

ONTIC FINSERVE LIMITED

(CIN: - L65910GJ1995PLC025904)

(FORMERLY KNOWN AS 'MARAL FINANCE LIMITED')

Registered Office: - UL-7, AGRAWAL CHAMBERS, TOWN HALL, ELLISBRIDGE, AHMEDABAD 380006

Contact No.: - 079-29292956 Email ID: - onticfinserveld@gmail.com Website:- www.onticfinserve.com

Dt. 10.06.2022

To
The Department of Corporate Affairs,
Bombay Stock Exchange Limited,
P J Towers, Dalal Street
Mumbai

Dear Sir,

Sub: Submission of Annual Report as per Regulation 34 of SEBI (LODR) Regulations, 2015

Ref.: BSE Script code:- 540386

As per the above-mentioned subject, we hereby submit The Annual Report of F.Y 2021-2022 approved and adopted by the board of directors at the board meeting of the company conducted on 09.06.2022.

Kindly acknowledge the same & take on your records.

Thanking You.

Yours Faithfully

FOR, ONTIC FINSERVE LIMITED

Bhupendra Kumar Raiyani



DIRECTOR
BHUPENDRAKUMAR RAIYANI
DIN: 08104918

Encl: Annual Report 2021-2022

ONTIC FINSERVE LIMITED

ANNUAL REPORT

2021-2022

REGISTERED OFFICE:-

*UL-7, AGRAWAL CHAMBERS,
TOWN HALL, ELLISBRIDGE,
AHMEDABAD GJ 380006*

BOARD OF DIRECTORS

*MRS. KAPADIA KRUTI KEVIN
MRS. ANJANABEN RAJENDRABHAI MAKWANA
MR. RAIYANI BHUPENDRAKUMAR DHANJIBHAI
MRS. MADHUBEN JIVABHAI PARMAR*

Company Secretary

MANIKA MISRA

AUDITOR

M/s GAURANG VORA & ASSOCIATES, Ahmedabad

REGISTRAR AND SHARE TRANSFER AGENT

*SKYLINE FINANCIAL SERVICES PVT. LTD.
D-153A, 8TH FLOOR,
OKHLA INDUSTRIAL AREA PHASE 1,
NEW DELHI-110 020*

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF ONTIC FINSERVE LIMITED (FORMERLY KNOWN AS MARAL FINANCE LIMITED) WILL BE HELD ON MONDAY, 11TH JULY, 2022 AT 1.00 P.M. AT REGISTERED OFFICE OF THE COMPANY TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2022 and Balance sheet as at that date together with Directors Report and Auditors Report thereon.

SPECIAL BUSINESS:

- 2) **TO PASS THIS RESOLUTION AS ORDINARY RESOLUTION IF THOUGH FIT:**

ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION:

“RESOLVED THAT pursuant to the provisions of Section 13 read with Section 61 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for time being in force) and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the consent of the members be and is hereby accorded to alter the Authorised Share Capital of the Company from Rs. 100,000,000/- (Rupees Ten Crores only) divided into 100,000,000 (Ten Crore) equity shares of Re.1/- (Rupee One only) each pursuant to the sub division of the equity shares of the company and amend and substitute the existing Clause V of the Memorandum of Association of the Company as follow:

V. The Authorized Share Capital of the Company is Rs. 100,000,000/- (Rupees Ten Crores only) divided into 100,000,000 (Ten Crore) equity shares of Re.1/- (Rupee One only) each.

RESOLVED FURTHER THAT any director of the Company be and is hereby authorized severally to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to give effect to the aforesaid resolution.”

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3) TO PASS THIS RESOLUTION AS ORDINARY RESOLUTION IF THOUGH FIT:

TO SUB-DIVIDE OR SPLIT THE EQUITY SHARES OF THE COMPANY

“**RESOLVED THAT** pursuant to the provisions of Section 13, 61(1)(d), 64 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for time being in force) and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and in accordance with the Memorandum of Association and Articles of Association of the Company and the consent of the members be and is hereby accorded to sub-division of the 1 (One) equity share of the Company having face value of Rs.10/- (Rupees Ten only) each be sub-divided into 1 (One) equity shares of face value of Re.1/- (Rupee One only) each and consequently, the Authorized Share Capital of the Company of Rs. 100,000,000/- (Rupees Ten Crores only) divided 100,000,000 (Ten Crores) equity shares of Re.1/- (Rupee One only) each with effect from the Record Date to be determined by the Board for this purpose;

RESOLVED FURTHER THAT pursuant to Sub-Division, the authorized, issued, subscribed and a paid-up capital of the company will be sub-divided from the face value of Rs. 10/- (Rupees Ten) to Rs. 1/- (Rupees One) for each 1 (one) equity share of the company from the Record Date of the company which will be determined by the board of directors of the company;

RESOLVED FURTHER THAT the Shareholders who are eligible for fractional shares will be paid the fractional amount as per the face value of the shares;

RESOLVED FURTHER THAT any director of the Company be and are hereby authorized severally to do all such acts, deeds, matters and steps as may be necessary for obtaining such approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to give effect to the aforesaid resolution.”

4) TO PASS THIS RESOLUTION AS ORDINARY RESOLUTION IF THOUGH FIT:

TO REGULARIZE THE APPOINTMENT OF ADDITIONAL DIRECTOR OF THE COMPANY

“**RESOLVED THAT** Mrs. Madhuben Jivabhai Parmar, who was appointed as additional Director of the company by the Board of Directors with effect from 21/10/2021 and who according to section 161 of the companies Act, 2013 hold office up to the date of this

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Annual General Meeting and in respect of whom the company has received a notice from shareholders in writing proposing her candidature for the office of the Directors be and is hereby appointed as a Director of the company.

RESOLVED FURTHER THAT any one director of the Company be and are hereby authorized to intimate the Registrar of Companies by filling necessary Forms and do all the necessary changes.

NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER. Proxy in order to be valid must be received by the company not less than forty-eight hours before the time of holding the Meeting. Proxies submitted on behalf of limited Companies, societies, etc., must be supported by appropriate resolutions / authority, as applicable. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- 2) Members/Proxies should bring the Attendance Slip, duly filled in, for attending the meeting.
- 3) The Register of Members and share transfer books of the Company will remain closed from 05.07.2022 TO 11.07.2022 (both days inclusive)
- 4) Members desiring any information regarding the accounts are requested to write to the Company at least Seven Days before the meeting so as to enable the management to keep the same ready.

DATE: 09.06.2022

PLACE: AHMEDABAD

BY ORDER OF THE BOARD

**SD/-
CHAIRMAN**

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EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

- 1) Consequent to the alteration in Authorised Share Capital, Memorandum of Association of the company will also require alteration so as to reflect the increase in share capital.

Accordingly, the clause V of the Memorandum of Association is proposed to be amended as follows:

V. The Authorized Share Capital of the Company is Rs. 100,000,000/- (Rupees Ten Crores only) divided into 100,000,000 (Ten Crore) equity shares of Re.1/- (Rupee One only) each.

The Board of Directors recommends this resolution as an Ordinary Resolution.

None of the directors of the company is in any way concerned or interested in the resolution.

- 2) To improve the liquidity of the company's shares in the stock market vis a vis increased number of equity shares and to make equity share more affordable for the small investors to invest in the company's shares, the Board of Directors of the company recommend to sub divide or stock split of the 1 (One) equity share of the Company having face value of Rs.10/- (Rupees Ten only) each be sub-divided into 1 (One) equity shares of face value of Re.1/- (Rupee One only) each.

After Sub-Division the authorized, issued, subscribed and a paid-up capital of the company will be sub-divided from the face value of Rs. 10/- (Rupees Ten) to Rs. 1/- (Rupees One) for each 1 (one) equity share of the company from the Record Date of the company which will be determined by the board of directors of the company;

The Board of Directors recommends this resolution as an Ordinary Resolution.

None of the directors of the company is in any way concerned or interested in the resolution.

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Details of the Authorized, Issued, and paid-up share Capital of the Company before and after Sub-Division (Stock Split) are as follows:

(In Rs.)

Particulars	Present	After Sub-division or Stock Split
	Face value of Rs. 10/- each	Face value of Rs. 1/- each
Authorised Share Capital	100,000,000	100,000,000
Issued, Paid-up and Subscribed Share Capital	90003000	90003000

3) Mrs. Madhuben Jivabhai Parmar has vide experience and the company can benefit from her experience thus the board had appointed her as additional director of the company.

And that is why company has seen some potential in her as a good director.

As per section 161 of the companies Act, 2013 the additional director can hold office up to the date of this Annual General Meeting.

The Board of Directors recommends this resolution as an Ordinary Resolution.

None of the directors of the company is in any way concerned or interested in the resolution.

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SHAREHOLDER INSTRUCTIONS FOR E-VOTING

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 08.07.2022 at 11.00 A.M. and ends on 10.07.2022 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 01.07.2022, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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Step 1 :Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **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 Depository	<ol style="list-style-type: none">1) 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. 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.2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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. Additionally, there is also links 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.3) If the user is not registered for Easi/Easiest, option to register is available at

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	<p>https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company</p>

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	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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on 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.

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

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

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 sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- (v) The shareholders should log on to the e-voting website www.evotingindia.com.
- (vi) Click on "Shareholders" module.
- (vii) Now 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.
- (viii) Next enter the Image Verification as displayed and Click on Login.
- (ix) 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.
- (x) If you are a first time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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 Company/RTA or contact Company/RTA.
Dividend Bank	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.

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Details OR Date of Birth (DOB)	<ul style="list-style-type: none">• 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.
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- (xi) After entering these details appropriately, click on "SUBMIT" tab.
- (xii) 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.
- (xiii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xiv) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xv) 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.
- (xvi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xvii) 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.
- (xviii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

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(xix) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xx) 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.

(xxi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xxii) **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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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 mandatory 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;

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Contact No.: - 079-29292956 **Email ID:** - onticfinserveld@gmail.com **Website:-** www.onticfinserve.com

onticfinserveld@gmail.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

BOARD'S REPORT

TO,
THE MEMBERS
M/S. ONTIC FINSERVE LIMITED

Your Directors have pleasure in presenting the Board's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2022.

FINANCIAL HIGHLIGHTS

(Rs. In Lacs)

Particulars	Standalone	
	2021-2022	2020-2021
Gross Income	3932.23	229.61
Profit Before Interest and Depreciation	13.45	02.83
Finance Charges	0.00	0.00
Gross Profit	15.96	05.01
Provision for Depreciation	2.51	2.18
Net Profit Before Tax	15.96	05.01
Provision for Tax	4.17	1.27
Net Profit After Tax	11.79	3.74

DIVIDEND

However, with the view to conserve the resources of company, the directors are not recommending any dividend.

AMOUNTS TRANSFERRED TO RESERVES

The Board of the company has decided to carry current year profit to its reserves.

INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY

Company does not have any Subsidiary, Joint venture or Associate Company.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

ANNUAL RETURN

The copy of an Annual Return for the financial year ended 31st March, 2022 as per section 92(3) of the Companies Act, 2013 is available on the website of the company. And the link of the website is onticfinserve.in

MEETINGS OF THE BOARD OF DIRECTORS

During the Financial Year 2021-2022, the Company held 9 (Nine) board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015 were adhered to while considering the time gap between two meetings.

S No.	Date of Meeting	Board Strength	No. of Directors Present
1	25/06/2021	4	4
2	10/07/2021	4	4
3	13/08/2021	4	4
4	03/09/2021	4	4
5	21/10/2021	4	4
6	02/11/2021	4	4
7	26/11/2021	4	4
8	09/02/2022	4	4
9	14/02/2022	4	4

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding

the assets of the company and for preventing and detecting fraud and other irregularities;

- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITORS and REPORT thereon

M/s Gaurang Vora & Associates, Chartered Accountants are appointed as the statutory auditors of the company.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

Further the Auditors' Report for the financial year ended, 31st March, 2022 is annexed herewith for your kind perusal and information.

LOANS, GUARANTEES AND INVESTMENTS

There were loans but no guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year.

RELATED PARTY TRANSACTIONS

The Company has entered into various Related Parties Transactions as defined under Section 188 of the Companies Act, 2013 with related parties as defined under Section 2 (76) of the said Act.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

(A) Conservation of energy and Technology absorption

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

(B) Foreign exchange earnings and Outgo

There were no foreign exchange earnings and outgo during the year under review.

RISK MANAGEMENT

The Company does not have any Risk Management Policy as the element of risk threatening the Company's existence is very minimal.

DIRECTORS and KMP

There was change in the composition of board of directors and KMP during the year 2021-2022.

Sr No.	Name	Designation	Date of Appointment	Date of Resignation
1	HITESHBHAI MISTRY	Director	-	21/10/2021
2	MADHUBEN JIVABHAI PARMAR	Additional Director	21/10/2021	-

DEPOSITS

The company has not accepted any deposits during the year.

CORPORATE SOCIAL RESPONSIBILITY

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

RATIO OF REMUNERATION TO EACH DIRECTOR

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors, However the Company has not paid any remuneration to the Directors.

ANNUAL EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

CORPORATE GOVERNANCE

The company does not fall into the criteria for corporate governance. Hence the report on Corporate Governance is not applicable to company.

INDEPENDENT DIRECTORS and DECLARATION

The Board of Directors of the Company hereby confirms that all the Independent directors duly appointed by the Company have given the declaration and they meet the criteria of independence as provided under section 149(6) of the Companies Act, 2013.

NOMINATION AND REMUNERATION COMMITTEE

As per the section 178(1) of the Companies Act, 2013 the Company's Nomination and Remuneration Committee comprises of three Non-executive Directors. The table sets out the composition of the Committee:

Name of the Director	Position held in the Committee	Category of the Director
Mrs. Anjanaben Makwana	Chairman	Non-Executive Independent Director
Ms. Kruti Kevin Kapadia	Member	Non-Executive Independent Director
Mrs. Madhuben Jivabhai Parmar*	Member	Non-Executive Independent Director

*Note: Hitesh Mistry resigned on 21.10.2021 and Madhuben Parmar has been appointed as member of the committee on 21.10.2021

Terms of Reference

The Terms of Reference of the Nomination and Remuneration Committee are as under:

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
2. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

3. The Nomination and Remuneration Committee shall, while formulating the policy ensure that:
 - a. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
 - b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c. remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:
4. Regularly review the Human Resource function of the Company
5. Discharge such other function(s) or exercise such power(s) as may be delegated to the Committee by the Board from time to time.
6. Make reports to the Board as appropriate.
7. Review and reassess the adequacy of this charter periodically and recommend any proposed changes to the Board for approval from time to time.
8. Any other work and policy, related and incidental to the objectives of the committee as per provisions of the Act and rules made there under.

REMUNERATION POLICY

Remuneration to Executive Directors:

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by Board in Board meeting, subject to the subsequent approval of the shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company. However, no remuneration is paid to Executive Directors

Remuneration to Non-executive Directors:

The Non-Executive Directors are not paid remuneration by way of Sitting Fees and Commission. The Non-Executive Directors are not paid sitting fees for each meeting of the Board and Committee of Directors attended by them.

AUDIT COMMITTEE

According to Section 177 of the Companies Act, 2013 the company's Audit Committee comprised of three directors. The board has accepted the recommendations of the Audit Committee. The table sets out the composition of the Committee:

Name of the Director	Position held in the Committee	Category of the Director
Mrs. Anjanaben Makwana	Chairman	Non-Executive Independent Director
Mr. Bhupendrakumar Raiyani	Member	Executive Director
Ms. Kruti Kevin Kapadia	Member	Non-Executive Independent Director

SECRETARIAL AUDIT REPORT

There are qualifications or adverse remarks in the Secretarial Audit Report which require any clarification/ explanation.

1. The company is in process of appointment of Managing Director.
2. The company has submitted the Closure of Trading Window for the Quarter ended 30th June, 2021 on 07th July, 2021.
3. The company will publish the newspaper advertisement of Financial results as per Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The company is under process of appointment of Internal Auditor.
5. The website of the company is duly working and updated.
6. The company will do the Retirement of Directors as per section 152 of the Companies Act, 2013.

Further the Secretarial Audit Report as provided by **Mrs. Khushbu Trivedi, Practicing Company Secretary** for the financial year ended, 31st March, 2022.

COST AUDIT

Cost Audit is not applicable to the Company.

VIGIL MECHANISM

As per Section 177(9) and (10) of the Companies Act, 2013, and as per SEBI (LODR) Regulations, 2015, the company has established Vigil Mechanism for directors and employees to report genuine concerns and made provisions for direct access to the chairperson of the Audit Committee. Company has formulated the present policy for establishing the vigil mechanism/ Whistle Blower Policy to safeguard the interest of its stakeholders, Directors and employees, to freely communicate and address to the

Company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company.

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (Permanent, contractual, temporary, trainees) are covered under this policy.

DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your company has established adequate internal financial control systems to ensure reliable financial reporting and compliance with laws and regulations.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The management discussion and analysis report as required has been attached and forms part of this report.

ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

**FOR & ON BEHALF OF THE
BOARD OF DIRECTORS**

Date: 09.06.2022

Place: Ahmedabad

**Sd/-
(RAIYANI BHUPENDRAKUMAR)
DIRECTOR
DIN: 08104918**

**Sd/-
(MADHUBEN PARMAR)
DIRECTOR
DIN: 09214744**

ONTIC FINSERVE LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Overall Review

The Growth rate has been on the upward trend as compared to the previous year with favorable market conditions which reflect the positive market.

2. Financial Review

During the year the company has continue its business activities and earned the profit of Rs. 11.79 Lacs.

3. Risk and Concern

Bullish trend in Equity Markets, Commodities and Real estate will affect volume and profitability of Government Securities business. Changes in rate of Interest will affect Company's Profitability.

4. Internal Control System and their adequacy

The internal control system is looked after by Directors themselves, who also looked after the day to day affairs to ensure compliance of guide lines and policies, adhere to the management instructions and policies to ensure improvements in the system. The Internal Audit reports are regularly reviewed by the management.

5. Environmental Issues

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable.

6. Financial Performance with Respect to Operation Performance

The Company has all the plans for tight budgetary control on key operational performance indication with judicious deployment of funds without resorting to any kind borrowing where ever possible.

7. Cautionary Statement

Statement in this report on Management Discussion and Analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could however, differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward - looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.

ONTIC FINSERVE LIMITED

LIST OF COMMITTEE MEETINGS HELD DURING THE YEAR 2021-2022

Serial No.	Type of meeting	Dates on which the Meeting was held	Total Strength of the Board	No. of Directors Present
1.	AUDIT COMMITTEE	25/06/2021	3	3
2.	AUDIT COMMITTEE	13/08/2021	3	3
3.	AUDIT COMMITTEE	02/11/2021	3	3
4.	AUDIT COMMITTEE	09/02/2022	3	3
5.	NOMINATION COMMITTEE	25/06/2021	3	3
6.	NOMINATION COMMITTEE	13/08/2021	3	3
7.	NOMINATION COMMITTEE	02/11/2021	3	3
8.	NOMINATION COMMITTEE	09/02/2022	3	3
9.	STAKEHOLDERS RELATIONSHIP COMMITTEE	25/06/2021	3	3
10.	STAKEHOLDERS RELATIONSHIP COMMITTEE	13/08/2021	3	3
11.	STAKEHOLDERS RELATIONSHIP COMMITTEE	02/11/2021	3	3
12.	STAKEHOLDERS RELATIONSHIP COMMITTEE	09/02/2022	3	3

Form No. MR-3

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

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31-03-2022

To,
The Members,
M/s. **ONTIC FINSERVE LIMITED**
Ahmedabad

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ONTIC FINSERVE LIMITED**, (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **ONTIC FINSERVE LIMITED's** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31-03-2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the **ONTIC FINSERVE LIMITED** 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 there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings- (Not applicable to the Company during the Audit Period).
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the Company during the Audit Period).
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 2014 (Not Applicable to the Company during the Audit Period);
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during the Audit Period);-
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable to the Company during the Audit Period) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable to the Company during the Audit Period);-

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

- Company should appoint internal auditor.
- Appointment of Managing Director / Whole-time Director / Manager is required as per Section 203 of the Companies Act, 2013.
- Newspaper Advertisement of Financial Results was not done as per Regulation 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Closure of Trading Window for the Quarter ended 30th June, 2021 was not submitted within the time to the Stock Exchange.
- Annual Audit report of the company should be signed by CS and CFO of the company.
- Website of the company should be updated.

- Retirement of Directors as per Section 152 of the Companies Act, 2013 should be complied.

I further report that

The Board of Directors of the company should be duly constituted. The company is required to appoint Managing Director / Whole Time Director to comply with the provision of the Companies Act, 2013. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provision of the Act.

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

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

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

Place: Ahmedabad
Date: 08.06.2022

SD/-
Khushbu Trivedi
FCS NO.: 9151
COP NO: 9115
UDIN: F009151D000474572

ANNEXURE - A

To,
The Members
M/s. ONTIC FINSERVE LIMITED

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit as presented by management to us.

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

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

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

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

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

Place: Ahmedabad
Date: 08.06.2022

SD/-
Khushbu Trivedi
FCS NO.: 9151
COP NO: 9115
UDIN: F009151D000474572

INDEPENDENT AUDITOR'S REPORT

**To the Members of
ONTIC FINSERVE LIMITED
Report on the Audit of the Financial Statements**

Opinion

We have audited the Financial Statements of **ONTIC FINSERVE LIMITED** (“the Company”), which comprise the balance sheet as at 31st March 2022, and the statement of profit and loss, (*statement of changes in equity*) and statement of cash flows for the year then ended, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information [hereinafter referred to as “the Financial Statements”].

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit/loss, (*changes in equity*) and its cash flows 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 (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities 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 together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

“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 X 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 in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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 Companies Act, 2013 ("the Act") with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities 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 judgment and maintain professional scepticism throughout the audit. We also:

- a. 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.
- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- d. 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.
- e. 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. The provisions of the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 is applicable to the Company, refer to our separate Report in "Annexure A".
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

- (c) The Balance Sheet, the Statement of Profit and Loss, (the Statement of Changes in Equity) and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014
- (e) In our opinion there are no observations or comments on the financial transactions, which may have an adverse effect on the functioning of the Company.
- (f) 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.
- (g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.
- (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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company have pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

for, Gaurang Vora & Associates
Chartered Accountants
FRN No. : 103110w

SD/-
Gaurang Vora
Proprietor
M. No. : 039526

Place: Ahmedabad
Date: 25.05.2022

UDIN: 22039526AJOSHF5045

ANNEXURE TO INDEPENDENT AUDITORS' REPORT

Annexure 'A'

Referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that: -

- i. The Company has fixed assets, and company is maintaining proper records showing full particulars including quantitative details and situation of property plant and machinery. The physical verification and all the proper records maintained by the management.
- ii. There is no Closing stock at the end of the year, hence Not Applicable.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c) of the order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, company has complied with the provision of section 185 and 186 of the Companies Act, 2013 In respect of loans, investment, guarantees, and security.
- v. The company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provision of sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regards to the deposits accepted from the public are not applicable.
- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

- vii. According to information and explanations given to us and on basis of our examination of the books of account, and records, the company has been generally regular in depositing undisputed statutory dues including, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues with the appropriate authorities.
- viii. There is no any such transaction which was not recorded in the books of accounts, and disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution or bank. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- x. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- xi. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xii. The company is not a Nidhi Company. Therefore clause (xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. As per company size and nature of its transaction there is no need to apply internal audit systems, hence N.A
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or person connected with him. Accordingly, the provision of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

- xvi. In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. And accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.
- xvii. There is no any cash losses incurred during the year consideration, hence N.A.
- xviii. There is no any resignation of statutory auditors during the year consideration, hence N.A.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, and as per the auditor's opinion that **there is no any material uncertainty exists as on the date of the audit report**. The company **is 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.
- xx. There is no any ongoing projects, the company has transferred unspent amount during the year consideration.
- xxi. There is no any adverse demand and qualification by the respective auditors, hence N.A.

For Gaurang Vora & Associates

Chartered Accountants

FRN: 039526

SD/-

CA. Gaurang Vora

Proprietor

Place: Ahmedabad

Date: 25.05.2022

UDIN: 22039526AJOSHF5045

ANNEXURE - B TO THE AUDITORS' REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **ONTIC FINSERVE LIMITED** (“The Company”) as of 31st March 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for, Gaurang Vora & Associates
Chartered Accountants
FRN No. : 103110w

SD/-
Gaurang Vora
Proprietor
M. No. : 039526

Place: Ahmedabad
Date: 25.05.2022

UDIN: 22039526AJOSHF5045

Annexure C to the Independent Auditors' Report

Additional Reporting as per Revised Schedule-III of the Companies Act -2013
[Amended on 24th March 2021]

Additional Regulatory Information

1. Title Deeds of Immovable Property not held in the name of the Company

As per the information and explanation given to me, the records examined by me and based on the examination, in company there is no any immovable property, hence N.A

2. Revaluation of Property, Plant & Equipments

The Company has not revalued its Property, Plant and Equipments during the current financial year.

3. Loans & Advances to Directors, Promoters KMPs & Related Parties

The Company has not granted any loans or advances in the nature of loan outstanding to any of its Promoters, Directors, Key Managerial Personals and related parties.

4. Capital Work-in-Progress

The Company does not have any Capital Work in Progress Account as at the Balance Sheet Date.

5. Intangible Assets under Development

The Company does not have any Intangible Assets under development as at the Balance Sheet Date.

6. Details of Benami Property held

The Company does not hold any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

7. Wilful Defaulter

As informed by the management, the name of the Company and any of its directors does not appear under the list of wilful defaulter.

8. Relationship with Struck off Companies

The Company does not have any transactions with the Companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

9. Registration of charges or satisfaction with Registrar of Companies

The Company does not require to create/modified/satisfied charge on the assets of the Company during the financial year.

10. Compliance with number of layers of Companies

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on Number of Layers) Rules, 2017.

11. Financial Ratios FY 2021-22

SR. No	Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for Variance
1	Current Ratio	Current Assets	Current Liabilities	95.08	312.84	69.61%	Due to change in current assets and liabilities
2	Debt-Equity Ratio	Loans (Liabilities)	Capital Accounts + Net Profit	0.00	0.00	-	
3	Debt Service Coverage Ratio	Net Operating Income	Interest on Loan + Loan Repayment	0.00	0.00	-	
4	Return on Equity Ratio	Profit	Equity+Profit	2.40	0.84		
5	Inventory Turnover Ratio	Inventory	Turnover	0.00	0.00	-	
6	Trade Receivable Turnover Ratio	Trade Receivable	Turnover	0.00	0.00	-	

12. Compliance with approved Scheme(s) of Arrangements

There is not any scheme of arrangements has been approved by the competent authority in terms of section 230 to 237 of the Companies Act, 2013 during the current financial year.

13. Utilization of Borrowed funds and Share Premium

[A] The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall

i. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

ii. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

[B] The Company has not received any funds from any persons(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall

i. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

ii. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

14. Undisclosed Income

The Company does not have any transaction which was not recorded in the books of accounts in earlier years & that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

15. Corporate Social Responsibility

The Company is not covered under section 135 of the Companies Act, 2013.

16. Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual Currency during the current financial year.

Ontic Finserve Limited
Balance Sheet as at 31st March, 2022

in Rs.

Particulars	Note No	March 31, 2022	March 31, 2021
ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	2	78,807	111,398
(b) Capital Work-in-Progress		-	-
(c) Intangible Assets		-	-
(d) Financial Assets			
(i) Investments		-	-
(ii) Loans		-	-
(iii) Other financial assets		-	-
(e) Other Non-Current Assets		-	-
(2) Current Assets			
(a) Inventories		-	-
(b) Financial Assets			
(i) Investment		-	-
(ii) Trade Receivables	3	4,158,540	9,431,170
(iii) Cash and Cash Equivalents	4	174,522	26,522
(iv) Bank Balances (Other than (iii) above)	4	22,698	121,021
(v) Loans	5	40,420,429	33,190,050
(vi) Other financial assets			
(c) Other Current Assets	6	723,168	1,251,796
TOTAL ASSETS		45,578,164	44,131,956
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	7	90,003,000	90,003,000
(b) Other Equity	8	-44,928,345	-46,011,754
LIABILITIES			
(1) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Other financial liabilities		-	-
(b) Provisions		-	-
(c) Deferred Tax Liabilities (net)	9	12,117	10,337
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables		-	-
(iii) Other financial liabilities		-	-
(b) Other current liabilities		-	-
(c) Provisions	10	491,393	130,374
(d) Current tax liabilities (Net)			
TOTAL EQUITY & LIABILITIES		45,578,165	44,131,956

Significant Accounting Policies and other accompanying Notes (1 to 18) form an integral part of the Financial Statements

As per our report of even date

For, Gaurang Vora & Associates

Chartered Accountant

Firm Reg. No. 103110W

SD/-

(Gaurang Vora)

Proprietor

Place :- Ahmedabad

Date :- 25.05.2022

UDIN: 22039526AJOSHF5045

SD/-

Director

BHUPENDRA RAIYANI

DIN: 08104918

SD/-

Director

ANJANABEN MAKWANA

DIN: 07924729

DATE: 25.05.2022

Ontic Finserve Limited
Statement of Profit & Loss for the year ended 31st March, 2022

Particulars	Note No	For the year ended March 31, 2022	For the year ended March 31, 2021
Revenue from Operations	11	391,042,181	22,124,520
Other Income	12	2,181,675	836,198
TOTAL INCOME		393,223,856	22,960,718
EXPENSES			
Purchase of Stock in Trade	13	387,698,820	20,551,300
Employee Benefits Expense	14	534,000	630,000
Other Expenses	15	3,394,836	1,277,981
TOTAL EXPENSES		391,627,656	22,459,281
Profit before tax		1,596,200	501,437
Tax Expense:			
(1) Current Tax		415,012	130,374
(2) Deferred Tax		1,780	-3,287
Profit for the year		1,179,408	374,350
OTHER COMPREHENSIVE INCOME			
i. Items that will not be reclassified to profit or loss		-	-
ii. Income tax relating to items that will not be reclassified to profit or loss		-	-
Other Comprehensive Income for the year (net of tax)		-	-
Total Comprehensive Income for the year		1,179,408	374,350
Earning per equity share(Face Value Rs. 10/- each) Basic and Diluted (Rs.)			

Significant Accounting Policies and other accompanying Notes (1 to 18) form an integral part of the Financial Statements

As per our report of even date

For and on behalf of the Board

For, Gaurang Vora & Associates

Chartered Accountant

Firm Reg. No. 103110W

SD/-

(Gaurang Vora)

Proprietor

Place :- Ahmedabad

Date :- 25.05.2022

UDIN: 22039526AJOSHF5045

SD/-

Director

BHUPENDRA RAIYANI

DIN: 08104918

SD/-

Director

ANJANABEN MAKWANA

DIN: 07924729

DATE: 25.05.2022

Ontic Finserve Limited
STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2022

	For the year ended March 31, 2022	For the year ended March 31, 2021
<u>A.CASH FLOW FROM OPERATING ACTIVITIES</u>		
Profit before Tax	1,596,200	501,437
Add : Depreciation and amortisation expenses	32,590	47,250
Appropriation	-96,000	223,827
Transfer to Reserve	-	-
Bad debts	-	-
Miscellaneous Expenses Ammortized	343,500	-
Impairment Allowances for doubtful debts	-	-
Finance Cost	-	-
	280,090	271,077
Less: Interest Income	-	-
Dividend Income from Investments	-	-
Net gain/(loss) on sale of Current Investments	-	-
Net gain/(loss) on Fair Valuation of current investments	-	-
Net gain/(loss) on Foreign Exchange fluctuation and translation	-	-
Provisions / Liabilities no longer required written back	-	-
Profit/(Loss) on sale / discard of Fixed Assets (Net)	-	-
	1,876,290	772,514
Operating Profit before Working Capital changes	1,876,290	772,514
Less: Increase/(Decrease) in Inventories	-	-
Increase/(Decrease) in Trade Receivables	-	-537,470
Increase/(Decrease) in Loans & advances, other financial and non financial assets	-1,866,614	143,097
(Increase)/Decrease in Trade Payables, other financial and non-financial liabilities and provisions	40,000	-376,149
	-1,826,614	-770,522
Cash generated from Operations	49,676	1,992
Less: Direct Taxes paid (Net)	-	130,374
Net cash flow from Operating activities	49,676	-128,382
<u>B. CASH FLOW FROM INVESTING ACTIVITIES</u>		
Purchase of Property, Plant and Equipment, Intangible Assets and movements in Capital work in progress	-	-
Fixed Assets sold/discarded	-	-
(Purchase)/Sale of Investment (net)	-	-
Advances and Loans to subsidiaries	-	-
Interest received	-	-
Dividend received	-	-
investment in bank deposits (having original maturity of more than 3 months)	-	-
	-	-
Net Cash flow from Investing activities	-	-
<u>C. CASH FLOW FROM FINANCING ACTIVITIES</u>		
Proceeds/(Repayments) from short term borrowings (net)	-	-
Proceeds/(Redemption / Repayment) of Long Term Debentures/Term Loan	-	-
Interest and other borrowing cost paid	-	-
Dividend paid	-	-
Tax on Dividend	-	-
	-	-
Net cash flow from Financing activities	-	-
Cash and Cash equivalents (A+B+C)	49,676	-128,382
Cash and Cash equivalents as at 1st April	147,543	275,925
Cash and Cash equivalents as at 31st March (refer note no. 4)	197,219	147,543

Note :

- The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows' as notified under Companies Act, 2013.

Significant Accounting Policies and other accompanying Notes (1 to 18) form an integral part of the Financial Statements
As per our report of even date

For, Gaurang Vora & Associates
Chartered Accountant
Firm Reg. No. 103110W

SD/-
Director
BHUPENDRA RAIYANI
DIN: 08104918

SD/-
Director
ANJANABEN MAKWANA
DIN: 07924729

SD/-
(Gaurang Vora)
Proprietor
Place :- Ahmedabad
Date :- 25.05.2022

DATE: 25.05.2022

UDIN: 22039526AJOSHF5045

Statement of Changes in Equity for the year ended 31st March, 2022

(i) Equity Share Capital

Particulars	In Rs lakh
Balance as at April 1,2020	900.03
Changes during the year	-
Balance as at March 31,2021	900.03
Changes during the year	-
Balance as at March 31,2022	900.03

(ii) Other Equity

As at March 31,2022

Particulars	Reserves & Surplus				Items of Other Comprehensive Income	Equity Instrument through Other Comprehensive Income	Total
	Capital Reserve	Central State Subsidy	General Reserve	Retained Earnings	Remeasurements of the Defined Benefit Plans		
Balance as at March 31, 2021	-	-	-46,011,754	-	-	-	-46,011,754
Total comprehensive income for the year	-	-	-	1,179,408	-	-	1,179,408
Transferred from Retained earnings to General Reserve	-	-	1,179,408	-1,179,408	-	-	-
Appropriations for the year	-	-	-96,000	96,000	-	-	-96,000
Transfer to Retained earning on disposal of Equity Instruments	-	-	-	-	-	-	-
Interim Dividend including tax thereon	-	-	-	-	-	-	-
Balance as at March 31, 2022	-	-	-44,928,345	96,000	-	-	-44,928,345

As at March 31, 2021

Balance as at April 1, 2020	-	-	-46,609,931	-	-	-	-46,609,931
Total comprehensive income for the year	-	-	-	374,350	-	-	374,350
Transferred from retained earnings to General Reserve	-	-	374,350	-374,350	-	-	-
Appropriations for the year	-	-	223,827	-	-	-	223,827
Transfer to Retained earning on disposal of Equity Instruments	-	-	-	-	-	-	-
Final Dividend including tax	-	-	-	-	-	-	-
Interim Dividend including tax thereon	-	-	-	-	-	-	-
Balance as at March 31, 2021	-	-	-46,011,754	-	-	-	-46,011,754

Significant Accounting Policies and other accompanying Notes (1 to 18) form an integral part of the Financial Statements

As per our report of even date

For, Gaurang Vora & Associates

Chartered Accountant

Firm Reg. No. 103110W

SD/-

(Gaurang Vora)

Proprietor

Place :- Ahmedabad

Date :- 25.05.2022

UDIN: 22039526AJOSHF5045

Ontic Finserve Limited

Notes: Forming Part of the Financial Statement as at 31st March, 2022

Note:-1

I. CORPORATE INFORMATION

M/s. Ontic Finserve Limited is a public limited company incorporated under the provisions of Companies Act, 1956 and having its registered office at Ahmedabad in the state of Gujarat.

II. STATEMENT OF COMPLIANCE :

Standalone Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and relevant provisions of the Companies Act, 2013.

Accordingly, the Company has prepared these Standalone Financial Statements which comprise the Balance Sheet as at 31 March, 2022, the Statement of Profit and Loss for the year ended 31 March 2022, the Statement of Cash Flows for the year ended 31 March 2022 and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'Standalone Financial Statements' or 'Financial Statements')

III. SIGNIFICANT ACCOUNTING POLICIES :

1. BASIS OF ACCOUNTING:

The Financial Statements have been prepared under the historical cost convention on accrual basis excepting certain financial instruments which are measured in terms of relevant Ind AS at fair value/ amortized costs at the end of each reporting period and investment in one of its subsidiary which as on the date of transition have been fair valued to be considered as deemed cost.

2. PLANT, PROPERTY & EQUIPMENT

Property, Plant and Equipment are stated at cost of acquisition, construction and subsequent improvements thereto less accumulated depreciation and impairment losses, if any. For this purpose cost include deemed cost on the date of transition and adjustment for exchange difference wherever applicable and comprises purchase price of assets or its construction cost including duties and taxes, inward freight and other expenses incidental to acquisition or installation and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended for its use. For major projects and capital installations, interest and other costs incurred on / related to borrowings to finance such projects or fixed assets during construction period and related pre-operative expenses are capitalized.

3. REVENUE RECOGNITION

Revenue from sale of goods rendered is recognised upon passage of title.

4. TAXATION OF INCOME

Tax expenses comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier year.

5. Earnings per Share

Basic Earnings per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted Earnings per Share is calculated by adjustment of all the effects of dilutive potential equity shares from the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period.

6. INVENTORIES

Inventories are valued at lower of cost or net realisable value. Costs for the purpose of Raw materials, stores and spares and consumables comprise of the respective purchase costs including non-reimbursable duties and taxes. Cost for carriage, clearing and forwarding are included in inventory

7. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

Ontic Finserve Limited

Notes forming part of accounts

Note:-2 Tangible Assets

Sr. No.	Particulars	Rate %	GROSS BLOCK (At cost)				DEPRECIATION				NET BLOCK	
			As at 01/04/2021	Additions	Deduction	As at 31/03/2022	Up to 01/04/2021	For the year	Adjustments	Up to 31/03/2022	As at 31/03/2022	As at 31/03/2021
1	Computer & Printer	39.30%	1 25 000	-	-	1 25 000	97 044	10 987	-	1 08 031	16 969	27 956
2	Furniture & Fixtures	25.89%	2 05 000	-	-	2 05 000	1 21 558	21 603	-	1 43 161	61 839	83 442
	Total :		3 30 000	-	-	3 30 000	2 18 602	32 590	-	2 51 192	78 807	1 11 398
	Previous Year :		3 30 000	-	-	3 30 000	1 71 352	47 250	-	2 18 602	1 11 398	1 58 648

Ontic Finserve Limited

Notes: Forming Part of the Provisional Financial Statement as at 31st March, 2022

Note : 3 Trade Receivable

Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
		Rs	Rs
	Less than Six Months		
	Undisputed Trade Receivables - Considered Good		
	Undisputed Trade Receivables - Considered Doubtfull		
	Disputed Trade Receivables - Considered Good	-	-
	Disputed Trade Receivables - Considered Doubtfull	-	-
	Period 6 months to 1 Years		
	Undisputed Trade Receivables - Considered Good		
	Undisputed Trade Receivables - Considered Doubtfull		
	Disputed Trade Receivables - Considered Good		
	Disputed Trade Receivables - Considered Doubtfull		
	Period 1 Years to 2 Years		
	Undisputed Trade Receivables - Considered Good		
	Undisputed Trade Receivables - Considered Doubtfull		
	Disputed Trade Receivables - Considered Good		
	Disputed Trade Receivables - Considered Doubtfull		
	Period 2 Years to 3 Years		
	Undisputed Trade Receivables - Considered Good		
	Undisputed Trade Receivables - Considered Doubtfull		
	Disputed Trade Receivables - Considered Good		
	Disputed Trade Receivables - Considered Doubtfull		
	Period 2 Years to 3 Years	-	-
	Undisputed Trade Receivables - Considered Good		
	Undisputed Trade Receivables - Considered Doubtfull		
	Disputed Trade Receivables - Considered Good		
	Disputed Trade Receivables - Considered Doubtfull		
	Disputed Trade Receivables - Considered Doubtfull	4,158,540	9,431,170
	Total	4,158,540.00	9,431,170.00

Note : 4 Cash and Cash Equivalents

Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
		Rs	Rs
1	Cash on Hand (As certified by Management)	174,522	26,522
2	Balances with Bank in current accounts	22,698	121,021
	Total	197,220	147,543

Note : 5 Short Term Loans & Advances

Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
		Rs	Rs
	Recoverable in Cash or Kind or for which Value to be received	40,420,429	33,190,050
	Total	40,420,429	33,190,050

Note : 6 Other Current Assets

Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
		Rs	Rs
1	Listing Fees	687,000	1,030,500
2	TDS Receivables	36,168	93,993
3	Interest Receivable	-	127,303
6			
	Total	723,168	1,251,796

Ontic Finserve Limited

Notes: Forming Part of the Provisional Financial Statement as at 31st March, 2022

Note : 7 Share Capital

Sl. No	Particulars	As at 31.03.2022		As at 31.03.2021	
		No of Shares	Amount in Rs	No of Shares	Amount in Rs
a)	<u>AUTHORISED CAPITAL</u> Equity Shares of Rs. 10/- each.	10,000,000	100,000,000	10,000,000	100,000,000
		10,000,000	100,000,000	10,000,000	100,000,000
b)	<u>ISSUED , SUBSCRIBED & FULLY PAID UP</u> Equity Shares of Rs 10/- Each , Fully paid up				
	Balance at the beginning of the year	9,000,300	90,003,000	9,000,300	90,003,000
	Balance at the end of the year	9,000,300	90,003,000	9,000,300	90,003,000
	Total	9,000,300	90,003,000	9,000,300	90,003,000

Rights, Preferences and Restrictions attached to Equity Shares

The Company has only one class of Equity Shares having a par Value of Rs 10 per share. Each Shareholder is eligible for one vote per share held. All Shares have equal rights in respect of distribution of dividend and repayment of capital. No shares have any restrictions in respect of distribution of dividend and repayment of capital.

Shares reserved for issued

No Equity Shares have been reserved for issue under option and contracts/commitments for sale of shares/disinvestment as at Balance Sheet date.

Ontic Finserve Limited

Notes: Forming Part of the Provisional Financial Statement as at 31st March, 2022

Note : 8 Reserve & Surplus

Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
		Rs	Rs
1	<u>Surplus in Statement of Profit & Loss</u>		
	Balance at the beginning of the year	(46,011,754)	(46,609,931)
	Add: Profit for the year	1,179,408	374,350
	Balance available for appropriation	(44,832,345)	(46,235,581)
	Less : Appropriations	96,000	(223,827)
	Balance at the end of the year	(44,928,345)	(46,011,754)
	Total	(44,928,345)	(46,011,754)

Note : 9 Deferred Tax Liability

Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
		Rs	Rs
	Deferred Tax Liabilities (Opening Balance)	10,337	13,625
	Difference of book depreciation and tax depreciation	-	
	Deferred Tax Assets/Liability during the year	1,780	3,288
	Total	12,117	10,337

Note : 10 Short Term Provision

Sr. No	Particulars	As at 31.03.2022	As at 31.03.2021
		Rs	Rs
1	Provision for Expenses	40,000	-
2	Provision for Income Tax (Net)	451,393	130,374
	Total	491,393	130,374

11 Revenue from operations

in Rs.

Particulars	For The Year Ended March 31, 2022	For The Year Ended March 31, 2021
Sale of Shares	391,042,181.00	22,124,520.00
TOTAL	391,042,181.00	22,124,520.00

12 Other Income

in Rs.

Particulars	For The Year Ended March 31, 2022	For The Year Ended March 31, 2021
Interest Income	2,181,675.00	795,948.00
Misc Income	-	40,250.00
TOTAL	2,181,675.00	836,198.00

13 Cost of Material Consumed

in Rs.

Particulars	For The Year Ended March 31, 2022	For The Year Ended March 31, 2021
Opening Stock (Including Consumables)	-	-
Purchases During the Year	-	-
Less: Closing Stock (Including Consumables)	-	-
Purchase of Shares	387,488,638.00	20,551,300.00
Shares Trading Expenses	210,182.00	-
TOTAL	387,698,820.00	20,551,300.00

14 Employee Benefit Expenses

in Rs.

Particulars	For The Year Ended March 31, 2022	For The Year Ended March 31, 2021
Salaries, Wages and Bonus	534,000.00	630,000.00
TOTAL	534,000.00	630,000.00

15 Other Expenses

in Rs.

Particulars	For The Year Ended March 31, 2022	For The Year Ended March 31, 2021
Advertisement Expenses	4,200.00	82,700.00
Bank Charges	1,159.00	1,101.00
BSE Expenses	365,800.00	69,620.00
CDSL Expenses	42,989.00	43,020.00
NSDL Expenses	57,019.00	-
Bed Debts Expenses	1,806,985.00	-
Conveyance Expense	50,705.00	86,580.00
Depreciation Expense	32,589.76	47,250.00
Listing Fees Expenses	354,000.00	-
Interest Expenses	10,620.00	-
Legal Fee Expense	-	133,040.00
Miscellaneous Expenses	40,258.00	125,800.00
Office Expenses	45,336.00	214,120.00
Preliminary Expenses Written Off	343,500.00	343,500.00
Rent Expenses	90,000.00	36,000.00
Share Registry Expenses	78,234.00	50,000.00
Stationery Expenses	29,141.00	41,250.00
Website Expenses	2,300.00	4,000.00
Auditor's Remuneration		
Audit Fees	40,000.00	-
TOTAL	3,394,835.76	1,277,981.00

Ontic Finserve Limited

Notes Forming Part of the Financial Statement as at 31st March, 2022

Note : 16 Earning Per Equity Share (EPS)

	Particulars	As at 31.03.2022	As at 31.03.2021
		Amount in Rs	Amount in Rs
1	<u>Basic EPS</u>		
	a. Net Profit /(Loss) after Tax	1,179,408	374,350
		374,350	356,135
	b. Paid up Equity Capital (Rs. 10 each)	90,003,000	90,003,000
		(90,003,000)	90,003,000
	c. Basic EPS (a*10/b)	0.13	0.04
		0.04	0.04
2	<u>Diluted EPS</u>		
	a. Net Profit /(Loss) after Tax per Accounts	1,179,408	374,350
		374,350	356,135
	b. Paid up Equity Capital (Rs. 10 each)	90,003,000	90,003,000
		(90,003,000)	90,003,000
	c. Diluted EPS (a*10/b)	0.13	0.04
		0.04	0.04

Note : 17

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

Signature to Note No. 1 to 17

Significant Accounting Policies and other accompanying Notes (1 to 17) form an integral part of the Financial Statements
As per our report of even date

For, Gaurang Vora & Associates

Chartered Accountant

Firm Reg. No. 103110W

SD/-

(Gaurang Vora)

Proprietor

Place :- Ahmedabad

Date :- 25.05.2022

M/s. **ONTIC FINSERVE LIMITED**

NOTES ANNEXED TO AND FORMING PART OF ACCOUNTS FOR THE YEAR
ENDED 31ST MARCH, 2022

Notes to Balance sheet and Profit & Loss Account

1. **Significant Accounting Policies:-**

i) Basis of Accounting:

Financial Statement is prepared under historical cost convention on an accrual basis in accordance with the requirements of the Companies Act, 2013.

ii) Fixed Assets and Depreciation:

a) The Fixed Assets stand at their historical cost.

b) Depreciation:

The Depreciation Calculate on the Fixed Assets as per WDV method of the Companies Act, 2013.

iii) INVENTORIES:

There is no Inventories, hence does Not Applicable.

M/s. **ONTIC FINSERVE LIMITED**

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iv) MISCELLANEOUS EXPENSES:

There is no Preliminary Expenditure, hence does not applicable.

v) CONTINGENT LIABILITIES:

No provision is made for liabilities, which are contingent in nature but, if material the same is disclosed by way of notes to the accounts.

VI) Taxation:

N.A

2. Deferred Tax

Deferred Tax Income Tax Rs. 1780/-. And Balance as on 31.03.2022 is Rs.12,117/-.

3. None of the employees of the Company has crossed the Limits Prescribed u/s. 217 (2A) of the Companies (Particulars of Employees) Amendment Rules, 1988 during the year.

M/s. ONTIC FINSERVE LIMITED

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4.	(a) Value of Import calculates on CIF basis	Current year	Previous year
	1. Raw Material	N.A.	(N.A.)
	2. Components & Spare Parts	N.A.	(N.A.)
	3. Capital Goods	N.A.	(N.A.)
	(b) Expenditure in Foreign Currency	Nil	Nil
	(c) Amount remitted in foreign currency on account of dividend to Non Resident	Nil	Nil

5.	Auditors Remuneration	As at 2021-2022	As at 2020-2021
	a) Audit Fees	40,000.00	0.00

6. In the opinion of the Board, Current Assets, Loans and Advances have the value at which they are stated in the Balance Sheet, if realized in the ordinary course of business and are subject to confirmation.

7. Additional Information under Schedule III of the Companies Act, 2013: Nil

8. Cash on Hand and Stock value, Sundry Debtors, Sundry Creditors, Provisions and Loans & Advances Balances are subject to Physical Verification due to Covid-19. We relied on management representation.

For, **GAURANG VORA & ASSOCIATES**
Chartered Accountants
SD/-

(GAURANG VORA)

Firm No. 039526
UDIN: 22039526AJOSHF5045

PLACE: AHMEDABAD
DATE: 25.05.2022

For & on behalf of the Board
SD/-

BHUPENDRA RAIYANI
Director
DIN: 08104918

SD/-
ANJANABEN MAKWANA
Director
DIN: 07924729

ANNEXURE I

ONTIC FINSERVE LIMITED

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results - (Standalone and Consolidated separately)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2022 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016] (Amount in Lakhs)				
I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	393223856	393223856
	2.	Total Expenditure	391627656	22459281
	3.	Net Profit/(Loss)	1179408	374351
	4.	Earnings Per Share	0.13	0.13
	5.	Total Assets	45578164	45578164
	6.	Total Liabilities	503510	503510
	7.	Net Worth	45074654	45074654
	8.	Any other financial item(s) (as felt appropriate by the management)	NA	NA
II.	Audit Qualification (each audit qualification separately):			
	a.	Details of Audit Qualification: N.A		
	b.	Type of Audit Qualification : N.A		
	c.	Frequency of qualification: N.A		
	d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:		
	e.	For Audit Qualification(s) where the impact is not quantified by the auditor: N.A		
		(i) Management's estimation on the impact of audit qualification:		
		(ii) If management is unable to estimate the impact, reasons for the same:		
		(iii) Auditors' Comments on (i) or (ii) above:		
III.	Signatories:			
		• Director: BHUPENDRAKUMAR RAIYANI (DIN: 08104918)		S/D
		• Audit Committee Chairman : ANJANABEN RAJENDRABHAI MAKWANA (DIN: 07924729)		S/D
		• Statutory Auditor : GAURANG VORA (GAURANG VORA & ASSOCIATES) (M. No: 39526) (F.R.No: 103110W)		S/D
		Place: 09.06.2022		
		Date: Ahmedabad		

ATTENDANCE SLIP

I/We.....R/o.....
hereby record my/our presence at the Annual General Meeting of the Company on Monday,
11th July, 2022 at 1.00 P.M at UL-7, AGRAWAL CHAMBERS, TOWN HALL,
ELLISBRIDGE, AHMEDABAD GJ 380006 IN

DPID * :	Folio No. :
Client Id * :	No. of Shares :

* Applicable for investors holding shares in electronic form.

Signature of shareholder(s)/proxy

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
3. Electronic copy of the Annual Report for 2022 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
4. Physical copy of the Annual Report for 2022 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

Proxy form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L65910GJ1995PLC025904
Name of the Company: ONTIC FINSERVE LIMITED
Registered office: UL-7, AGRAWAL CHAMBERS, TOWN HALL, ELLISBRIDGE,
AHMEDABAD GJ 380006

NAME OF THE MEMBER(S):

REGISTERED ADDRESS:

E-MAIL ID:

FOLIO NO/ CLIENT ID:

I/ We being the member of, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on Monday, 11th July, 2022 at 01.00 P.M at the registered office of the Company at UL-7, AGRAWAL CHAMBERS, TOWN HALL, ELLISBRIDGE, AHMEDABAD GJ 380006 IN and any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2022 and Balance sheet as at that date together with Directors Report and Auditors Report thereon.

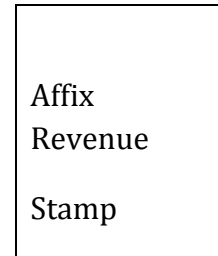
SPECIAL BUSINESS:

- 2) Alteration in the Authorised Share Capital of the company by altering the Capital Clause of Memorandum of the company.
- 3) To Sub-divide or Split the shares of the company from the face value of Rs. 10/- each to Rs. 1/- each (after sub-division of shares).
- 4) To Regularization of Mrs. Madhuben Jivabhai Parmar (DIN: 09214744) as Director of the Company.

Signed this day of..... 2022

Signature of Shareholder

Signature of Proxy holder(s)



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.