725/- to ₹941/- (Face value ₹100/- and Premium of ₹841/- per share). During the year ended 31st March 2022, 2,00,000 8% Non-Cumulative Non-Convertible Redeemable Preference Shares has been redeemed on 30th December 2021.

b) Preference Shares - 4% Redeemable Non-Convertible Non-Cumulative of ₹100/- each fully paid

The Company has issued 16,00,000 4% Non-Cumulative Non-Convertible Redeemable Preference Shares of ₹100/- each for cash, at an issue price of ₹500/- per share including premium of ₹400/- per share aggregating to ₹80 Crore on 24th December 2021 redeemable on 23rd December 2025 at ₹639/- per share.

Shares held by Holding Company

Shares held by Holding Company Aditya Birla Capital Limited, the Holding Company:

- 31st March 2022: Nil (Previous Year 10,00,000) 8% Redeemable Non-Convertible Non-Cumulative Preference shares of ₹100/- each fully paid-up
- 31st March 2022 16,00,000 (Previous Year: Nil) 4% Redeemable Non-Convertible Non-Cumulative Preference shares of ₹100/- each fully paid-up

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 16 Other Financial Liabilities

	As at 31 Mar 22	As at 31 Mar 21
(Carried at amortised cost, except otherwise stated)		
Amount Payable to customers*	34,984.28	33,696.27
Other Payables		
Deposits	802.59	1,589.36
Payable Related to Employees	2,299.20	1,985.47
Other Obligation	649.98	649.98
	38,736.05	37,921.08

* It includes amount payable of ₹778.13 Lakh (Previous year ₹318.35 Lakh) towards expected reversal for brokerage and interest.

Note: 17 Provisions

	As at 31 Mar 22	As at 31 Mar 21
Provision for Employee Benefits		
Provision for Compensated absences	201.71	207.08
Provision for Gratuity	753.68	708.82
Provision for Claims*	1,188.35	1,188.35
	2,143.74	2,104.25
*Movement of Provision for claims		
Opening balance	1,188.35	1,188.35
Additions during the year	-	-
Utilise/Reversal during the year	-	-
Closing balance	1,188.35	1,188.35

Note: 18 Other Non-Financial Liabilities

	As at 31 Mar 22	As at 31 Mar 21
Income Received in Advance	259.28	199.14
Statutory Dues	820.34	568.65
Others	61.72	164.09
	1,141.34	931.88

Note: 19 Share Capital

	As at 31 Mar 22	As at 31 Mar 21
Authorised:		
7,00,00,000 (Previous year: 15,00,00,000) Equity Shares of ₹1/- each (Previous Year: ₹1/- each)	700.00	1,500.00
26,00,000 4% Preference Shares of ₹100/- each (Previous Year: 10,00,000 8% Preference Shares of ₹100/- each) (Refer Note: 15)	2,600.00	1,000.00
	3,300.00	2,500.00
Issued, Subscribed and Paid-up:		
Equity Share Capital		
5,63,74,998 Equity Shares of ₹1/- each Fully paid as on 31 st March 2022	563.75	-
5,63,01,357 Equity Shares of ₹1/- each Fully paid as on 31 st March 2021	-	563.01
	563.75	563.01

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

1) Reconciliation of the number of Shares Outstanding at the beginning and at the end of the year

Sr. No.	Description	As at 31 Mar 22		As at 31 Mar 21	
		Number of Shares	Amount	Number of Shares	Amount
1	Number of Shares Outstanding at the beginning of the Year	5,63,01,357	563.01	5,63,01,357	563.01
2	Allotment of fully paid-up Shares during the Year				
	a) Employee Stock Option Plan (Refer Note No.43)	73,641	0.74	-	-
3	Number of Shares Outstanding at the end of the Year	5,63,74,998	563.75	5,63,01,357	563.01

2) Term/right attached to Equity Shares

The Company has only one class of equity shares having a par value of ₹1/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, 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 remaining assets of the Company, after distribution to all preferential holders. The distribution will be in proportion to the number of the equity shares held by the shareholders.

3) Shares held by Holding Company

4,15,50,000 (Previous Year: 4,15,50,000) Equity Shares of ₹1/- each fully paid-up are held by Aditya Birla Capital Limited (Formerly known as Aditya Birla Financial Services Limited), the Holding Company.

4) Equity Shares in the Company held by each Shareholder Holding more than 5 Per Cent Shares and the Number of Equity Shares held are as under:

Sr. No.	Name of Shareholder	As at 31 Mar 22		As at 31 Mar 21	
		No. of Shares Held	% of Total Paid-up Equity Share Capital	No. of Shares Held	% of Total Paid-up Equity Share Capital
1	Aditya Birla Capital Limited	4,15,50,000	73.70%	4,15,50,000	73.80%

5) The Shares reserved for issue under Employee Stock Option Plan (ESOP) of the Company (Refer Note No. 43).

6) Shares held by Promoters at the end of the year

Sr. No.	Name of Promoter	As at 31 Mar 22		As at 31 Mar 21		% Change during the year
		No. of Shares Held	% of Total Paid-up Equity Share Capital	No. of Shares Held	% of Total Paid-up Equity Share Capital	
1	Aditya Birla Capital Limited	4,15,50,000	73.70%	4,15,50,000	73.80%	(0.10)

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 20 Other Equity

	As at 31 Mar 22	As at 31 Mar 21
1) Capital Reserve		
Opening Balance	115.39	115.39
Adjustments:	-	-
Closing Balance	115.39	115.39
2) Securities Premium		
Opening Balance	456.56	456.56
Adjustments:		
ESOP Exercised	24.49	-
Transfer from Stock Options Outstanding Account on Exercise of Options	14.20	-
Closing Balance	495.25	456.56
3) Share Option Outstanding Account		
Opening Balance	101.44	101.44
Deduction:		
Transfer to Securities Premium Account on Exercise of Options	(14.20)	-
Transfer to General Reserve on account of lapse of vested options	(61.84)	-
Closing Balance	25.40	101.44
4) General Reserve		
Opening Balance	2,695.98	2,695.98
Adjustments:		
Transfer from Share Option Outstanding Account on account of lapse of vested options	61.84	-
Closing Balance	2,757.82	2,695.98
5) Surplus in Profit and loss accounts		
Opening Balance	855.91	(805.02)
Addition:		
Profit for the Year	2,613.28	1,578.38
Other Comprehensive Income/(loss) for the year arising from re-measurement gains/(loss) on defined benefit plans	16.51	82.55
Closing Balance	3,485.70	855.91
Total Other Equity	6,879.55	4,225.27

Note: 21 Interest Income

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Other Interest Income		
On financial Assets Measured at Amortised Cost	3,018.31	1,375.06
On Financial Assets classified at fair value through profit or loss	1,593.85	1,184.29
Interest on deposits with Banks		
On financial Assets Measured at Amortised Cost	2,383.46	1,778.85
	6,995.62	4,338.20

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 22 Fees and Commission Income

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Brokerage Income	13,951.37	12,393.46
Account Opening Charges	6.55	29.05
Income from Depository Services	788.28	548.65
Setup & Management Fee	570.88	613.22
Referral Fee Income	29.59	12.88
Miscellaneous Other Operating Income	31.33	37.44
	15,378.00	13,634.70

Note: 23 Net Gain on Fair Value Changes

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Net gain / (loss) on financial instruments at fair value through profit or loss (FVTPL)		
On WDM portfolio		
Debt instrument at FVTPL	757.77	1,087.90
	757.77	1,087.90
Fair Value Change on Financial Instrument at FVTPL:		
Realised	1,322.57	1,376.13
Unrealised	(564.80)	(288.23)
	757.77	1,087.90

Note: 24 Other Income

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Interest income on financial assets held at amortised cost	12.86	21.25
Net gain on financial instruments at FVTPL (Mutual Fund)	199.28	161.02
Profit on Sale of Property, Plant & Equipment	-	2.26
Miscellaneous Income (Net)	49.05	93.53
	261.19	278.06
Fair Value Change on Financial Instrument at FVTPL:		
Realised	199.28	161.02
Unrealised	-	-
	199.28	161.02

Note: 25 Finance Cost

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Interest on Fair Value measured at Amortised Cost		
Debt securities	1,925.16	1,475.75
Borrowing other than Debt securities	60.76	170.77
Subordinated Liabilities	448.55	391.01
Other Borrowing Costs	18.10	10.89
Finance Cost - Lease Liabilities	161.04	158.02
	2,613.61	2,206.44

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 26 Impairment on Financial Instruments

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
On Trade Receivables	28.87	19.94
On Other Financial Assets	-	72.77
	28.87	92.71

Note: 27 Employee Benefits Expenses

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Salaries and Wages	6,077.12	5,479.90
Contribution to Provident and Other Funds (Refer Note 42)	246.84	239.54
Contribution to Gratuity Fund (Refer Note 42)	73.88	72.32
Expense on Employee Stock Options Scheme (Refer Note 43)	3.47	9.38
Staff Welfare Expenses	129.04	198.02
	6,530.35	5,999.16

Note: 28 Depreciation and Amortisation Expenses

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Depreciation of Property, plant and equipment	182.48	210.93
Amortisation of Intangible Assets	79.78	76.97
Amortisation on Lease Assets	415.05	414.34
	677.31	702.24

Note: 29 Other Expenses

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Rent	30.50	17.57
Repairs & Maintenance - Building	16.40	11.72
Repairs & Maintenance - Others	419.44	320.57
Insurance	167.01	170.53
Rates & Taxes	253.55	170.28
Advertisement and Sales Promotion Expenses	22.04	20.34
Legal & Professional Expenses	881.37	662.79
Audit Remuneration *	23.85	20.12
Travelling & Conveyance	111.47	127.61
Printing and Stationery	39.64	38.52
Communication Expenses	282.86	301.62
Electricity Charges	101.50	111.66
Information Technology Expenses	821.97	728.55
Corporate Social Responsibility (CSR) Expenses	37.87	30.82
Director's Fees	16.80	7.20
Postage Expenses	60.24	58.49
Bank Charges	165.66	144.67

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Loss on Sale of Property, Plant & Equipment	4.66	-
Miscellaneous Expenses	256.53	100.71
	3,713.36	3,043.76
* Auditor's Remuneration includes payment to auditors as under:		
Audit Fee	13.00	11.50
Limited Reviews	4.50	4.50
Tax audit Fee	2.00	2.00
Certification Fee	1.85	0.50
Reimbursement of Expenses	2.50	1.62
	23.85	20.12

Note: 30 Other Comprehensive Income

	Year Ended 31 Mar 22	Year Ended 31 Mar 21
(i) Items that will not be reclassified to profit or loss		
Re-measurement of post-employment benefit obligations	22.06	110.31
	22.06	110.31
(ii) Income tax relating to items that will not be reclassified to profit or loss		
Income tax relating to re-measurement of post-employment benefit obligations	5.55	27.76
Other Comprehensive Income	16.51	82.55

Note: 31 Earnings Per Equity Share

		As at 31 Mar 22	As at 31 Mar 21
Profit attributable to Equity Holder (in ₹)	(A)	26,13,28,336	15,78,39,983
Weighted average number of equity shares:			
Basic	(B)	5,63,45,936	5,63,01,357
Diluted	(C)	5,64,03,610	5,63,60,153
Earnings per share (in ₹) :			
Basic	(A/B)	4.64	2.80
Diluted	(A/C)	4.63	2.80
Nominal value of equity share (in ₹)		₹1/-	₹1/-



Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 32 Maturity Analysis of Assets and Liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

Particulars	31 Mar 22			31 Mar 21		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
I ASSETS						
(1) Financial Assets						
(a) Cash and Cash Equivalents	3,670.08	-	3,670.08	954.50	-	954.50
(b) Bank Balance other than (a) above	5,206.16	37,320.43	42,526.59	22,066.91	17,491.91	39,558.82
(c) Investment in Securities	43,600.85	-	43,600.85	25,649.01	-	25,649.01
(d) Trade and Other Receivables	28,746.68	294.50	29,041.18	15,148.49	245.37	15,393.86
(e) Loans	32.10	285.44	317.54	17.15	287.43	304.58
(f) Other Financial Assets	864.55	1,115.37	1,979.92	881.50	1,094.60	1,976.10
Sub-Total	82,120.42	39,015.74	1,21,136.16	64,717.56	19,119.31	83,836.87
(2) Non-Financial Assets						
(a) Tax Assets (Net)	-	600.91	600.91	-	214.06	214.06
(b) Deferred Tax Assets (Net)	-	596.95	596.95	-	531.58	531.58
(c) Property, Plant and Equipment	-	290.39	290.39	-	315.47	315.47
(d) Right to use of Assets	-	1,956.66	1,956.66	-	1,843.60	1,843.60
(e) Other Intangible Assets	-	159.50	159.50	-	198.90	198.90
(f) Intangible Assets under Development	-	32.84	32.84	-	68.37	68.37
(g) Other Non-Financial Assets	995.32	914.92	1,910.24	489.93	843.98	1,333.91
Sub-Total	995.32	4,552.17	5,547.49	489.93	4,015.96	4,505.89
Total Assets	83,115.74	43,567.91	1,26,683.65	65,207.49	23,135.26	88,342.76
II LIABILITIES AND EQUITY						
LIABILITIES						
(1) Financial Liabilities						
(a) Trade Payables						
(i) total outstanding dues of micro enterprises and small enterprises	92.84	-	92.84	22.53	-	22.53
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	3,264.62	-	3,264.62	2,917.44	-	2,917.44
(b) Debt Securities	63,577.52	-	63,577.52	32,207.95	-	32,207.95
(c) Subordinated Liabilities	-	8,135.47	8,135.47	873.61	4,588.83	5,462.44

Notes

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(All amounts are in Lakh, unless otherwise stated)

Particulars	31 Mar 22			31 Mar 21		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
(d) Lease Liability	469.52	1,679.25	2,148.77	397.05	1,589.87	1,986.92
(e) Other Financial Liabilities	37,283.48	1,452.57	38,736.05	36,598.76	1,322.32	37,921.08
Sub-Total	1,04,687.98	11,267.29	1,15,955.27	73,017.34	7,501.02	80,518.36
(2) Non-Financial Liabilities						
(a) Provisions	43.39	2,100.35	2,143.74	46.28	2,057.97	2,104.25
(b) Other Non-Financial Liabilities	882.07	259.27	1,141.34	732.74	199.14	931.88
Sub-Total	925.46	2,359.62	3,285.08	779.02	2,257.11	3,036.13
(3) Equity						
(a) Equity Share Capital	-	563.75	563.75	-	563.01	563.01
(b) Other Equity	-	6,879.55	6,879.55	-	4,225.27	4,225.27
Total Equity	-	7,443.30	7,443.30	-	4,788.28	4,788.28
Total Equity and Liabilities	1,05,613.44	21,070.21	1,26,683.65	73,796.36	14,546.41	88,342.76

Note: 33A Financial Instruments - Accounting Classifications and Fair Value Measurements

The management assessed that the fair value of cash and cash equivalents, Security deposits, Staff Advances, Subordinate Liabilities, Debt securities, trade receivables, margin with exchanges, trade payables, bank balances and other current liabilities approximate their carrying amount.

With respect to Investments Refer Note 5 are fair valued based on quoted price available in the active market (Level 1).

Note: 33B Financial Risk

Following table provides the Liquidity risk of Company's Liabilities as on 31st March 2022 & 31st March 2021 and the liquidity risk of Company's financial assets are analysed and disclosed under notes 32 of maturity analysis of Assets.

Liquidity Risk	On Demand	Less than 3 months	3 to 12 months	1 to 5 years	>5 years	Total
Year ended 31st March 2022						
(a) Trade Payable	-	3,357.46	-	-	-	3,357.46
(b) Debt Securities	-	63,577.52	-	-	-	63,577.52
(c) Subordinated Liabilities	-	-	-	8,135.47	-	8,135.47
(d) Other Financial Liabilities	34,984.28	-	2,299.20	1,452.57	-	38,736.05
TOTAL						1,13,806.50
Year ended 31st March 2021						
(a) Trade Payable	-	2,939.97	-	-	-	2,939.97
(b) Debt Securities	-	32,207.95	-	-	-	32,207.95
(c) Subordinated Liabilities	-	-	873.61	4,588.83	-	5,462.44
(d) Other Financial Liabilities	34,613.29	-	1,985.47	1,322.32	-	37,921.08
TOTAL						78,531.44

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forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 34 Stamp Duty

Hitherto, the Company had been collecting and remitting stamp duties with respect to states wherein the manner of payment of the same has been prescribed by the respective state governments. From July 2011, the Company had started collecting stamp duty on contract notes for all states, including the states wherein the manner of payment has not yet been notified. The Company is evaluating various options of remitting the same, including remitting those amounts in the State of Tamil Nadu, as all the contract notes are executed at Tamil Nadu. Pending, the final determination of the manner of remittance, amount of ₹1,64,90,479/- (PY: ₹1,64,90,479/-) collected till 30th June 2020 has been disclosed under statutory dues in other non-financial liabilities.

Note: 35 Managerial Remuneration

During the earlier years the Company had made an application to the Central Government under Section 309 (5B) of the Companies Act, 1956 for seeking waiver of excess managerial remuneration amounting to ₹30,94,634/- (Previous year: ₹30,94,634/-) (excluding statutory contribution to provident fund, gratuity and leave encashment which are exempted under Schedule VI) paid to Mr. P.B. Subramaniyan, the erstwhile whole time director ('Erstwhile Director') of the Company for the period from 1st April 2008 to 6th March 2009.

During the earlier years, the Company has received an order from the Central Government (CG) whereby the CG has rejected excess remuneration of ₹16,26,614/- (Previous year: ₹16,26,614/-) and directed the Company to collect the same from the Erstwhile Director. Further the Company has filed a civil suit in the High Court of Judicature at Madras vide C.S. No. 53/2016 seeking recovery of the excess remuneration paid to Mr. P.B. Subramaniyan. Pending the recovery of the same, it has been shown as advances recoverable by the Company in the Balance Sheet.

Note: 36 Foreign Currency Transactions

The Company did not enter into any foreign currency transactions in the current year and previous year.

Note: 37 Capital Management

For the purpose of the Company's Capital management, Capital includes issued equity capital, Long-term borrowings and other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximise the shareholder value, comply to the regulatory requirements and maintain an optimal capital structure to reduce the cost of capital to the Company. The Company makes adjustments in light of changes in economic conditions and the requirements of the applicable financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

Particulars	31 Mar 22	31 Mar 21
Debt		
Short Term Borrowings	63,577.52	33,081.56
Long Term Borrowings	8,135.47	4,588.83
Trade Payable	3,357.46	2,939.97
Other Financial Liabilities	38,736.05	37,921.08
Less: Investments, Cash & Cash Equivalents (Net of Amount payable to customer)	54,813.21	32,466.06
Net Debt (A)	58,993.29	46,065.38
Reserves	6,879.55	4,225.27
Equity Capital	563.75	563.01
Total Capital (B)	7,443.30	4,788.28
Capital + Net Debt C = (A+B)	66,436.59	50,853.66
Gearing Ratio (A/C)	88.80%	90.58%

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

In order to achieve the overall objective, the Company's Capital Management amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current period.

Note: 38 Credit Risk

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract leading to a financial loss. The Company's exposure to credit risk is very minimal as the trade receivables are covered by collateral.

Trade receivables are consisting of a large number of customers. The Company has credit evaluation policy for each customer and based on the evaluation, credit limit of each customer is defined. Wherever the Company assesses the credit risk as high, the exposure is backed by either stocks comfort or margin money.

Total Trade Receivables as on 31st March 2022 is ₹29,041.18 Lakh (Previous year ₹15,393.86 Lakh).

As at 31 Mar 22	Neither past due nor impaired	Past due but not impaired				Total
		< 30 Days	30 -90 Days	90 -180 Days	> 180 Days	
Trade receivables	5,214.95	14,473.14	7,811.91	1,207.82	333.36	29,041.18

As at 31 Mar 21	Neither past due nor impaired	Past due but not impaired				Total
		< 30 Days	30 -90 Days	90 -180 Days	> 180 Days	
Trade receivables	10,174.48	3,674.01	1,284.76	13.95	246.66	15,393.86

As per simplified approach, the Company makes provision of expected credit losses on trade receivables using a provision matrix to mitigate the risk of default in payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

Movement of Loss Allowance:

Particulars	31 Mar 22	31 Mar 21
Opening Provision	750.74	730.80
Add: Provided during the year	28.87	19.94
Less: ECL impact due to Write-offs	9.48	0.00
Closing Provision	770.13	750.74

Note: 39 Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation.

A present obligation that arises from past events, where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made, is disclosed as a contingent liability. Claims against the Company, where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

The Company does not recognise a contingent liability in the financial statements except when the management decides to recognise basis the probability of the contingent liability devolving on the Company.

Contingent assets are not recognised in the financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Particulars	31 Mar 22	31 Mar 21
Disputed tax and other statutory liabilities not provided for:		
Income tax & interest on tax - for various assessment years in respect of which Company has gone on appeal. Based on judicial pronouncements, the claim of the Company is likely to be accepted by the judicial authorities.	7.42	7.42
Claims against the Company not acknowledged as debts & not provided for:		
Claims made on the Company by various customers alleging unauthorised trades, loss of profits, etc. The Company has been advised by its legal counsel that it is possible, but not probable, the action will succeed and accordingly no provision for any liability has been made in these financial statements.	2,046.00	2,046.00
Grand Total	2,053.42	2,053.42

Note: 40

Income Tax

The Company offsets tax assets and liabilities if it has legally enforceable right to set off current taxes assets and current taxed liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Deferred Tax

Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base.

In addition, the various transitional adjustments lead to temporary differences. According to the accounting policies, the Company has to account for such differences. Deferred tax adjustments are recognised in correlation to the underlying transaction either in retained earnings or a separate component of equity.

Particulars	Year Ended 31 Mar 22	Year Ended 31 Mar 21
Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate		
Current income tax:		
Current income tax expenses	1,020.32	763.72
Deferred tax:		
Relating to origination and reversal of temporary differences	(65.37)	(102.14)
Income tax expense reported in the statement of profit or loss	954.95	661.58
Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate		
Accounting profit before income tax	3,568.23	2,239.96
At India's statutory income tax rate	898.05	563.75
%	25.17%	25.17%
Interest on Preference shares	112.89	98.41
Others	(55.99)	(0.59)
Income tax expense reported in the statement of profit and loss	954.95	661.58

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forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 41 Lease Disclosures

Disclosure Pursuant to Indian Accounting Standard 116 - Leases is as under:

Transition:

Effective 1st April 2019, the Company adopted Ind AS 116 “Leases” and applied the standard to all lease contracts existing on 1st April 2019 using the modified retrospective method and has taken the cumulative adjustment to retained earnings, on the date of initial application. Consequently, the Company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right-of-use asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the lessee’s incremental borrowing rate at the date of initial application.

The weighted average incremental borrowing rate applied to lease liabilities as at 31st March 2022 is between the ranges of 6.49% to 8.50% for a period varying from 1 to 10 years.

Critical Accounting Judgements and Key Sources of Estimation Uncertainty

Critical judgements required in the application of Ind AS 116 may include, among others, the following:

- Identifying whether a contract (or part of a contract) includes a lease;
- Determining whether it is reasonably certain that an extension or termination option will be exercised;
- Classification of lease agreements (when the entity is a lessor);
- Determination of whether variable payments are in-substance fixed;
- Establishing whether there are multiple leases in an arrangement;
- Determining the standalone selling prices of lease and non-lease components.

Key sources of estimation uncertainty in the application of Ind AS 116 may include, among others, the following:

- Estimation of the lease term;
- Determination of the appropriate rate to discount the lease payments;
- Assessment of whether a right-of-use asset is impaired.

Following are the changes in the carrying value of right of use assets for the year ended 31st March 2022:

Particulars	Category of ROU Asset Leasehold premises
Gross Carrying Value	
Balance as at 1st April 2020	2,269.62
Additions	592.86
Deletions	(212.64)
Balance as at 31st March 2021	2,649.84
Additions	556.73
Deletions	(28.62)
Balance as at 31st March 2022	3,177.95
Accumulated Amortisation	
Balance as at 1st April 2020	(391.91)
Additions	(414.33)
Balance as at 31st March 2021	(806.24)
Additions	(415.05)
Balance as at 31st March 2022	(1,221.29)
Net Carrying Value as at 31st March 2021	1,843.60
Net Carrying Value as at 31st March 2022	1,956.66

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(All amounts are in Lakh, unless otherwise stated)

Amounts Recognised in Profit and Loss

Particulars	Year ended 31 Mar 22	Year ended 31 Mar 21
Depreciation expense on right-of-use assets	415.05	414.34
Interest expense on lease liabilities	161.04	158.02
Expense relating to short-term leases	26.86	12.58
Expense relating to leases of low value assets	3.64	5.00
Gains or losses arising from Modification of Lease Agreements	(15.56)	49.79

The following is the break-up of current and non-current lease liabilities

Particulars	31 Mar 22	31 Mar 21
Current Lease Liabilities	469.52	397.05
Non-Current Lease Liabilities	1,679.25	1,589.87
Total	2,148.77	1,986.92

The following is the movement in lease liabilities during the year ended 31st March 2022:

Particulars	Amount
Balance as at 1 st April 2021	1,986.92
Additions	491.74
Deletions	(41.57)
Finance Cost accrued during the period	161.04
Payment of Lease Liabilities	(449.35)
Rent waiver Reduction	-
Balance as at 31st March 2022	2,148.77

The following is the movement in lease liabilities during the year ended 31st March 2021:

Particulars	Amount
Balance as at 1 st April 2020	2,005.42
Additions	592.05
Deletions	(260.95)
Finance Cost accrued during the period	158.02
Payment of Lease Liabilities	(472.36)
Rent Waiver Reduction	(35.26)
Balance as at 31st March 2021	1,986.92

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	31 Mar 22	31 Mar 21
Less than one year	486.72	477.08
One to Five years	1,416.84	1,758.38
More than Five years	638.72	804.64
Total	2,542.28	3,040.10

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

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forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 42 Employment Benefit Disclosures

Defined Contribution Plan

The amounts charged to the Statement of Profit and Loss during the year for Provident fund contribution aggregates to ₹233.99 Lakh (Previous year – ₹228.81 Lakh), NPS contribution fund contribution aggregates to ₹10.31 Lakh,- (Previous year – ₹7.67 Lakh) and employees' state insurance contribution aggregates to ₹2.54 Lakh (Previous year – ₹3.06 Lakh).

Defined Benefit Plan

General Description of the Plan:

The Company operates gratuity plan through a trust wherein every employee is entitled to the benefit equivalent to fifteen days salary last drawn for each completed year of service. The same is payable on termination of service or retirement, whichever is earlier. The benefit vests after five years of continuous service. In case of some employees, the Company's scheme is more favourable as compared to the obligation under Payment of Gratuity Act, 1972.

Nature of Benefits

The Company operates a defined benefit final salary gratuity plan which is open to new entrants. The gratuity benefits payable to the employees are based on the employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

Regulatory Framework

There are no minimum funding requirements for a gratuity plan in India. The trustees of the gratuity fund have a fiduciary responsibility to act according to the provisions of the trust deed and rules. Since the fund is income tax approved, the Company and the trustees have to ensure that they are at all times fully compliant with the relevant provisions of the income tax and rules. Besides this if the Company is covered by the Payment of Gratuity Act, 1972 then the Company is bound to pay the statutory minimum gratuity as prescribed under this Act.

Governance of the Plan

The Group has setup an income tax approved irrevocable trust fund to finance the plan liability. The trustees of the trust fund are responsible for the overall governance of the plan.

Inherent Risks

The plan is of a final salary defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience or inadequate returns on underlying plan assets can result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.

The following tables summarise the components of net benefit expense recognised in the statement of profit and loss and the funded status and amounts recognised in the balance sheet for the gratuity plan.

Amounts recognised in the Balance Sheet in respect of Gratuity:

Particulars	31 Mar 22	31 Mar 21
Present Value of the funded Defined Benefit Obligations at the end of the period	753.68	708.82
Fair Value of Plan Assets	907.81	838.54

Amounts recognised in Employee Benefits Expenses in the Statement of Profit and Loss in respect of Gratuity

Particulars	31 Mar 22	31 Mar 21
In Statement of Profit and Loss	73.88	72.32
In Other Comprehensive Income	(22.06)	(110.31)
Total Expenses Recognised for the period	51.82	(37.99)

The above note is a disclosure that covers both the obligation value & employee benefit expense debited to P&L.

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forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Other Comprehensive Income:

Particulars	31 Mar 22	31 Mar 21
Actuarial (gains)/ losses		
- change in demographic assumptions	-	23.42
- change in financial assumptions	(16.01)	(22.51)
- experience variance	15.88	(44.93)
Return on plan assets, excluding amount recognised in net interest expense	(21.93)	(66.29)
Re-measurement (or Actuarial) (gain)/loss arising because of change in effect of asset ceiling	-	-
Components of defined benefit costs recognised in OCI	(22.06)	(110.31)

Reconciliation of Present Value of the Obligation and the Fair Value of the Plan Assets:

Change in Present Value of the Obligations:

Particulars	31 Mar 22	31 Mar 21
Opening Defined Benefit Obligations	708.82	738.93
Current Service Cost	81.20	68.71
Interest Expenses or cost	40.02	36.92
Re-measurement (or Actuarial) (gain)/loss arising from :		
- change in demographic assumptions	-	23.42
- change in financial assumptions	(16.01)	(22.51)
- experience variance	15.88	(44.93)
- others	-	-
Benefits Paid including Transfer In / (Out)	(76.23)	(91.72)
Closing Defined Benefit Obligations	753.68	708.82

Change in Fair Value of the Plan Assets:

Particulars	31 Mar 22	31 Mar 21
Opening Fair Value of the Plan Assets	838.54	666.89
Interest Income on plan assets	47.34	33.32
Actual return on plan assets less interest on plan assets	21.93	66.29
Contributions by the Employer	76.23	163.76
Benefits Paid	(76.23)	(91.72)
Closing Fair Value of the Plan Assets	907.81	838.54

Funding Arrangement and Policy

The money contributed by the Company to the fund to finance the liabilities of the plan has to be invested.

The trustees of the plan are required to invest the funds as per the prescribed pattern of investments laid out in the income tax rules for such approved schemes. Due to the restrictions in the type of investments that can be held by the fund, it is not possible to explicitly follow an asset-liability matching strategy to manage risk actively.

There is no compulsion on the part of the Company to fully pre fund the liability of the Plan. The Company's philosophy is to fund the benefits based on its own liquidity and tax position as well as level of underfunding of the plan.

Effect of Plan on Entity's Future Cash Flows:

- Expected Contribution during the next annual reporting period
- The Company's best estimate of Contribution during the next year- Nil
- Maturity Profile of Defined Benefit Obligation

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forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

	31 Mar 22	31 Mar 21
The weighted-average duration (Based on discounted cash flows)	5 years	5 years
Expected cash flows over the next (valued on undiscounted basis):		
Within the next 12 months (next annual reporting period)	127.09	132.63
More than 1 and up to 5 years	413.22	355.53
More than 5 and up to 10 years	302.67	278.21
Above 10 Years	239.60	239.10

Sensitivity Analysis

Particulars	31 Mar 22		31 Mar 21	
	Decrease	Increase	Decrease	Increase
Discount Rate (-/+ 0.5%)	773.85	734.43	728.00	690.56
(% change compared to base due to sensitivity)	2.70%	-2.60%	2.70%	-2.60%
Salary Growth (-/+ 0.5%)	734.94	773.10	691.14	727.19
(% change compared to base due to sensitivity)	-2.50%	2.60%	-2.50%	2.60%
Attrition Rate (-/+ 50%)	972.15	680.03	929.49	637.21
(% change compared to base due to sensitivity)	29.00%	-9.80%	31.10%	-10.10%
Mortality Rate (-/+ 10%)	753.10	754.25	708.34	709.31
(% change compared to base due to sensitivity)	-0.10%	0.10%	-0.10%	0.10%

Sensitivity Analysis Method

These 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. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

Details of Plan Assets

The plan assets represent Company's proportionate share in the Grasim Industries Limited Employees Gratuity Trust managed by the ultimate parent company for the employees of the Company. The details of plan assets are as under:

Particulars	31 Mar 22	31 Mar 21
Government of India securities	5.88%	6.03%
State Government securities	4.93%	6.22%
Corporate Bonds	0.82%	0.96%
Insurer managed funds	36.76%	40.21%
Deposit Scheme	0.00%	0.00%
Others	51.62%	46.58%
	100%	100%

The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

The Company does not expect to contribute additional amount to the fund in the next year.

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Principal Actuarial Assumptions at the Balance Sheet Date	31 Mar 22	31 Mar 21
Discount Rate	6.05%	5.65%
Salary escalation	10.00%	10.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market

Note: Salaries and Wages includes share of ABFSSL allocation of Salaries, PF, Gratuity of ₹70.29 Lakh of FY 2021-2022 and ₹60.86 Lakh of FY 2020-2021

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(All amounts are in Lakh, unless otherwise stated)

Note: 42A

The Company is required to submit gross debit balance excluding credit balance as at period end after making an adjustment for transactions for which settlement is not due. Post these adjustments, the amount reported are in agreement with unaudited books of accounts.

Note: 43.1 Stock Options Granted

i) ABML – Employee Stock Option Scheme – 2014

The objective of the Employee Stock Option Scheme is to attract and retain talent and align the interest of employees with the Company as well as to motivate them to contribute to its growth and profitability.

The Company adopts Senior Executive Plan in granting Stock options to its Senior Employees. (Employee Stock Option Scheme – 2014)

During 2014 the Company had formulated the ABML Employee Stock Option Scheme – 2014 (ABML ESOP Scheme – 2014) with the approval of the shareholders at the Annual General Meeting dated 09th September 2014. The Scheme provides that the total number of options granted thereunder will be 27,70,000 and to follow the Market Value Method (Intrinsic Value) for valuation of the Options.

Each option, on exercise, is convertible into one equity share of the Company having face value of ₹1/- each. Subsequently, the Nomination and Remuneration Committee of the Board of Directors on 02nd December 2014 has granted 25,09,341 stock options to its eligible employees under the ABML ESOP Scheme – 2014 at an exercise price of ₹34.25/-. The Exercise Price was based on the latest available closing price, prior to the 02nd December 2014 (the date of grant by the Nomination & Remuneration Committee) on the recognised stock exchanges on which the shares of the Company are listed with the highest trading volume.

Summary of Stock Options granted under ABML ESOP Scheme – 2014 is as under

The vesting period in respect of the options granted under ABML ESOP Scheme – 2014 is as follows:

Sr. No.	Vesting Dates	% of options that shall vest
1.	12 months from the date of grant	25% of the grant
2.	24 months from the date of grant	25% of the grant
3.	36 months from the date of grant	25% of the grant
4.	48 months from the date of grant	25% of the grant

Particulars	As on 31 Mar 22
Options granted on 02 nd December 2015	25,09,341
Options outstanding as on 01 st April 2021	5,20,312
No. of options granted during the year	NIL
Method of Accounting	Intrinsic Value
Vesting Plan	25% every year
Exercise period	Within 5 years from the date of vesting of respective options
Grant/Exercise price (₹ per share)	34.25/-
Market price as on the date of the grant	34.25/- (previous day closing price on the recognised stock exchange)
Options forfeited/lapsed during the year	(3,14,942)
Options exercised during the year	(73,641)
Options outstanding as on 31 st March 2022	1,31,729

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(All amounts are in Lakh, unless otherwise stated)

Particulars	As on 31 Mar 21
Options granted on 02 nd December 2015	25,09,341
Options outstanding as on 01 st April 2020	5,20,312
No. of options granted during the year	NIL
Method of Accounting	Intrinsic Value
Vesting Plan	25% every year
Exercise period	Within 5 years from the date of vesting of respective options
Grant/Exercise price (₹ per share)	34.25/-
Market price as on the date of the grant	34.25/- (previous day closing price on the recognised stock exchange)
Options forfeited/lapsed during the year	NIL
Options exercised during the year	NIL
Options outstanding as on 31 st March 2021	5,20,312

The Company has granted options to the eligible employees at an exercise price of ₹34.25/- per share being the latest market price as per SEBI ESOP Regulations. In view of this, there being no intrinsic value (being the excess of the market price of share under ESOP over the exercise price of the option), on the date of grant, the Company is not required to account the accounting value of option as per SEBI ESOP Regulations.

ii) ABCL – Employee Stock Option Scheme – 2017

Pursuant to ESOP Plan being established by the holding company (i.e. Aditya Birla Capital Limited), stock options were granted to the employees of the Company during the financial year. Total cost incurred by the holding company till date is being recovered from the Company over the period of vesting. Accordingly, a sum of ₹3,47,297/- (Previous year – ₹9,38,024/-) has been recovered from the Company during the year, which has been charged to the Statement of Profit and Loss.

Note: 43.2 Fair Valuation

The fair Value of the option on the date of grant has been done by an independent valuer using Black Scholes Formula. The key assumption are as under

Risk-free interest rate (%)	8.13%
Expected life (No. of years)	5
Expected volatility (%)	54.26%
Dividend yield (%)	0.00
The price of the underlying share in market at the time of option grant	₹34.25/-

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(All amounts are in Lakh, unless otherwise stated)

Note: 44 Segment Reporting

The Company's business is to provide brokerage service, trading in securities and portfolio management services ('PMS') to its clients in the capital markets within India. All other activities of the Company revolve around these activities.

1	Particulars	31 Mar 22	31 Mar 21
	Segment Revenue		
	Broking	20,203.63	16,164.21
	Trading in Securities	2,351.63	2,272.18
	Others	576.13	624.41
	Total Segment Revenue from Operations (Net)	23,131.39	19,060.80
2	Particulars	31 Mar 22	31 Mar 21
	Segment Results		
	Broking	2,877.99	1,589.03
	Trading in Securities	1,110.27	1,045.32
	Others	(155.62)	(82.86)
	Total Segment Result	3,832.64	2,551.49
	Less: Finance Costs	525.59	589.59
	Add: Other Un-allocable (Expenditure)/Income –net	261.19	278.06
	Profit Before Tax	3,568.23	2,239.96
3	Particulars	31 Mar 22	31 Mar 21
	Segment Assets		
	Broking	82,149.58	61,944.21
	Trading in Securities	44,452.64	26,336.58
	Others	81.43	61.98
	Total Segment Assets	1,26,683.65	88,342.76
	Add: Unallocated Corporate Assets	-	-
	Total Assets	1,26,683.65	88,342.76
4	Particulars	31 Mar 22	31 Mar 21
	Segment Liabilities		
	Broking	66,906.17	51,973.28
	Trading in Securities	44,165.64	25,937.24
	Others	33.07	181.53
	Total Segment Liabilities	1,11,104.88	78,092.04
	Add: Unallocated Corporate Liabilities	8,135.47	5,462.44
	Total Liabilities	1,19,240.35	83,554.48

Notes

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(All amounts are in Lakh, unless otherwise stated)

Note: 45 Related Party Transactions

List of related parties with whom the company has transactions

Ultimate Holding Company	Grasim Industries Limited
Holding Company	Aditya Birla Capital Limited
Related parties under Ind AS 24 with whom transactions have taken place during the year	
Fellow subsidiaries	Aditya Birla Finance Limited
	Aditya Birla Financial Shared Services Limited
	Aditya Birla Sun Life Insurance Company Limited
	Aditya Birla Insurance Brokers Limited
	Aditya Birla Capital Technology Services Limited
	Aditya Birla Housing Finance Limited
	Aditya Birla ARC Limited
	Aditya Birla Sun Life AMC Limited
	Aditya Birla Health Insurance company Limited
	Aditya Birla Wellness Private Limited
	Key Management Personnel
Pradeep Sharma (Chief Financial Officer)	
Sangeeta Shetty (Company Secretary - Resigned w.e.f. 19 th January 2022)	
Murali Krishnan L R (Manager)	
Adesh Kumar Gupta (Director in Ultimate Holding Company)	
Adesh Kumar Gupta HUF (Relative of Adesh Kumar Gupta)	
Usha Gupta (Relative of Adesh Kumar Gupta)	
Rajeshwar Kumar Gupta HUF (Relative of Adesh Kumar Gupta)	
Tushar Harendra Shah (Non-Executive Non-Independent Director)	
G Vijayaraghavan (Non-Executive Independent Director)	
P Sudhir Rao (Non-Executive Independent Director)	

Sr. No.	Particulars	Closing balance as on 31 Mar 22	Transactions 2021-22*	Closing balance as on 31 Mar 21	Transactions 2020-21*
I	Grasim Industries Limited				
1	Custodian fee recoverable	-	0.01	-	0.01
	- Payments made to Gratuity trust	-	-	72.04	-
2	Outstanding balances				
	- Gratuity Asset receivable	907.81	-	838.54	-
	- Trade Payable	(0.02)	-	(0.01)	-
II	Aditya Birla Capital Limited				
1	ESOP expenses	-	3.47	-	9.38
2	IndAS - Interest on Preference shares	-	448.55	-	391.01
3	Recovery of expenses	-	3.27	-	-
4	Allotment of preference shares	-	8,000.00	-	-
5	Redemption of preference shares	-	5,775.52	-	-
6	Outstanding balances				
	- Preference shares capital	(8,000.00)	-	-	-
	- IND AS - Interest Payable on Preference shares	(135.47)	-	(2,462.37)	-
	- Trade Payable	(4.11)	-	(5.63)	-

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(All amounts are in Lakh, unless otherwise stated)

Sr. No.	Particulars	Closing balance as on 31 Mar 22	Transactions 2021-22*	Closing balance as on 31 Mar 21	Transactions 2020-21*
III	Aditya Birla Finance Limited				
1	Recovery of Manpower cost	-	213.71	-	192.47
2	Recovery of Cost - Rent & other expenses	-	0.07	-	0.61
3	Custodian - Fee recoverable	-	5.90	-	5.81
4	Brokerage Income	-	27.54	-	29.76
5	Reimbursement of cost - Salary expenses	-	-	-	28.63
6	Referral Fee expense	-	20.99	-	17.50
7	Referral Fee income	-	0.09	-	0.13
8	Expenses - Commission, - Management fees	-	427.88	-	383.66
9	Employee Liability transfer In	-	-	-	1.74
10	IT Support recovery	-	0.28	-	0.38
11	KRA Service charges	-	-	-	0.02
12	Client balance transfer	-	-	-	7.63
13	Recovery of Cost - LTIP	-	7.45	-	19.31
14	Employee Liability transfer out	-	3.77	-	-
15	Outstanding balances				
	- Advances Receivables from customer	1.49	-	2.01	-
	- Trade Payable	(183.34)	-	(267.04)	-
	- Amount Payables to customer	(0.24)	-	(0.10)	-
IV	Aditya Birla Financial Shared Services Limited				
1	Reimbursement of Cost - Manpower expenses	-	70.29	-	60.86
2	Reimbursement of Cost - Electricity, Staff welfare and other expenses	-	175.67	-	116.46
3	Reimbursement of Cost - IT	-	74.60	-	31.94
4	Contribution to Fund				
	- Expenses Recognise in income Statement	-	0.89	-	6.20
	- Other comprehensive income	-	(1.41)	-	(8.49)
5	Employee Liability transfer out	-	0.94	-	19.81
6	Employee Liability transfer in	-	3.11	-	-
7	Recovery of Cost - LTIP	-	5.19	-	-
8	Provision for expenses	-	-	-	40.26
9	Recovery of Cost - Bonus	-	-	-	9.24
10	Recovery of Cost - Insurance	-	0.17	-	-
11	Outstanding balances				
	- Trade Payable	(32.95)	-	(40.44)	-
	- Advance for expenses	14.26	-	(5.95)	-
V	Aditya Birla Sun Life Insurance Company Limited				
1	Brokerage income	-	70.72	-	70.97
2	Reimbursement of Rent expenses	-	0.27	-	5.80
3	Other transaction - WDM	-	1,754.54	-	1,007.60
4	Recovery of Rent & other expenses	-	0.66	-	1.78
5	Property plant & equipment transfer in	-	-	-	0.02
6	Employee Liability transfer out	-	3.46	-	-

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Sr. No.	Particulars	Closing balance as on 31 Mar 22	Transactions 2021-22*	Closing balance as on 31 Mar 21	Transactions 2020-21*
7	Employee Liability transfer in	-	8.35	-	-
8	Recovery of expenses	-	-	-	-
9	Security deposit given	-	8.10	-	-
10	Outstanding balances				
	- Trade Payable	(7.02)	-	(1.76)	-
VI	Aditya Birla Insurance Brokers Limited				
1	Recovery of Cost - Rent & other expenses	-	-	-	1.35
2	Reimbursement of Cost - Rent & other expenses	-	19.13	-	9.08
3	Outstanding balances				
	- Trade Payable	(15.52)	-	(6.90)	-
VII	Aditya Birla Capital Technology Services Limited				
1	Reimbursement of Cost - IT & other expenses	-	19.68	-	28.55
2	Reimbursement of Cost - IT expenses	-	8.54	-	9.64
3	Recovery of Bonus	-	-	-	0.50
4	Outstanding balances:				
	- Trade Payable	(2.63)	-	(2.18)	-
	- Advance for expenses	0.24	-	(0.36)	-
VIII	Aditya Birla Housing Finance Limited				
1	Asset transfer	-	-	-	8.39
2	Referral fee income	-	0.06	-	0.22
3	Reimbursement of expenses	-	1.50	-	-
4	Recovery of expenses	-	-	-	0.16
5	Outstanding Balances				
	- Trade Payable	(1.50)	-	-	-
	- Trade Receivables	-	-	0.25	-
IX	Aditya Birla ARC Limited				
1	Custodian - Fee recoverable	-	1.01	-	0.02
2	Employee Liability transfer out	-	13.65	-	-
3	Recovery of expenses	-	0.02	-	-
4	Outstanding balances				
	- Trade Payable	(13.63)	-	-	-
X	Aditya Birla Sun Life AMC Limited				
1	PMS income	-	0.08	-	-
2	Liability transfer	-	-	-	7.50
3	Recovery of expenses	-	1.58	-	-
4	Reimbursement of expenses	-	2.77	-	-
5	Security deposit given	-	2.33	-	-
6	Outstanding balances				
	- Trade Payable	(3.63)	-	-	-
XI	Aditya Birla Health Insurance Company Limited				
1	Reimbursement of Electricity charges	-	-	-	0.23
2	Outstanding Balances				
	- Trade Payable	-	-	-	-

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Sr. No.	Particulars	Closing balance as on 31 Mar 22	Transactions 2021-22*	Closing balance as on 31 Mar 21	Transactions 2020-21*
XII	Aditya Birla Wellness Private Limited				
1	Reimbursement of expenses	-	0.02	-	0.20
2	Outstanding balances				
-	Trade Payable	-	-	0.24	-
XIII	Mr. P. Sudhir Rao				
1	Sitting fees	-	8.40	-	3.60
XIV	Mr. G. Vijayaraghavan				
1	Sitting fees	-	8.40	-	3.60
2	Reimbursement of expenses	-	-	-	-
XV	Mr. Ajay Srinivasan				
1	PMS Income	-	-	-	-
2	Reimbursement of expenses	-	-	-	-
XVI	Mr. Tushar Harendra Shah				
1	PMS Income	-	-	-	1.30
2	Brokerage Income	-	0.02	-	-
XVII	Mr. Adesh Kumar Gupta				
1	Brokerage Income	-	21.34	-	-
2	Interest	-	1.27	-	-
3	Interest on Margin Obligation	-	43.28	-	-
XVIII	Ms. Usha Gupta				
1	Brokerage Income	-	4.42	-	-
2	Interest	-	0.16	-	-
3	Interest on Margin Obligation	-	10.65	-	-
XIX	Adesh Kumar Gupta HUF				
1	Brokerage Income	-	3.74	-	-
2	Interest	-	0.51	-	-
3	Interest on Margin Obligation	-	10.94	-	-
XX	Rajeshwar Kumar Gupta HUF				
1	Brokerage Income	-	3.56	-	-
2	Interest on Margin Obligation	-	2.33	-	-
XXI	Mr. Pradeep Sharma				
1	Remuneration	-	115.82	-	93.76
2	Reimbursement of Cost	-	0.40	-	0.09
XXII	Mr. Murali Krishnan L R				
1	Remuneration	-	55.44	-	41.19
2	Brokerage Income	-	0.05	-	0.01
XXIII	Ms. Sangeeta Shetty				
1	Remuneration	-	32.18	-	33.56
2	Reimbursement of Cost	-	0.08	-	0.02

* Amounts excluding GST

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 46 Intangible Assets Under Development (IAUD)

Following is the Ageing Schedule of Intangible Assets Under Development

Particulars	Amount in IAUD for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	5.00	27.84	-	-	32.84
Projects temporarily suspended	-	-	-	-	-

Note: 47 Disputed Immovable Property held in name of the Company

The Company has a land of ₹15 Lakh in the name of Apollo Sindhoori Capital Investments Limited (Currently known as Aditya Birla Money Limited) and the title is under dispute and the matter is in subjudice.

Note: 48 Corporate Social Responsibility

Particulars	For the Year Ended 31 Mar 22	For the Year Ended 31 Mar 21
Amount required to be spent by the Company during the year	37.87	30.82
amount of expenditure incurred	4.11	30.82
shortfall at the end of the year	33.77	Nil
total of previous years shortfall	Nil	Nil
reason for shortfall,	-	-
nature of CSR activities		
details of related party transactions, e.g., contribution to a trust controlled by the Company in relation to CSR expenditure as per relevant Accounting Standard	Health Care, Education, Setting up homes for orphans	Health Care, Education, Setting up homes for orphans
where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	The unspent amount of ₹ 33.77 Lakh has been transferred to the separate Bank account as "CSR unspent account"	Nil

Note: 49

The Company has a process whereby periodically all long-term contracts, if any, are assessed for material foreseeable losses. As at the balance sheet date, there were no long-term contracts (including derivative contracts).

Note: 50

The Company's pending litigations comprise of claims against the Company primarily by the customers and proceedings pending with Income Tax and other statutory authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial results. Refer Note. 39 for details on contingent liabilities.

Notes

forming part of the Standalone Financial Statements for the year ended 31st March 2022

(All amounts are in Lakh, unless otherwise stated)

Note: 51

Disclosure Pursuant to Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956, the Company disclose the following details of struck off Companies

Name of the struck off company	Nature of transactions	Transactions for the year 31 Mar 22	Transactions for the year 31 Mar 21	Balance outstanding as at March 31, 2022	Balance outstanding as at 31 Mar 21	Relationship with the struck off company
Ceeplast Trading Company Private Limited	AMC Charges	0.012	0.012	0.053	0.041	Customer
Chaturbhujia Securities Private Limited	AMC Charges	0.000	(0.005)	(0.005)	(0.005)	Customer
Doniv Enterprises Private Limited	AMC Charges	0.012	0.012	(0.023)	(0.035)	Customer
Orion Media Private Limited	AMC Charges	-	-	(0.002)	(0.002)	Customer
Pusha Steels Limited	AMC Charges	-	0.003	(0.003)	(0.003)	Customer
Gurukul Commosales Private Limited	AMC Charges	0.000	(0.010)	0.010	(0.010)	Customer

Note: 52

No funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note: 53

No funds (which are material either individually or in the aggregate) have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

For and on behalf of the Board of Directors of
Aditya Birla Money Limited

Pinky A Mehta
Director
DIN : 00020429

Tushar Shah
Director
DIN: 00239762

Pradeep Sharma
Chief Financial Officer
PAN : AHRPS6339L

Divya Poojari
Company Secretary
PAN : BIJPP6102N

Place : Mumbai
Date : 22nd April, 2022



ADITYA BIRLA MONEY LIMITED

Registered Office: Indian Rayon Compound, Veraval - 362266, Gujarat
Corporate Office: Sai Sagar, 2nd & 3rd Floor, Plot No. M-7,
Thiru-Vi-Ka (SIDCO) Industrial Estate, Guindy, Chennai – 600032
Tel: +91 44 4949 0000; Fax: +91 44 2250 1095; Email: abml.investorgrievance@adityabirlacapital.com
CIN: L65993GJ1995PLC064810; Website: www.adityabirlamoney.com

NOTICE OF 26TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 26th (Twenty Sixth) Annual General Meeting of the Members of ADITYA BIRLA MONEY LIMITED will be held on Tuesday, 12th July, 2022 at 11.00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Gopi Krishna Tulsian (DIN 00017786) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Enhancement of Borrowing Limit of the Company up to ₹1,600 Crore

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

“RESOLVED THAT in supersession of the earlier resolution passed at the Annual General Meeting held on July 30, 2021 and pursuant to Section 180(1)(c) and other applicable provisions of the Companies Act, 2013 and rules framed thereunder, consent of the members be and is hereby accorded, to borrow for and on behalf of the Company, from time to time, any sum or sums of money, in any manner and without prejudice to the generality thereof, by way of loans, advances, credits, issuance of Commercial Papers, acceptance of deposits, overdraft facilities, lines of credit, Bank Guarantee, Commercial Borrowings, Bill Discounting, Debentures, Bonds, Inter- Corporate Deposits and/or other instruments, Fund/Non-Fund Based facilities or otherwise in any other form (apart from temporary

loans obtained or to be obtained from the Company's Bankers in the ordinary course of business) or otherwise in Indian Rupees or any other foreign currency, from Banks, Financial Institutions, Non-Banking Financial Companies, Mutual Funds, Bodies Corporate, Insurance Companies, Business associates or any other Lender including by way of availing credit limits through Non-Fund based limits i.e. Bank Guarantee, Letter of Credit, etc. or by any other means as deemed fit by it, against the security of term deposits, movables, immovable or such other assets as may be required or as, and if secured, whether by way of mortgage, charge, hypothecation, pledge or otherwise in any way whatsoever on or in respect of all or any of the Company's assets, properties or undertakings including uncalled capital, stock in trade, notwithstanding that the monies so borrowed together with the monies already borrowed, if any, by the Company (apart from temporary loans and credits obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the Company's paid up share capital, free reserves (i.e. reserves not set apart for any specific purpose) and securities premium, provided that the total amount so borrowed and outstanding at any time shall not exceed ₹1,600 Crore (Rupees Sixteen Hundred Crore only) over and above the aggregate of the paid up share capital, free reserves and securities premium.

RESOLVED FURTHER THAT any Director, Chief Financial Officer or Company Secretary of the Company be and is hereby authorized to do and perform all such acts, deeds and things and to take all steps as may be considered necessary, proper and expedient to carry on the purpose of this resolution.”

4. Creation of Charge on Movable and Immovable Properties of the Company up to ₹1,600 Crore

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



Notice (Contd.)

“RESOLVED THAT in supersession of the earlier resolution passed at the Annual General Meeting held on July 30, 2021 and pursuant to Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 and rules framed thereunder, consent of the members be and is hereby accorded to the Company to create charges, mortgages, pledges and hypothecations on the movable and immovable properties or assets or undertakings of the Company, whether tangible or otherwise, situated in or outside India, both present and future, in favour of the Banks, Financial Institutions, Non-Banking Financial Companies, Mutual Funds, Bodies Corporate, Business Associates or any other lenders or debenture trustees to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the maximum extent of the indebtedness secured by the properties of the Company does not exceed ₹1,600 Crores (Rupees Sixteen Hundred Crores only) at any time.

RESOLVED FURTHER THAT any Director, Chief Financial Officer or Company Secretary of the Company be and is hereby authorized to do and perform all such acts, deeds and things and to take all steps as may be considered necessary, proper and expedient to carry on the purpose of this resolution.”

5. Approval of Alteration of Object Clause of Memorandum of Association of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force), and subject to such other statutory and regulatory approvals as may be required in this regard, approval of the members be and is hereby accorded to altered the Clause III (ie; Object Clause) of the Memorandum of Association by modifying and inserting new Sub-clause number 7 accordingly:

7. “To carry on the business of selling, distribution, marketing as a Corporate Insurance agent and brokers, of all kinds of insurance products of various companies in various fields of insurance such as life, pension & employee benefit, health, fire, marine, cargo, marine hull, aviation, oil & energy engineering, accident, liability, motor vehicles, transit & other products of non-life insurance business and provide advisory and consultancy services relating to insurance business.”

RESOLVED FURTHER THAT consent of the Board of Directors be and is hereby accorded to adopt the Open Architecture Policy on soliciting and servicing Insurance Products as per IRDA Regulations as amended from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company or Chief Financial officer or Company Secretary or Manager be and is hereby authorized to take all such steps and actions for the purpose of making registrations to the aforesaid amendment to the Memorandum of Association and for application made for registration as Corporate Agent and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

6. Adoption of restated Memorandum of Association as per the provisions of the Companies Act, 2013

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

“RESOLVED THAT pursuant to Section 4 and 13 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification or re-enactment thereof for the time being in force, and Rules made thereunder and subject to necessary statutory approvals, approval of the members be and is hereby accorded to adopt the restated Memorandum of Association of the Company as per Table A of the Schedule I of the Companies Act 2013 in place of the existing Memorandum of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company or Chief Financial officer or Company Secretary be and is hereby authorized to take all such steps and actions for the purpose of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Memorandum of Association and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

By Order of the Board of Directors
For **Aditya Birla Money Limited**

Divya Poojari
Company Secretary

Place: Mumbai
Date : 10th June, 2022

NOTES:

A] ANNEXURE TO NOTICE AND ANNUAL REPORT

1. The details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2), in respect of Director seeking re-appointment is annexed.
2. The explanatory statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, relating to special business to be transacted at the Meeting is annexed.
3. SEBI has vide Circular No. SEBI/HO/DDHS/P/CIR/2022/0063 dated 13th May, 2022 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, dispensed with the requirement of sending physical copies of Annual Report to the Members under Regulation 36(1)(b)&(c) of the SEBI Listing Regulations till 31st December, 2022.
4. In line with the MCA Circular No.2/2022 dated 5th May, 2022, the Notice calling the AGM and the Annual Report for the financial year 2021-22 has been uploaded on the website of the Company at www.adityabirlamoney.com.
5. The Notice can also be accessed on the 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.
6. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-Voting system during the AGM) i.e. www.evotingindia.com.

B] CONDUCT OF ANNUAL GENERAL MEETING AND ATTENDANCE

1. The AGM will be convened through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in compliance with applicable provisions of the Companies Act, 2013, Ministry of Corporate Affairs (MCA) Circular No.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No.20/2020 dated 5th May, 2020, Circular No.02/2021 dated 13th January, 2021, Circular No. 19/2021 dated 8th December 2021, Circular No. 21/2021 dated 14th December 2021 and Circular No.2/2022 dated 5th May, 2022 . Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
3. Pursuant to MCA Circular No. 14/2020 dated 8th April, 2020, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. SEBI has Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, dispensed with the requirement of sending proxy forms to the Members under Regulation 44(4) of the SEBI Listing Regulations till 31st December, 2022.
4. In pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Members can attend the AGM through VC/OAVM and cast their votes through e-Voting.
5. A Corporate Member intending to attend the AGM through its authorised representative is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.

C] SPEAKERS

1. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance **at least 10 days prior to meeting** mentioning their name, demat account number/ folio number, email id, mobile number at abml.investorgrievance@adityabirlacapital.com.
2. The Shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at abml.investorgrievance@adityabirlacapital.com.

These queries will be replied to by the Company suitably by email.

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

D] REMOTE E-VOTING FACILITY

1. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI Listing Regulations, the Company



Notice (Contd.)

is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM.

2. The Board of Directors has appointed B. Chandra and Associates, Practising Company Secretaries, as the Scrutiniser for scrutinising the e-Voting process in a fair and transparent manner.
3. The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a Member using remote e-Voting as well as the e-Voting system on the date of the AGM will be provided by CDSL.
4. The Register of Members will remain closed from 06th July, 2022 to 12th July, 2022 (both days inclusive).
5. 05th July, 2022 shall be the cut-off date as on which the right of voting of the Members shall be reckoned and a person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
6. The e-Voting period begins on Saturday, 09th July, 2022 at 9.00 a.m. and will end on Monday, 11th July, 2022 at 5.00 p.m.

During this period, Shareholders of the Company holding shares either in physical or dematerialized form, as on the cut-off date (record date) of 05th July, 2022 may cast their vote electronically.

The e-Voting module shall be disabled by CDSL for voting thereafter.

E] REGISTRATION OF EMAIL ID AND MOBILE NUMBER

Process for those Shareholders whose email id / mobile number are not registered with the Company / Depositories:

1. For Physical Shareholders - please provide necessary details like folio number, name of Shareholder, scanned copy of the Share Certificate (front and back), PAN (self-attested scanned copy of PAN Card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to abml.investorgrievance@adityabirlacapital.com.
2. For Demat Shareholders - Please update your email id and mobile number with your respective Depository Participant (DP).

3. For Individual Demat Shareholders - Please update your email id and mobile number with your respective Depository Participant (DP) which is mandatory while e-Voting and joining virtual meeting through Depository.

F] REGISTRATION OF NON-INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

1. Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
3. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
4. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
5. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
6. Alternatively Non-Individual Shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Company at the email address: abml.investorgrievance@adityabirlacapital.com, if they have voted from individual tab and not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

G] E-VOTING BY INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 on e-Voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for e-Voting and joining virtual meetings for Individual Shareholders holding securities in demat mode CDSL/NSDL is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>If registered for CDSL Easi / Easiest facility</p> <ul style="list-style-type: none"> a) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. b) The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. c) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the Company. d) 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 and voting during the meeting. e) Additionally, links are also provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. <p>If not registered for CDSL Easi / Easiest facility</p> <ul style="list-style-type: none"> a) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration b) Alternatively, the user can directly access e-Voting page by providing demat account number and PAN number from e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin c) The system will authenticate the user by sending OTP on registered mobile number and email id as recorded in the demat account. d) 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 with NSDL	<p>If registered for NSDL IDeAS facility</p> <ul style="list-style-type: none"> a) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. b) Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile. c) Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. d) A new screen will open. e) You will have to enter your User ID and Password. f) After successful authentication, you will be able to see e-Voting services. g) Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. h) Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.



Notice (Contd.)

Type of Shareholders	Login Method
	<p>If not registered for NSDL IDeAS facility</p> <p>a) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com</p> <p>b) Select "Register Online for IDeAS" Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>c) Visit the e-Voting website of NSDL.</p> <p>d) Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a personal computer or on a mobile.</p> <p>e) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.</p> <p>f) A new screen will open.</p> <p>g) You will have to enter your User ID (i.e. your 16 digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>h) After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</p> <p>i) Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>a) You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.</p> <p>b) After Successful login, you will be able to see e-Voting option.</p> <p>c) Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>d) Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.</p>

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. CDSL and NSDL is given below:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by: <ul style="list-style-type: none"> • sending a request at helpdesk.evoting@cdslindia.com or • contact at +91 22 2305 8738 and +91 22 2305 8542 / 43
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by: <ul style="list-style-type: none"> • sending a request at evoting@nsdl.co.in or • call at Toll Free No.: 1800 1020 990 and 1800 22 44 30

H] E-VOTING BY

(i) INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND

(ii) SHAREHOLDERS OTHER THAN INDIVIDUALS VIZ. INSTITUTIONS / CORPORATE SHAREHOLDERS

- i) The Shareholders should log on to the e-Voting website www.evotingindia.com
- ii) Click on “Shareholders” module.
- iii) Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 character DP ID followed by 8 digits Client ID,
 - c. Shareholders holding shares in physical form should enter folio number registered with the Company.
- iv) Next enter the Image Verification as displayed and Click on Login.
- v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used.
- vi) If you are a first time user, follow the steps given below:

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat Shareholders as well as physical Shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by RTA/Company or contact RTA/Company.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login.
OR	• If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field.
Date of Birth (DOB)	

- vii) After entering these details appropriately, click on “SUBMIT” tab.
- viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x) Click on the EVSN for the Aditya Birla Money Limited on which you choose to vote.
- xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.



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- xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; abml.investorgrievance@adityabirlacapital.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

I] INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM AND VOTING AT THE AGM

1. The procedure for attending meeting and e-Voting on the day of the AGM is same as the instructions mentioned above for e-Voting.
2. **Shareholders may access the same at <https://www.evotingindia.com> under Shareholders / Members login by using the remote e-Voting credentials.**
3. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.
4. **The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.**
5. Members may note that the VC/OAVM Facility, provided by CDSL, allows participation of at least 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. 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. can attend the AGM without any restriction on account of first-come-first-served principle. Institutional Members are encouraged to participate at the AGM through VC / OAVM and vote thereat.
6. Members may join the AGM through Laptops, Smartphones, Tablets or iPads for better experience. Further, Members will be required to use internet with a good speed to avoid any disturbance during the AGM. Members will need the latest version of their Web Browser.
7. Please note that participants connecting from Mobile Devices or Tablets or through Laptops 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 glitches.
8. Members will be required to grant access to the web-cam to enable two-way video conferencing.

9. Only those Shareholders, who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the Shareholders through the e-Voting available during the AGM and if the same Shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such Shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the Shareholders attending the meeting.
11. Shareholders 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 Special Resolution(s) shall be declared as passed if the number of votes cast in favour of the special resolution(s) are not less than three times the number of votes cast against the special resolution(s) and the Ordinary Resolution(s) shall be declared as passed if the number of votes cast in favour of the ordinary resolution(s) are not less than half of the number of votes cast against the said resolution(s).
5. The Scrutiniser shall, after the conclusion of e-voting at the AGM, scrutinise the votes cast at the AGM and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairperson or the Company Secretary, who shall counter-sign the same and declare the result of the voting forthwith.

J] GENERAL INSTRUCTIONS

1. Statutory Registers and all documents referred to in the Notice and the Explanatory Statement will be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to abml.investorgrievance@adityabirlacapital.com with the subject line "Aditya Birla Money Limited - AGM".
2. If you have any queries or issues regarding attending AGM and e-Voting from the CDSL e-Voting System, you can: email to helpdesk.evoting@cdslindia.com or call on +91 22 2305 8738 / +91 22 2305 8542/43
3. All grievances connected with the facility for voting by electronic means may be addressed to:
Mr. Rakesh Dalvi, Sr. Manager
Central Depository Services (India) Limited
A Wing, 25th Floor, Marathon Futorex
Mafatlal Mill Compounds, N. M. Joshi Marg
Lower Parel (East), Mumbai – 400013
or email to helpdesk.evoting@cdslindia.com
or call on +91 22 2305 8542/43.
6. **The result of e-voting will be declared within two working days of the conclusion of the AGM** and the same, along with the consolidated Scrutiniser's Report, will be placed on the website of the Company: www.adityabirlamoney.com and on the website of CDSL at: www.evotingindia.com and shall be communicated to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed. The Scrutinizer's decision on the validity of the vote shall be final and binding.
7. The results shall also be displayed on the notice board at the Registered Office & the Corporate Office of the Company for at least three days.
8. Subject to receipt of requisite number of votes, **the Resolutions proposed in the Notice shall be deemed to be passed on the date of the AGM, i.e., Tuesday, 12th July, 2022.**
9. Members may also write to the Company Secretary in case of grievances connected with voting by electronic means at the mail id: abml.investorgrievance@adityabirlacapital.com



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ANNEXURE TO THE NOTICE DATED 10TH JUNE, 2022

ITEM NO.2:

Details of Director (as on 31st March, 2022) seeking re-appointment at the Annual General Meeting pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2):

Name of the Director	Gopi Krishna Tulsian
Age	85 years
Qualification	B.Sc., F.C.A, MBIM (London)
Experience	Expertise in handling manufacturing and service industry businesses.
Terms and conditions of appointment / re-appointment	Appointed as Non-Executive Director, liable to retire by rotation
Remuneration sought to be paid	Nil
Remuneration last drawn	Nil
Date of first appointment on the Board	25/03/2014
Shareholding in the Company	Nil
Relationship with other Directors, Manager and Key Managerial Personnel	None
Number of Board Meetings attended during the year	6 out of 6
	1. BGH Properties Private Limited
	2. Birla TMT Holdings Private Limited
	3. Industry House Limited
	4. IGH Holdings Private Limited
	5. Infocyber India Private Limited
	6. Pic Properties Limited
	7. Samruddhi Swastik Trading And Investments Limited
	8. Sunbeam Trading & Investments Private Limited
	9. Calyx Investments Pte. Ltd., Singapore
	10. Indogenious Holdings Pte Ltd., Singapore
	11. Thai Carbon Black Public Company Limited, Thailand
	12. Jai Realty Corporation, Phillipines
	13. Aditya Birla Chemicals (Thailand) Limited
	14. Thai Polyphosphate & Chemicals Limited
	15. Chaturbhuj Enterprises LLP
	16. Mhasar Buildcon LLP
	17. Siddhipriya Enterprises LLP
Directorships held in other Companies	
Chairmanship / Membership of Committees of other Boards*	IGH Holdings Private Limited

* Includes only Chairmanship / Membership of Audit Committees and Stakeholders' Relationship Committee.

EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under the following items of the accompanying Notice dated 10th June, 2022.

Item No.3 and 4:

3. **Enhancement of Borrowing Limit of the Company up to ₹1,600 Crore**
4. **Creation of Charge on Movable and Immovable Properties of the Company up to ₹1,600 Crore**

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, Members of the Company had, at the Annual General Meeting of the Company held on 30th July, 2021, authorized the Board of Directors of the Company to borrow from time to time, any sum(s) of monies, provided that the total outstanding amount so borrowed shall not at any time exceed the limit of ₹850 Crore (Rupees Eight Hundred Fifty Crore only).

In view of the Company's existing and future funds requirements to support its business operations and to meet its working capital requirements, it is proposed to increase the borrowing limit of the Company from ₹850 Crore to ₹1,600 Crore (Rupees Sixteen Hundred Crore only).

Further, in order to facilitate securing the borrowings made by the Company, it would be necessary to create mortgage or charge on all or any of the movable or immovable properties, assets or undertakings of the Company in such form, manner and ranking as may be determined by the Board of Directors from time to time, in consultation with the lender(s).

Approval of the Members is therefore sought pursuant to Section 180(1)(c) of the Companies Act, 2013 to enable the Company to borrow money exceeding the aggregate of the paid-up share capital, free reserves and securities premium of the Company and pursuant to Section 180(1)(a) of the Companies Act, 2013 to create mortgage or charge on the properties or assets of the Company.

The Board recommends the resolutions for enhancement of borrowing limit of the Company up to ₹1,600 Crore and creation of charge on the movable and immovable properties of the Company up to ₹1,600 Crore, for the approval of the Members as Special Resolutions.

None of the Directors or the Key Managerial Personnel of the Company including their relatives are in any way concerned or interested in the resolutions, except to the extent of their shareholding in the Company, if any.

Item No. 5:

Approval of Alteration of Object Clause of Memorandum of Association of the Company

The members is to inform that the Company is proposing for expansion and diversification of the business of the Company and it is proposed to explore opportunities for carrying on insurance agency business as corporate agent for life/ general/ health/ insurance policy(s) etc.

To venture into Insurance Business, the Company is required to obtain registration as "Corporate Agent" from IRDAI. Further it is to inform that for undertaking this Business, the Company is required to amend its object clause of the Memorandum of Association of the Company.

A draft copy of the modified Memorandum of Association is available for inspection by the Members of the Company during the normal business hours on any working day of the Company, up to the date of the Annual General Meeting.

The Board recommends the resolutions for the registration with IRDAI for venturing into "Insurance Agency Business" and alteration of Object Clause of Memorandum of Association, for the approval of the Members as Special Resolutions.

None of the Directors or the Key Managerial Personnel of the Company including their relatives are in any way concerned or interested in the resolutions, except to the extent of their shareholding in the Company, if any.

Item No.6:

Adoption of restated Memorandum of Association of the Company as per the provisions of Companies Act 2013

The Companies Act, 2013, has prescribed a new format of Memorandum of Association ("MOA") for public companies limited by shares. Accordingly, with a view to align the existing MOA of the Company with Table A of the Schedule I of the Act and in accordance with Section 4 and 13 of the Act, it is proposed to alter the MOA of the Company by merging and retaining the Objects under Clause III (C) – "The Other Objects are" with Clause III (B) – "The Objects Incidental or Ancillary to



Notice (Contd.)

the attainment of the Main Objects are” to the extent possible and also to rename and renumber the Clause III (A) and III (B) of the Object Clause.

A draft copy of the restated Memorandum of Association is available for inspection by the Members of the Company during the normal business hours on any working day of the Company, up to the date of the Annual General Meeting.

The Board recommends the resolutions to adopt restated Memorandum of Association as per the provisions of the Companies Act, 2013, for the approval of the Members as Special Resolutions.

None of the Directors or the Key Managerial Personnel of the Company including their relatives are in any way concerned or interested in the resolutions, except to the extent of their shareholding in the Company, if any.

By Order of the Board of Directors
For **Aditya Birla Money Limited**

Divya Poojari
Company Secretary

Place: Mumbai
Date : 10th June, 2022

Aditya Birla Money Ltd.

(A part of Aditya Birla Capital Ltd.)

Sai Sagar, 2nd & 3rd Floor, Plot No. M-7,

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**ADITYA BIRLA
CAPITAL**