

# **AURUM CAPITAL PROJECTS LIMITED**

CIN: L67120UP1992PLC014607

2<sup>nd</sup> Floor, Y.M.C.A Complex, 13, Rana Pratap Marg, Lucknow – 226001. Phone: 0522- 2209402

Email: [admin@aurumcapitalprojects.com](mailto:admin@aurumcapitalprojects.com);

To,  
**Listing Department**  
Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4<sup>th</sup> Floor,  
Plot no. C-62, Opp. Trident Hotel  
BKC, Bandra(E)  
Mumbai-400098

**SUB: REGULATION 34(1) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

**CODE- AURUMCAP**

Dear Sir/ Madam,

This is further to our Letter dated 14<sup>th</sup> August, 2023, wherein, the Company had informed that the 31<sup>st</sup> Annual General Meeting ('AGM') is scheduled to be held on Saturday, 23<sup>rd</sup> September, 2023 at 11.30 A.M. at Hotel Charans Plaza, 11, Habibullah Estate, Hazratganj, Lucknow - 226001.

In terms of the requirement of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company including the Notice of AGM for the Financial Year 2022-2023.

The cut-off date for the purpose of determining eligibility of members for voting (both remote e-voting and voting through polling papers at the AGM) in connection with the 31<sup>st</sup> Annual General Meeting (AGM) has been fixed as Saturday, 16<sup>th</sup> September, 2023 and Book Closure for the purpose of the AGM is from Saturday, 16<sup>th</sup> September, 2023 to Saturday, 23<sup>rd</sup> September, 2023 (both days inclusive).

The RTA shall send the same on 29.08.2023 through electronic mode to the Members who have registered their e-mail id with the Company/Depositories.

The Notice of AGM along with the Annual Report for the Financial Year 2022-2023 is also available on the website of the Company i.e. [www.aurumcapitalprojects.com](http://www.aurumcapitalprojects.com).

Kindly take the above on record and oblige.

For Aurum Capital Projects Limited

*Geetanjali*

Geetanjali  
Company Secretary cum Compliance Officer



Dated : 29.08.2023

Place : Lucknow

**AURUM CAPITAL PROJECTS LIMITED**

**31<sup>st</sup> ANNUAL REPORT**

**FINANCIAL YEAR 2022-23**

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**N. B: Members/ Proxy are requested to bring their copy of Annual Report at the AGM**

## CORPORATE INFORMATION

<p><b>CIN L67120UP1992PLC014607</b></p> <p><b><u>BOARD OF DIRECTORS</u></b></p> <p><b>Ms. Ritika Gupta</b> DIN: 01162997 Whole Time Director</p> <p><b>Mr. Rajiv Agarwal</b> DIN:01141517 Non- Executive Director</p> <p><b>Mr. Sanjay Kumar Bhutani</b> DIN: 01415528 Non- Executive Director</p> <p><b>Mr. Bajrang Bahadur Pandey</b> DIN: 05321641 Non- Executive Independent Director</p> <p><b>Mr. Ravi Shankar Malviya</b> DIN: 08397352 Non- Executive Independent Director</p> <p><b>CHIEF EXECUTIVE OFFICER</b> Mr. SudhirJaiswal</p> <p><b>CHIEF FINANCIAL OFFICER</b> Ms. Geeta Mehrotra</p> <p><b>COMPANY SECRETARY</b> Ms. Geetanjali</p>	<p><b><u>COMMITTEES:</u></b></p> <p><b>Audit Committee</b></p> <table border="0"> <tr> <td>Mr. Bajrang Bahadur Pandey</td> <td>Chairman</td> </tr> <tr> <td>Mr. Ravi Shankar Malviya</td> <td>Member</td> </tr> <tr> <td>Mr. Sanjay Kumar Bhutani</td> <td>Member</td> </tr> </table> <p><b>Stakeholder Relationship Committee</b></p> <table border="0"> <tr> <td>Mr.Bajrang Bahadur Pandey</td> <td>Chairman</td> </tr> <tr> <td>Mr. Ravi Shankar Malviya</td> <td>Member</td> </tr> <tr> <td>Mr. Rajiv Agarwal</td> <td>Member</td> </tr> </table> <p><b>Nomination &amp; Remuneration Committee</b></p> <table border="0"> <tr> <td>Mr.Bajrang Bahadur Pandey</td> <td>Chairman</td> </tr> <tr> <td>Mr. Ravi Shankar Malviya</td> <td>Member</td> </tr> <tr> <td>Mr. Rajiv Agarwal</td> <td>Member</td> </tr> </table> <p><b>Risk Management Committee</b></p> <table border="0"> <tr> <td>Mrs. Ritika Gupta</td> <td>Chairman</td> </tr> <tr> <td>Mr.Bajrang Bahadur Pandey</td> <td>Member</td> </tr> <tr> <td>Mr. Ravi Shankar Malviya</td> <td>Member</td> </tr> </table> <p><b><u>SHARES LISTED AT</u></b> Metropolitan Stock Exchange of India Limited</p> <p><b><u>SECRETARIAL AUDITORS</u></b> M/s. CP Shukla &amp; Co. Company Secretaries, Lucknow</p> <p><b><u>REGISTRAR AND SHARE TRANSFER AGENT</u></b> Skyline Financial Services Private Limited D-153A, First Floor Okhla Industrial Area, Phase-I New Delhi - 110020 Telephone No. 011-40450193 to 197; Fax: 011-26812682</p>	Mr. Bajrang Bahadur Pandey	Chairman	Mr. Ravi Shankar Malviya	Member	Mr. Sanjay Kumar Bhutani	Member	Mr.Bajrang Bahadur Pandey	Chairman	Mr. Ravi Shankar Malviya	Member	Mr. Rajiv Agarwal	Member	Mr.Bajrang Bahadur Pandey	Chairman	Mr. Ravi Shankar Malviya	Member	Mr. Rajiv Agarwal	Member	Mrs. Ritika Gupta	Chairman	Mr.Bajrang Bahadur Pandey	Member	Mr. Ravi Shankar Malviya	Member
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Mrs. Ritika Gupta	Chairman																								
Mr.Bajrang Bahadur Pandey	Member																								
Mr. Ravi Shankar Malviya	Member																								
<p><b><u>STATUTORY AUDITORS</u></b> M/s. S. N. Gupta &amp; Associates, Chartered Accountants, Lucknow</p>																									
<p><b><u>PRINCIPAL BANKERS</u></b> State Bank of India Bank of Baroda ICICI Bank Limited</p>																									
<p><b>Registered Office:</b> 2<sup>nd</sup> Floor, YMCA Complex, 13, RanaPratapMarg, Lucknow- 226001 (U.P.) <b>CIN L67120UP1992PLC014607</b> Phone: 0522- 2209402 Email: <a href="mailto:admin@aurumcapitalprojects.com">admin@aurumcapitalprojects.com</a> Website: <a href="http://www.aurumcapitalprojects.com">www.aurumcapitalprojects.com</a></p>																									

## **NOTICE**

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting ('AGM') of the Members of Aurum Capital Projects Limited will be held on Saturday, 23rd September 2023, at 11.30 A.M at Hall no. 3, Hotel Charans Plaza, 11, Habibullah Estate, Hazratganj, Lucknow– 226001 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2023, together with Director's Report and the Auditor's Report thereon.
2. To appoint a Director in place of Mr. Rajiv Agarwal (DIN –01141517) who retires by rotation and, being eligible, offers himself for re-appointment
3. To re-appoint M/s S.N Gupta & Associates as the Statutory Auditor of the Company for the further period of 5 years and fix their remuneration and in this regard ,if thought fit, pass the following resolution as an Ordinary Resolution:

**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and upon the recommendations of the Audit Committee, M/s S.N Gupta & Associates, Chartered Accountants, Lucknow (Firm Registration No.003817C) be and are hereby appointed as Statutory Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this 31<sup>st</sup> Annual General Meeting till the conclusion of the 36<sup>th</sup> Annual General Meeting to be held for financial year 2028 at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the company from time to time.

By order of the Board of Directors  
For Aurum Capital Projects Limited

Sd/-  
Geetanjali  
(Company Secretary)

Place: Lucknow  
Dated : 14.08.2023

### **NOTES:**

1. A member entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote in case of poll only, on his/her behalf and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the Registered Office of the Company duly completed, stamped and signed, not less than forty eight hours before the scheduled time of the AGM.

**A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy. However, such person shall not act as proxy for any other person or shareholder.**

2. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the notice is annexed hereto and forms part of the Notice.
3. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the AGM.
4. In case of joint holders attending the AGM, only such joint holders who are higher in the order of names will be entitled to vote.
5. The Register of Members and Transfer Books of the Company will remain closed from Saturday, 16th September, 2023 to Saturday, 23<sup>rd</sup> September, 2023 (both days inclusive).
6. Route-map of the venue of the 31<sup>st</sup> Annual general Meeting of the company is provided in the Annual Report for the convenience of the members.
7. The Board has appointed M/s CP Shukla & Co., Practicing Company Secretary, as the scrutinizer for conducting e-voting process in affair and transparent manner.
8. Brief resume of the directors proposed to be re-appointed at the ensuing 31<sup>st</sup> Annual General Meeting in terms of Regulation 36(3) of the Listing Regulations and the Secretarial Standard-2 on 'General Meetings' is annexed to the Notice.
9. All relevant documents referred to in the Notice and Explanatory Statement and Statutory Registers are open for inspection at the Registered Office of the Company on all working days (except Sundays and Public Holidays) between 11.00 a.m. to 1.00 p.m. up to the date of the AGM.
10. Members holding shares in physical form are requested to notify change in address, Bank mandate and Bank particulars for printing the same on the dividend warrants, if any, under their signatures to the Company. Members holding shares in electronic form may, therefore, give instructions regarding bank accounts in which they wish to receive dividend to their respective Depository Participants ('DPs') only.
11. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('the Listing Regulations'), as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or its Registrar and Transfer Agent ('RTA'), M/s. Skyline Financial Services Private Limited('Skyline') for the same.
12. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the DPs with whom they maintain their demat accounts. Members holding shares in physical form are requested to submit their PAN to RTA M/s Skyline Financial Services Private Limited.
13. Members are requested to forward all their share transfers and other communications to the RTA of the company and are further requested to always quote their folio number/DP ID, - Client ID in all correspondences.
14. Members holding shares in single name are advised to make nomination in respect of their shareholding in the company.

15. Members may please note that the SEBI has, vide Gazette Notification no. SEBI/LAD-NRO/GN/2022/66 dated 24th January, 2022 read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25th January, 2022, mandated the listed companies to issue securities in dematerialized form only, while processing service requests viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition received from the shareholder/claimant. The shareholders/claimant are requested to make service requests by submitting a duly filled and signed Form ISR – 4. Upon receipt of service request(s) from shareholder/claimant, the RTA of the Company shall verify and process the said request and thereafter issue 'letter of conformation' in lieu of physical securities certificate to the shareholder/claimant, within 30 days of its receipt of such request or after removing objections, if any. within 120 days (One Hundred and Twenty days) of issue of the Letter of Confirmation, the shareholder/claimant shall lodge a dematerialization request with its Depository Participant for dematerializing the securities by submitting the original 'Letter of Confirmation' received from RTA. In case the shareholder/claimant fails to submit the demat request within the aforesaid period, the Company shall credit shares to Suspense Escrow Demat Account of the Company opened for the said purpose. It may be noted that any service request can be processed only after the folio is KYC Compliant.
16. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 and Register of Contract or Arrangements in which Directors are interested maintained under Section 189 of the Act are open for inspection at the Registered Office of the Company during the office hours on all working days, except Saturdays between 11.00 a.m. and 1.00p.m up to the date of the 31st Annual General Meeting and will be open for inspection during the Annual General Meeting also.
17. To support the Green Initiative, members who have not registered their email addresses are requested to register the same with the Company's RTA / their Depository Participants, in respect of shares held in physical / electronic mode, respectively.
18. The SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3rd November, 2021 read with Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated 14th December, 2021 had specified the common and simplified norms for processing certain prescribed service request(s) of shareholders by RTAs and norms for holders of share(s) in physical form for raising the requests with regard to registration or changes / updation of PAN, KYC, nomination and also for banker's attestation of the signature of the shareholder in the event of major mismatch in the signature of the shareholder. All holders of shares in physical form are requested to furnish / update the PAN, Nomination, Contact details, Bank account details and specimen signature to the RTA of the Company or by email to them from their registered email id in Form ISR-1 and ISR-2 respectively.
19. The SEBI has further clarified that Physical folios wherein the PAN, KYC and Nomination details are not available on or after 1st April, 2023, shall be frozen by the RTA and will be eligible for lodging any service request or receiving payment including dividend only after registering the required details. The said physical folios shall be referred by the Company or RTA to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on 31st December, 2025. Members are advised to register/update their PAN, KYC and Nomination details with the RTA, in compliance with the said Circular for smooth processing of their service request(s).
20. As per the provisions of Section 72 of the Act and aforesaid SEBI Circulars, the facility for making nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or Form SH-14 as the case may be. Members are requested to submit these details to their DP, in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form.

21. The shares of the Company are listed on Metropolitan Stock Exchange of India Limited. Listing fees for the financial year ending 31st March, 2023 has been paid to the stock exchange.
22. The cut-off date for the purpose of determining eligibility of members for voting (both remote e-voting and voting through polling papers at the AGM) in connection with the 31st Annual General Meeting has been fixed as Saturday, 16th September, 2023 (The 'cut-off date' wherever appears shall mean Saturday, 16th September, 2023)
23. Members/proxies are requested to bring their copy of the Annual Report and the duly completed attendance slip to the AGM.
24. The copy of Annual Report, notice of AGM, notice of e-voting, etc. are being sent to the Members through e-mail who have registered their email ids with their DPs / RTA. Members whose e-mail id is not registered with the Company will be sent physical copies of the same at their registered address through permitted mode.
25. Annual Reports will also be available in the Reports section on the website of the Company at [www.aurumcapitalprojects.com](http://www.aurumcapitalprojects.com).
26. **THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

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

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

- (i) The voting period begins on Wednesday 20th September 2023 at 9.00 A.M and ends on Friday, 22nd September 2023 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 Saturday, 16<sup>th</sup> September 2023 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.

**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 above said 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 <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>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 users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>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 or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>

Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	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 <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800225533
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

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

- (v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on “Shareholders” module
  - 3) 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.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	<p>Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>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.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> <li>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.</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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; [admin@aurumcapitalprojects.com](mailto:admin@aurumcapitalprojects.com) , 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](mailto:helpdesk.evoting@cdslindia.com) or contact 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](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 21800 22 55 33.

**REQUEST TO THE MEMBERS:**

- a) Intimate changes, if any, in their registered office immediately.
- b) Quote their ledger folio number in all their correspondence.
- c) Handover the enclosed attendance slip, duly signed in accordance with their specimen registered with the Company for admission to the meeting place.
- d) Send their email address to the Share Transfer Agent for prompt communication and update the same with their D.P. to receive softcopy of the Annual Report of the company.

By Order of the Board of the Directors  
For AURUM CAPITAL PROJECTSLIMITED

Sd/-  
Geetanjali  
(Company Secretary)

Place: Lucknow  
Date: 14.08.2023

**ANNEXURE TO THE NOTICE****EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND 17(11) OF SEBI LODR (AMENDMENT) REGULATIONS, 2018.****ITEM No.3: Re-Appoint M/s S.N Gupta & Associates as the Statutory Auditor of the Company**

M/s S.N Gupta and Associates, Chartered Accountants, the existing Statutory Auditors of the Company appointed in the year 2018 will complete one consecutive term of their appointment at the conclusion of the ensuing Thirty First (31st) Annual General Meeting of the Company. In accordance with the provisions of Section 139(2) of the Act, an auditor can hold office as statutory auditors of the Company for two consecutive terms of 5 years each and cannot be re-appointed thereafter for a period of five years. Accordingly, M/s S.N Gupta and Associates, Chartered Accountants shall re-appoint as the Statutory Auditors of the Company at the conclusion of ensuing Thirty First Annual General Meeting (31st) of the company.

Pursuant to the requirements of the Act and based on the recommendations of the Audit Committee, the Board of Directors of the Company at its meeting held on May 30, 2023 proposed to re-appoint M/s S.N Gupta and Associates, Chartered Accountants, (Firm Registration No.: 003817C) as the Statutory Auditor of the company for the further period of five years on the such terms and conditions such as may be decided by the Board of Directors.

**Brief Profile of M/s. S.N Gupta & Associates**

M/s S.N Gupta and Associates, with Firm Registration No.003817C, is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India ("ICAI"). It is a Partnership Firm incorporated in India and holds a valid peer-review certificate. The registered office of the firm is at 105/230, Phoolbagh, Hussainganj Lucknow-226016.

M/s S.N Gupta and Associates, Chartered Accountants, (Firm Registration No.: 003817C), have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1) and Section 141 of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014.

No Director, Key Managerial Personnel or their relatives, are interested or concerned in the resolution.

The Board recommends the Resolution as mentioned at Item No. 3 above for the approval of the members by way of Ordinary Resolution.

**BRIEF PROFILE OF DIRECTORS BEING APPOINTED/ REAPPOINTED AT THE 31<sup>st</sup> ANNUAL GENERAL MEETING**

As per the requirement of Companies Act, 2013, Regulations 36(3) of the Listing Regulations and Secretarial Standard for appointment/re-appointment of the Director, statements containing details of the concerned Director is given below:

<b>NAME</b>	<b>RAJIV AGARWAL</b>
DIN	01141517
Age	57 years
Date of First Appointment on the Board	03.08.1992
Qualification	Fellow member of Institute of Chartered Accountants of India (ICAI)
Nature of his expertise in specific functional areas	He is a Practicing Chartered Accountant and carries a vivid experience of over 33 years in the field of Taxation, Audit & Assurance services
Term and conditions of appointment/reappointment	Mr. Rajiv Agarwal retires by rotation at the ensuing AGM and being eligible, seeks re-appointment.
Remuneration Last Drawn	Nil
Remuneration proposed to be paid	Nil
Other Directorships	1. A.K. Management Services Private Limited 2. Ballabh Investalent LLP
Number of Listed Entities from which the person has resigned in past three years	Nil
Shareholding in the company	98200 shares
Relationships with any Director(s) of the Company	None
Number of Board Meeting attended during the year	06
Summary of Performance, Evaluation/Justification for choosing the appointees for appointment as Independent Directors	Not Applicable

By Order of the Board  
For AURUM CAPITAL PROJECTSLIMITED

Sd/-  
Geetanjali  
Company Secretary

Place: Lucknow  
Date:14.08.2023

## Form No. MGT-11

## 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	:	L67120UP1992PLC014607
Name of the Company	:	Aurum Capital Projects Limited
Registered Office	:	2 <sup>nd</sup> Floor, YMCA Complex, 13, Rana Pratap Marg, Lucknow-226001
Name of the Member(s)	:	
Registered Address	:	

E-mail Id	Folio No /*Client ID	*DP ID
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Name :	E-mail Id:
Address:	Signature:
	or falling him/her

Name :	E-mail Id:
Address:	Signature:
	or falling him/her

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company to be held on Saturday, 23rd September, 2023, at 11.30 A.M at Hall no. 3, Hotel Charans Plaza, 11, Habibullah Estate, Hazratganj, Lucknow– 226001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Ordinary Business/Special Business	Resolution(s)	Vote		
			For	Against	Abstained
1.	Ordinary Business	To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2023, together with Director's Report and the Auditor's Report thereon			
2.	Ordinary Business	To appoint a Director in place of Mr. Rajiv Agarwal (DIN–01141517) who retires by rotation and, being eligible, offers himself for re-appointment			
3.	Ordinary Business	To Re-Appoint M/s S.N Gupta & Associates as the Statutory Auditor of the Company for the Further period of 5 years and fix their remuneration			

\_\_\_\_\_  
Signature of Shareholder

Affix revenue stamp

\_\_\_\_\_  
Signature of first proxy

\_\_\_\_\_  
Signature of second proxy

Signed this.....day of..... 2023.

**\* Applicable for members holding shares in Electronic Form**

## NOTE:

This form of Proxy in order to be effective should be duly submitted and deposited at the registered office of the Company, not less than forty-eight (48) hours before the commencement of the meeting.

- Each equity share of the Company carries one vote.



**Attendance Slip for 31<sup>st</sup> Annual General Meeting****ATTENDANCE SLIP**

<b>Date: 23.09.2023</b>	<b>Time: 11:30 A.M</b>
<b>Venue: Hall no. 3, Hotel Charans Plaza, 11, Habibullah Estate, Hazratganj, Lucknow– 226001</b>	

Name and Registered Address of the  
Sole/First named Member

Name(s ) of the Joint Holders, if any

Ledger Folio/DP ID & Client ID No.

Number of Shares held

Please tick in the box

☐ Member

☐ Proxy

\_\_\_\_\_  
Members signature

\_\_\_\_\_  
Name of the Proxy in Block Letter

\_\_\_\_\_  
Proxy 's signature

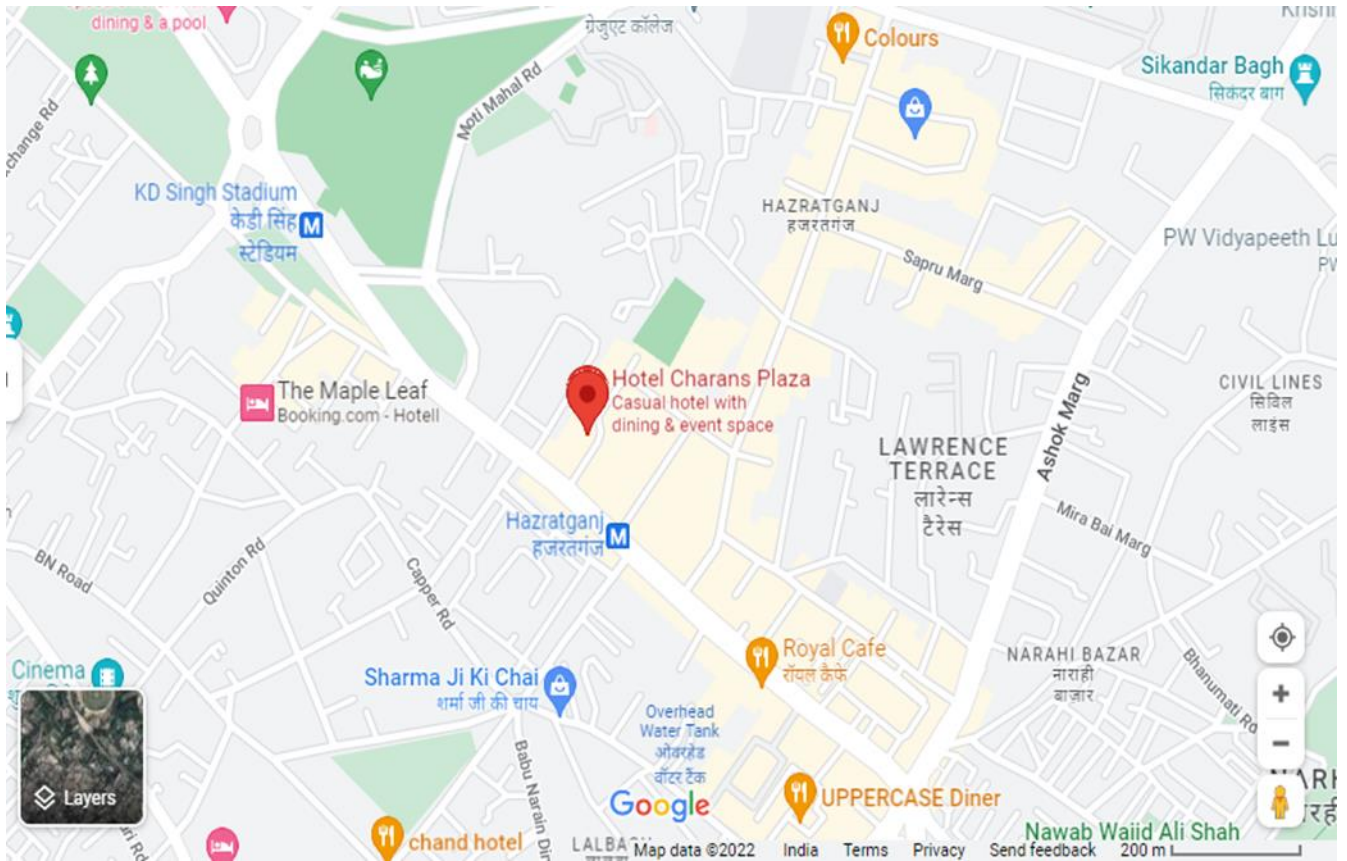
**Note:**

- Shareholder / Proxy holder wishing to attend the meeting must bring this Attendance Slip along with a valid identity proof for admission and hand over the Attendance Slip at the entrance duly signed Please fill this attendance slip and hand it over at the entrance of the hall.
- Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

**The E-voting facility will be available during the following voting period:**

<b>Remote e-Voting Start On</b>	<b>Remote e-Voting End On</b>
20 <sup>th</sup> September, 2023 at 09:00 A.M. (IST)	22 <sup>nd</sup> September, 2023 at 5:00 P.M. (IST)

## MAP FOR AGM VENUE



**BOARD'S REPORT & MANAGEMENT DISCUSSION AND ANALYSIS**

Dear Shareholders,

Your Directors have immense pleasure in presenting 31<sup>st</sup> Annual Report of your Company together with the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2023.

**FINANCIAL HIGHLIGHTS OF THE COMPANY:**

The highlights of financial results of your Company are as follows:

(Amount in Rs. in lakhs)

<b>PARTICULARS</b>	<b>YEAR ENDED 31.03.2023*</b>	<b>YEAR ENDED 31.03.2022*</b>
Operating Income	23.03	22.68
Other Income	0.00	0.00
<b>Total Income</b>	<b>23.03</b>	<b>22.68</b>
Less: Operational Expenses		
Finance Cost	0.02	0.01
Employee Benefit Expenses	12.68	12.04
Depreciation and Amortisation	0.01	0.17
Impairment on Financial Instruments	0.12	-6.38
Other Expenses	9.22	6.56
<b>Total Expenses</b>	<b>22.05</b>	<b>12.40</b>
Profit/(Loss) before Exceptional Items and Tax	0.98	10.28
Less : Exceptional Items	-	-
Profit/(Loss) before Tax	0.98	10.28
Less : Provision for Taxation		
Current Tax	0.28	1.04
Earlier Years	0.33	0.14
Deferred Tax	5.39	0.64
Profit/(Loss) for the period from Continuing Operations	-5.02	8.45
<b>Other Comprehensive Income</b>	<b>20.58</b>	<b>-3.76</b>
Balance carried forward	15.56	4.69

- As per Indian Accounting Standards (Ind AS)

**FINANCIAL PERFORMANCE**

The operating revenues of the company stood at Rs. 23.03 lakhs for the year as compared to Rs. 22.68 lakhs in the immediately preceding year thus witnessing a year on year growth of 1.54%. The profit before tax for the year stood at 0.98 lakhs as against Rs. 10.28 lakhs in the immediately preceding year. The decrease in pre-tax profit was due to one time expense of Rs. 4.87 lakhs during the year incurred towards increase in authorized share capital of the company. The Loss after tax for the year stood at 5.02 lakhs due to increased provision for deferred tax as against the profit of Rs. 8.45 lakhs in the immediately preceding year.

Your directors are hopeful for the substantial improvement in the performance and profitability of the company during the current year as compared to previous year.

**CHANGE IN THE NATURE OF BUSINESS**

During the year, there was no change in the nature of business operations of the company as compared to preceding year.

The company in order to explore new business opportunities into real estate activities obtained consent of members at the last 30<sup>th</sup> Annual General Meeting by addition of the activity to its main object.

The company intends to take up activities in real estate sector and has commenced exploring business opportunities therein.

**DIVIDEND**

In order to conserve capital for business growth of the Company, your directors do not recommend any dividend payment at the ensuing AGM to be held on 23<sup>rd</sup> September, 2023 for the Financial Year 2022-23.

**TRANSFER TO RESERVE**

Under section 45-IC of Reserve Bank of India ('RBI') Act, 1934, Non-Banking Financial Companies ('NBFCs') are required to transfer a sum not less than 20% of its net profit every year to reserve fund before declaration of any dividend. As during the year there is no profit, there is no transfer to the said reserve.

**MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF THE BOARD REPORT**

There were no material changes or commitments affecting the financial position of the Company that have occurred between the end of the financial year of the Company and date of this report.

**SHARE CAPITAL OF THE COMPANY**

The Authorised share capital of the your company has been raised from Rs. 3,50,00,000/- to Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 Equity Shares of Rs. 10/- each (Rupees ten only) by creation of additional 65,00,000 (Sixty Five Lakhs only) Equity Shares of Rs. 10/- each ranking pari passu in all respect with the existing Equity Shares of company during the financial year ended 31<sup>st</sup> March 2023.

During the financial year under review, there was no change in the paid up share capital of the company. The paid up equity share capital of the your company as on 31<sup>st</sup> March 2023 was Rs. 3,21,05,000/- (Rupees Three Crores Twenty One lakhs Five Thousand only) divided into 32,10,500 Equity Shares of Rs. 10/- each (Rupees ten only) fully paid up.

The company intends to increase its paid up share capital in order to augment fund for the business and to also comply with the requirements of minimum owned funds desired by Reserve Bank of India.

**SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES**

The Company had no subsidiary, joint venture or associate Companies during the financial year 2022-23.

**ANNUAL RETURN**

As required under Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013 ('Act'), the annual return of the company as on 31<sup>st</sup> March, 2023 will be available on the website of the company at [www.aurumcapitalprojects.com](http://www.aurumcapitalprojects.com).

**WEB-LINK ADDRESS**

As per Regulation 46 of Listing Regulations (relating to disclosure on the website of the Company) the company is having its functional website at [www.aurumcapitalprojects.com](http://www.aurumcapitalprojects.com).

**DIRECTORS**

As on 31<sup>st</sup> March, 2023, the Board comprised of Five Directors including one Executive Women Director. The Board has an appropriate mix of Executive, Non-Executive and Independent Directors, which is in compliance with the requirements of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

**— Retirement by Rotation**

In accordance with the provisions of Section 152(6) of the Act read with Companies (Management and Administration) Rules, 2014 and the Articles of Association of the Company, Mr. Rajiv Agarwal, Director (holding DIN –01141517) retires at the ensuing 31<sup>st</sup> AGM of the company, and being eligible has offered himself for re-appointment. The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has recommended his re-appointment to the members of the company.

The brief resume/details relating to Director who is to be re-appointed is furnished in the Notice of the ensuing AGM.

– **Declaration from Independent Director**

The Company has received declarations pursuant to Section 149 of the Companies Act, 2013 and other applicable regulations, from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under Section 149(6) of the Companies Act, 2013 and in terms of Regulation 16 of the SEBI (LODR) Regulations, 2015.

– **Familiarization programme**

In compliance with the Regulation 25 of the SEBI (LODR) Regulations, 2015, the Company has put in place a familiarization programme for the Independent Directors to familiarize them about the Company and their roles, rights, responsibilities in the Company.

– **Performance Evaluation**

The Listing Agreement mandates that the Board shall monitor and review the Board evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual Directors. Schedule IV of the Companies Act, 2013, states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors excluding the Director being evaluated.

Pursuant to the provisions of the Act and the Listing Regulations, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its committees.

**KEY MANAGERIAL PERSONNEL (KMP)**

The Key Managerial Personnel of the Company are as follows:

Sr No	Name of KMP	Designation
1.	Mrs. Ritika Gupta	Whole Time Director
2.	Mr. Sudhir Jaiswal	CEO
3.	Mrs. Geeta Mehrotra	CFO
4.	Ms. Shiwani Singh	Company Secretary and Compliance officer (resigned w.e.f close of business hours of 30 <sup>th</sup> May 2022)
5.	Ms. Geetanjali	Company Secretary and Compliance officer (joined w.e.f start of business hours of 18 <sup>th</sup> July 2022)

**MANAGERIAL REMUNERATION AND OTHER DETAILS**

The necessary details/disclosures of Ratio of Remuneration of each Director to the median employees' remuneration and other details pursuant to the provisions of section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ('Rules') is appended herewith as '**Annexure A**' and forms part of this report.

**REMUNERATION POLICY**

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

The Company's shareholders may refer the Company's website for the detailed Nomination & Remuneration Policy of the Company on the appointment and remuneration of Directors including criteria for determining qualifications, positive attributes, independence of a Director; and other matters provided under sub-section(3) of section 178.

The Company's remuneration policy is directed towards rewarding performance based on review of achievements periodically. The remuneration policy is in consonance with the existing industry practice and the scale of operations of the company.

#### PARTICULARS OF EMPLOYEES:

The statement showing the names of the top ten employees in terms of remuneration drawn is given as "Annexure B".

There are no employees of the Company drawing remuneration requiring disclosure of information under Section 134 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

#### DETAILS OF THE REMUNERATION TO MD/WTD (AS PER CLAUSE-IV OF SECTION-II OF PART-II OF SCHEDULE V):

(i) All elements of the remuneration package such as salary, benefits, bonuses, stock options and pension: The details are given in Annual Return placed on the website of the Company.

(ii) Details of fixed component and performance-linked incentives, along-with the performance criteria: The details are given in Annual Return placed on the website of the Company. No performance linked incentives are being paid.

(iii) Service contracts, notice period and severance fees:

The term of whole time director ends on 30.03.2026. Notice period is 6 months on either side or the Company paying 6 months remuneration in lieu of such notice and no severance fees.

(iv) Stock option details, if any, and whether these have been issued at a discount, as well as the period over which they accrued and how they are exercisable: The Company has not granted any stock option.

#### MEETINGS OF THE BOARD OF DIRECTORS AND THEIR COMMITTEES

A calendar of meetings is prepared and circulated in advance to the Directors. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the Listing Agreement.

During the financial year 2022-2023, 6 (Six) Board meetings were convened and held on May 30<sup>th</sup>, 2022; July 18<sup>th</sup>, 2022; August 13<sup>th</sup>, 2022; August 27<sup>th</sup>, 2022; November 14<sup>th</sup>, 2022; and February 11<sup>th</sup>, 2023.

#### COMPOSITION AND MEETING OF COMMITTEES

In accordance with the provisions of the Act and the Listing Regulations, the company has constituted four committees of the Board. Details of all the committees along-with their composition, and their meetings held during financial year 2022-23 are provided below. There were no changes in the composition of these committees during the year -

##### Audit Committee

- The Composition and terms of reference of the Audit Committee is in accordance with the provisions of Section 177 of the Act, RBI Guidelines and Listing Regulations.
- The Audit Committee met 4(four) times during the financial year 2022-2023 on May 30<sup>th</sup>, 2022; August 13<sup>th</sup>, 2022; November 14<sup>th</sup>, 2022 and February 11<sup>th</sup>, 2023.
- The composition of Audit Committee is as follows:

Sr. No.	Name of Member	Designation	Category
1.	Mr. Bajrang Bahadur Pandey	Chairman	Independent, Non-Executive
2.	Mr. Ravi Shankar Malviya	Member	Independent, Non-Executive
3.	Mr. Sanjay Kumar Bhutani	Member	Non-Executive

##### Stakeholder Relationship Committee

- The Composition and terms of reference of the Stakeholder Relationship Committee is in accordance with the provisions of Section 178 of the Act, RBI Guidelines and Listing Regulations.
- The Stakeholder Relationship Committee met 2(Four) times during the financial year 2022-2023 on August 13, 2022; and February 11, 2023.
- The composition of the Stakeholder Relationship Committee is as follows:

Sr. No.	Name of Member	Designation	Category
1.	Mr. Bajrang Bahadur Pandey	Chairman	Independent, Non-Executive
2.	Mr. Ravi Shankar Malviya	Member	Independent, Non-Executive
3.	Mr. Rajiv Agarwal	Member	Non-Executive

#### Nomination & Remuneration Committee

- The Company has duly constituted Nomination and Remuneration Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013.
- The committee met 2(two) times during the financial year 2022-2023 on July 18th, 2022 and November 13, 2022.
- The composition of Nomination and Remuneration Committee is as follows:

Sr. No.	Name of Member	Designation	Category
1.	Mr. Bajrang Bahadur Pandey	Chairman	Independent, Non-Executive
2.	Mr. Ravi Shankar Malviya	Member	Independent, Non-Executive
3.	Mr. Rajiv Agarwal	Member	Non-Executive

#### Risk Management Committee

- The Company has duly constituted Risk Management Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013.
- The committee met 2(Two) time during the financial year 2022-2023 on May 30th, 2022 and November 13, 2022.
- The composition of Risk Committee is as follows:

Sr. No.	Name of Member	Designation	Category
1.	Mrs. Ritika Gupta	Chairman	Executive
2.	Mr. Bajrang Bahadur Pandey	Member	Independent, Non-Executive
3.	Mr. Ravi Shankar Malviya	Member	Independent, Non-Executive

#### SEPARATE MEETING OF INDEPENDENT DIRECTORS

During the year as per the requirement of Schedule IV of the Act and Listing Regulations all the Independent Directors (IDs) met on May 30<sup>th</sup>, 2022 without the presence of other Non-Independent Directors and members of the management. At this meeting, the IDs inter alia evaluated the performance of Non-Independent Directors & the Board as a whole, performance of the Chairperson of the Company after taking into account the views of executive director and non-executive directors and discussed aspects relating to the quality, quantity and timeliness of flow of information between the Company management & the Board.

#### RBI REGISTRATION AND COMPLIANCES

Reserve Bank of India has granted the Certificate of Registration to the Company vide Registration No.B-12.00105, to carry on the business of a non-banking financial institution without accepting Public deposits. Your Company is a Non Deposit taking Non-Systemically Important Non-Banking Financial Company. The company has complied with & continues to comply with the applicable regulations and directions of the RBI.

#### PUBLIC DEPOSITS

Being a non- deposit accepting Company, your Company has not accepted any deposits from the public falling within the provisions of the Non- Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Direction, 2016 and the provisions of Companies Act, 2013.

#### NON-PERFORMING ASSETS AND PROVISIONS

The Company has ascertained Non Performing Assets under Non Banking Financial (Non deposit accepting or holding) Company's Prudential norms (Reserve Bank) Directions as amended from time to time, and made appropriate provisions there against.

**DIRECTORS' RESPONSIBILITY STATEMENT**

To the best of our knowledge and belief, your Directors make the following statements in terms of Section 134 (5) of the Companies Act, 2013:

- a) that in the preparation of the annual accounts for the year ended March 31, 2023 the applicable IndAS have been followed along with proper explanation relating to material departures, if any;
- b) that such accounting policies mentioned in Notes to accounts have been selected and applied consistently and judgments and estimates have been made 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) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual accounts have been prepared on a going concern basis;
- e) that proper internal financial controls are in place and that the financial controls are adequate and are operating effectively; and
- f) that proper systems to ensure compliance with the provisions of all applicable laws are in place and that such systems are adequate and operating effectively.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All transactions with related parties are placed before the Audit Committee for approval. All related party transactions that were entered into during the financial year were on an arm's length basis and in the ordinary course of business. The particulars of such transactions are disclosed in the notes to the financial statements. The nature of related party transactions requires disclosure in **AOC-2**, the same is appended as "**Annexure C**" to the Board's Report.

**CORPORATE SOCIAL RESPONSIBILITY**

The requirement of CSR committee is not applicable to the company, hence no further details/disclosure are required to be given in this regard.

**LISTING OF SHARES OF THE COMPANY**

The shares of the Company are listed at Metropolitan Stock Exchange of India. There are no arrears of listing fees.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

During the year under review there has been no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

**CREDIT RATING**

The Company does not have any debt; hence no credit rating has been obtained from any rating agencies during the year.

**DISCLOSURE OF CODES, STANDARDS, POLICIES AND COMPLIANCES THEREUNDER****– Code of Conduct**

The Board of Directors has laid down a Code of Conduct for all the Board Members and Senior Executives of the Company. All the Board Members and Senior Executives have confirmed compliance with the Code.

**– Know Your Customer and Anti Money Laundering Measure Policy**

Your company has in place Board approved Know Your Customer and Anti Money Laundering Measure Policy. The said policy is in line with the RBI Regulations and Company adheres to the compliances required under the aforesaid policy including reporting of suspicious transactions.



– **Fair Practice Code**

Your Company has in place a fair practice code, as per RBI Regulations which includes guidelines for appropriate staff when dealing with the customers and on the organizations policies vis-à-vis client protection.

– **Code for prohibition of Insider Trading Practices**

Your company has in place a code for prevention of insider trading practices in accordance with the model code of conduct prescribed under SEBI (prohibition of insider trading regulations, 2015).

– **Vigil Mechanism/ Whistle Blower Policy**

The Company has in place a vigil mechanism/Whistle Blower Policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee.

The detail of the said policy is available on the website of the Company.

– **Prevention of Sexual Harassment at Workplace**

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a 'Policy for Prevention of Sexual Harassment' to prohibit, prevent or deter any acts of sexual harassment at workplace and to provide the procedure to for the redressal of complaints pertaining to sexual harassment, thereby providing a safe and healthy work environment in line with the provisions of Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made there under. During the year under review, no case of sexual harassment was reported.

#### **STATUTORY AUDITORS**

M/s S.N Gupta and Associates, Chartered Accountants (FRN-003817C), the existing Statutory Auditors of the Company appointed in the year 2018 will complete one consecutive terms of their appointment at the conclusion of the this ensuing Thirty First Annual General Meeting of the Company. In accordance with the provisions of Section 139(2) of the Act, an auditor can hold office as statutory auditors of the Company for two consecutive terms of 5 years each and cannot be re-appointed thereafter for a period of five years. Pursuant to the requirements of the Act and based on the recommendations of the Audit Committee, the Board of Directors of the Company at its meeting held on May 30, 2023 proposed to re-appoint M/s S.N Gupta and Associates, Chartered Accountants, (Firm Registration No.: 003817C) as the Statutory Auditor of the company for the further period of Five years Accordingly, M/s S.N Gupta and Associates, Chartered Accountants shall re-appoint as the Statutory Auditors of the Company at the conclusion of this ensuing Thirty First Annual General Meeting of the company till the conclusion of 36th Annual General Meeting of the Company to be held in the year 2028. Resolution seeking Approval from the members of the company for the appointment and remuneration of M/s S.N Gupta and Associates, Chartered Accountants, as the statutory Auditors is set out in the notice Convening this 31st AGM of the company.

M/s S.N Gupta and Associates, Chartered Accountants (FRN-003817C), have furnished written confirmation to the effect that they are not disqualified from acting as Statutory Auditors of the company in terms of the provisions of sections 139 and 141 of the companies Act 2013 and the Companies (Audit and Auditors) Rules 2014.

#### **STATUTORY AUDITORS' OBSERVATION**

The Notes on financial statements referred to in the Auditors' Report are self-explanatory do not call for any further comment. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

#### **INTERNAL AUDITOR & SECRETARIAL AUDITOR**

The Board of Directors has appointed an independent firm of Chartered Accountants, M/s S. Baijal & Co., Chartered Accountants as internal auditors of the Company for conducting the audit as per internal audit

standards and regulations for the financial year 2023-24. The internal auditor reports their findings to the audit committee of the Board.

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed M/s C P Shukla & Co., Company Secretaries, Lucknow (Membership No. FCS 3819 / Certificate of Practice No: 5138) to conduct the Secretarial Audit for the FY 2023-24.

The Secretarial Audit Report for the financial year ended 31 March 2023 is annexed herewith and marked as “**Annexure – D**”. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

#### **NON-DISQUALIFICATION OF DIRECTORS**

A certificate from the Secretarial Auditor certifying that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority has been obtained and the same is provided as “**Annexure E**” to this report.

#### **SECRETARIAL STANDARDS**

The Company complies with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

#### **MAINTENANCE OF COST RECORDS**

The Company is not required to maintain cost records as specified by central government under sub-section (1) of section 148 of the Companies Act 2013.

#### **DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has laid proper and adequate systems of internal financial control commensurate with the size of its business and nature of its operations which ensures orderly and efficient conduct of its business, including adherence to Company’s policies, safeguarding of its assets, prevention of errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

#### **EXTRACT OF THE ANNUAL RETURN**

As per relevant provision of the Companies Act, 2013, extract of annual return (MGT-9) as referred to in Section 92(3) of the act, for the year 2022-23 will be uploaded in the website of the Company: [www.aurumcapitalproject.com](http://www.aurumcapitalproject.com)

#### **FRAUD REPORTING**

During the year under review, neither the statutory auditors nor the secretarial auditor have reported to the Audit Committee under section 143 (12) of Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which needs to be mentioned in the Board’s Report.

#### **DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016**

During the Year under Review, there were no application made or Proceedings Pending in the name of the company under the Insolvency and Bankruptcy code 2016

#### **DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS**

The company has not availed any loan from Banks and Financial Institutions.

**CEO AND CFO CERTIFICATION**

The certificate required under Regulation 17(8) of the Listing Regulations, duly signed by the CEO and CFO of the company was placed before the Board. The same is provided as “Annexure F” to this report.

**GREEN INITIATIVE IN CORPORATE GOVERNANCE**

The members holding shares in the physical form are requested to register their email addresses with the company or with the Registrar & Transfer Agents. The members holding shares in physical form are requested to get their share certificates de-materialized by lodging them with their respective depository participant.

Electronic copies of the Annual Report for the FY 2022-23 and the Notice of the 31<sup>st</sup> AGM are being sent to all the members whose email addresses are registered with the Company / Depository Participants. For members who have not registered their email address, physical copies are sent in the permitted mode.

**CONSOLIDATED FINANCIAL STATEMENTS**

As the Company does not have any subsidiary and operates in single segment, it is not required to enclose consolidated financial statements or segment reporting.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Management Discussion and Analysis Report as stipulated under SEBI (Listing Obligations and Disclosure Requirements), 2015 forms part of this report. The same is provided as “Annexure-G” to this report

**OTHER STATUTORY INFORMATION**

- **Conservation of Energy, Technology absorption and Foreign Exchange earnings & Outgo:** the particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 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.
- There was no foreign exchange earning & outgo during the financial year under review.
- No revision of financial statements and board report has been made during the year under review.
- Your Company has not issued equity shares with differential rights, sweat equity or ESOP during the period under review.
- The Company being a Non-Banking Financial Company, provisions of Section 186 of the Companies Act, 2013, is not applicable. The details of the investments made by the Company are given in the notes to the financial statements.

**ACKNOWLEDGEMENTS**

Your Directors take this opportunity to thank the shareholders, customers, employees, bankers, Auditors, Regulatory authorities for their co-operation and continued support to the Company during the period and look forward to their continued support and encouragement in the future as well.

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

Sd/-  
(Ritika Gupta)  
Director  
DIN – 01162997

Sd/-  
(Rajiv Agarwal)  
Director  
DIN :01141517

Sd/-  
(Sanjay Kumar Bhutani)  
Director  
DIN :01415528

Place: Lucknow  
Date: 14.08.2023

## ANNEXURE - A

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013, READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) AMENDMENT RULES, 2016

(i) The ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year 2022-23 are as under:

Name of Director/ KMP and Designation	Remuneration for FY 2022-2023 (in Rs.)	% increase/ (Decrease) In remuneration*	Ratio remuneration median remuneration employees	Ratio of the remuneration to Net Profit year ended 31-03-2023
Mrs. Ritika Gupta Whole time Director	600000	Nil	2.87	NA (-1.20)
Mr. Rajiv Agarwal Non-Executive Director	Nil	Nil	Nil	Nil
Mr. Sanjay Kumar Bhutani Non-Executive Director	Nil	Nil	Nil	Nil

(ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary in the financial year 2022-23 are as under: -

Name of Director/ KMP and Designation	Remuneration for FY 2022-2023 (in Rs.)	% increase/ (Decrease) In remuneration*
Mrs. Ritika Gupta, Director	600000	-
Mrs. Geeta Mehrotra, CFO	144000	-
Mr. Sudhir Jaiswal, CEO	192000	-
Ms. Geetanjali, Company Secretary and Compliance officer	226690	-

- The ratio of the remuneration of the Whole-time Director to the median remuneration of employees of the Company for the financial year is 2.87:1
- Percentage increase remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any in the financial year: 0%
- As on March 31, 2023 there were 5 employees on the rolls of your Company.
- Average percentage increase in the salaries of employees other than the managerial personnel in the last financial year : 0%
- It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other employees.

For and on behalf of the Board of Directors

Sd/-  
(Ritika Gupta)  
Director  
DIN – 01162997

Sd/-  
(Rajiv Agarwal)  
Director  
DIN :01141517

Sd/-  
(Sanjay Kumar Bhutani)  
Director  
DIN :01415528

Place: Lucknow  
Date: 14.08.2023

## ANNEXURE-B

Statement showing the names of the Top Ten Employees in terms of Remuneration Drawn for the Financial Year 2022-23:

Name	Designation/Nature of Duties	Nature of Employment whether Contractual or otherwise	Relation with Director or Manager of the company	Remuneration In Rs.	Qualification	Experience (In years)	Date Of Joining	% of Equity Shares Held
Ms. Ritika Gupta	Whole Time Director	Contractual	NIL	6,00,000	Doctorate	08	30/03/15	0.95
Ms. Geetanjali	Company Secretary and Compliance officer	Contractual	NIL	2,26,690	Company Secretary	03	18/07/22	-
Mr. Sudhir Jaiswal	CEO	Contractual	NIL	1,92,000	Post Graduate	15	30/03/15	-
Ms Geeta Mehrotra	CFO	Contractual	NIL	1,44,000	Post Graduate	5	28/03/16	2.70

For and on behalf of the Board of Directors

Sd/-  
(Ritika Gupta)  
Director  
DIN – 01162997

Sd/-  
(Rajiv Agarwal)  
Director  
DIN :01141517

Sd/-  
(Sanjay Kumar Bhutani)  
Director  
DIN :01415528

Place: Lucknow  
Date: 14.08.2023

## ANNEXURE - C

**FORM NO. AOC -2****(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014**

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

**1. Details of contracts or arrangements or transactions not at Arm's length basis:**

SL. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	NIL
2.	Nature of contracts/arrangements/transaction	NIL
3.	Duration of the contracts/arrangements/transaction	NIL
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
5.	Justification for entering into such contracts or arrangements or transactions'	NIL
6.	Date of approval by the Board	NIL
7.	Amount paid as advances, if any	NIL
8.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

**2. Details of contracts or arrangements or transactions at Arm's length basis:**

SL.No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	a) Ritika Gupta- Whole Time Director b) Rajiv Agarwal- Director c) Sanjay Kumar Bhutani- Director d) Geetanjali - Company Secretary e) Sudhir Jaiswal- CEO f) Geeta Mehrotra- CFO
2.	Nature of contracts/arrangements/transaction	a) Director Remuneration b) Rent paid c) Rent paid d) Remuneration e) Remuneration f) Remuneration
3.	Duration of the contracts/arrangements/transaction	a) Contract Basis b) Contract Basis c) Contract Basis d) Contract Basis e) Contract Basis f) Contract Basis
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	a) Rs. 6,00,000/- p.a. b) Rs. 90,000/- p.a. c) Rs. 90,000/- p.a.

		d) Rs. 2,26,690/- p.a. e) Rs. 1,92,000/-p.a. f) Rs. 1,44,000/-p.a.
5.	Date of approval by the Board	NA
6.	Amount paid as advances, if any	NIL

For and on behalf of the Board of Directors

Sd/-  
(Ritika Gupta)  
Director  
DIN – 01162997

Sd/-  
(Rajiv Agarwal)  
Director  
DIN :01141517

Sd/-  
(Sanjay Kumar Bhutani)  
Director  
DIN :01415528

Place: Lucknow  
Date: 14.08.2023

**FORM NO. MR.3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31 MARCH, 2023**  
**[Pursuant to Section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies**  
**(Appointment and Remuneration Personnel) Rules, 2014]**

To  
The Members,  
AURUM CAPITAL PROJECTS LIMITED,  
2ND FLOOR YMCA COMPLEX, 13 RANA PRATAP MARG,  
LUCKNOW-226001.U.P.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. AURUM CAPITAL PROJECTS LIMITED (CIN: L67120UP1992PLC014607) (hereinafter called "the Company") for the financial year ended 31<sup>st</sup> March, 2023. The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing of my opinion thereon.

Based on my verification of the Company's books, papers, minutes 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, subject to letter annexed hereto, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2023, complied with the applicable 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, registers, papers, minute books, forms and returns filed and other records maintained by the Company for the financial ended on 31<sup>st</sup> March, 2023, according to the provisions of:

- (i) The Companies Act, 2013 and the rules made thereunder;
- (ii) The Securities Contracts (Regulations) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder-the shares of the Company are in demat form also and ISIN has been allotted by NSDL.
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; The company has no any transaction during the year falling under the said Act.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;



- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- 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; and
- h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, and
- i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

[vi] Rules, Regulations and Guidelines issued by the Reserve Bank of India as are applicable to Non-Deposit taking NBFC/Core Investment Company which are specifically applicable to the Company. The Company has already passed resolution for non-acceptance of public deposits and has not accepted any public deposits during the year.

I have relied on the Representation made by the Company and its Officers for systems and mechanism being followed by the Company for compliances under the other applicable Statutes, Laws and Regulations applicable to the Company on matters relating to Labor, Environment, Pollution, Finance, Industries, Competition and local laws.

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

- (i) Secretarial Standards pursuant to Section 118 (10) of the Companies Act, 2013 issued by the Institute of Company Secretaries of India.
- (ii) Listing Agreement entered into by the Company with Metropolitan stock exchange of India Limited (MSEI) Ltd. s per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above except otherwise stated herein.

I further report that:

- In terms of the provisions of Section 149 of the Companies Act, 2013, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including Woman Director. There is no change in the composition of the Board of Directors during the period under review. The company has appointed Company Secretary during the year under review.
- Adequate notices were given to all directors for Board and Committee Meetings alongwith agenda and detailed notes on agenda atleast 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 by the Directors.
- Majority decisions are carried through while the dissenting members' views, if any, are considered and recorded in the minutes.
- The Authorized Share Capital of the company has been increased from Rs.3,50,00,000/- (Rupees Three Crores Fifty Lakhs Only) divided into 35,00,000 (Thirty Five Lakhs only) Equity Shares of Rs. 10/- each to Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 (One crore only) Equity Shares of Rs. 10/- each by creation of additional 65,00,000 (Sixty Five Lakhs only) Equity Shares of Rs. 10/- each during the year under review

as per the resolution passed at the Annual General Meeting held on 28.09.2022. The changes in the Authorized Capital of the Company by Altering the Capital Clause of the Memorandum of Association of the Company that took place during the period under review were carried out in compliance with the provisions of the Act and the articles of the Company.

- During the year under review the Object clause of the Memorandum of Association of the Company has also been altered by adding the following sub clause (6) after sub clause (5) of clause III (A) of the Memorandum of Association of the Company as per the resolution passed at the Annual General Meeting held on 28.09.2022:

*To carry on, deal, engage or otherwise engage in the business of real estate, infrastructure development and construction whether as promoter, builder, developer, contractor, consultant, agent etc. and to undertake all such activities and support services connected and customarily, usually and conveniently carried on therein with.*

The changes in the Objects Clause of the Company that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013 and the Articles of the Company.

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

I further report that as per documents produced and information provided to us, during the audit period there has not been any such activity having a major bearing on the Companies affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines etc.

I further report that during the period, there were no instances of:

- Public/Right/Preferential issue of shares/ debentures/ sweat equity shares
- Redemption/buy-back of securities
- Merger/Amalgamation/Reconstruction etc.
- Foreign Technical collaborations.

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

**For C.P. SHUKLA & CO.**  
**Company Secretaries**

Sd/-

(C.P. Shukla)

Mem.No.: FCS 3819

C.P. No.: 5138

UIN: S2003UP061500

UDIN: F003819E000758991

Date: 07.08.2023

Place: Lucknow

To  
The Members,  
**AURUM CAPITAL PROJECTS LIMITED,**  
2ND FLOOR YMCA COMPLEX, 13 RANA PRATAP MARG,  
LUCKNOW-226001, U.P.

Sirs,

Sub: My Secretarial Audit Report for the year ended 31<sup>st</sup> March, 2023 of even date is to be read along-with this letter.

1. The maintenance of Secretarial Records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my Secretarial Audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the management representation about the compliances of laws, rules and regulations and happenings of events etc.
5. The Compliance of the provisions of the Corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. My examination was limited to 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.

**For C.P. SHUKLA & CO.**  
**Company Secretaries**

**Sd/-**

**(C.P. Shukla)**  
**Mem.No.:FCS 3819**  
**C.P. No.: 5138**  
**UIN: S2003UP061500**  
**UDIN: F003819E000758991**

**Date: 07.08.2023**

**Place: Lucknow**

## ANNEXURE - E

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

*(Pursuant to Regulation 34(3) and Schedule V Para C Clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To,  
**The Members,**  
**AURUM CAPITAL PROJECTS LIMITED,**  
 (CIN - L67120UP1992PLC014607)  
 2<sup>nd</sup> Floor, YMCA Complex, 13 Rana Pratap Marg,  
 Lucknow-226001, U.P.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/SAURUM CAPITAL PROJECTS LIMITED**, CIN **L67120UP1992PLC014607** having registered office at 2<sup>nd</sup> Floor, YMCA Complex, 13, Rana Pratap Marg, Lucknow – 226001 (U.P.) (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and knowledge and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company, as stated below, for the financial year ended **31<sup>st</sup> March, 2023** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Reserve Bank of India or any such other Statutory Authority –

Sr. No.	Name of the Director	DIN	Date of Appointment
1.	Mr. Rajiv Agarwal	01141517	03/08/1992
2.	Mr. Sanjay Kumar Bhutani	01415528	03/08/1992
3.	Mrs. Ritika Gupta	01162997	30/03/2015
4.	Mr. BajrangBahadurPandey	05321641	30/03/2015
5.	Mr. Ravi Shankar Malviya	08397352	24/03/2019

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

**FOR C.P. SHUKLA & CO.**

**Company Secretaries**

Sd/-  
 (C.P. Shukla)  
 Mem.No.: FCS 3819  
 C.P. No.: 5138  
 UIN: S2003UP061500  
 UDIN:F003819E000758980

**Date: 07.08.2023**

**Place: Lucknow**

## ANNEXURE – F

**CODE OF CONDUCT DECLARATION**

As provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Members of the Board and Senior Management personnel of the Company have affirmed Compliance with the Code of Conduct for Board and Senior Management Personnel of the Company during the financial year ended 31<sup>st</sup> March, 2023.

Place: Lucknow  
Date: 14.08.2023

Sd/-  
**Sudhir Kumar Jaiswal**  
Chief Executive Officer

**CEO AND CFO CERTIFICATION**

To,  
The Board of Directors,  
**Aurum Capital Projects Limited**

We, to the best of our knowledge and belief, hereby certify that:

- A.** We have reviewed the financial statements and cash flow statements for the year at 31<sup>st</sup> March, 2023, and that based on our knowledge and belief :-
  - i. these statements do not contain any materially untrue statements or omit to state any material fact or contain statements that might be misleading; and
  - ii. these statements present a true and fair view of the listed entity's affair and are in compliance with existing accounting standards, applicable laws and regulations.
- B.** There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violation of the Company's code of conduct.
- C.** We along with Company's other certifying officers accept responsibility for establishing and maintaining internal controls for financial reporting and that we have:-
  - i. evaluated the effectiveness of the internal control systems of the listed entity pertaining to the financial Reporting; and
  - ii. disclosed to the auditors and Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D.** We have indicated to the auditors and the Audit Committee of the Company, the following:-
  - i. significant changes in internal control over financial Reporting during the year
  - ii. significant changes in accounting policies during the year and that the same have been disclosed in the Notes to the Financial Statements; and
  - iii. Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial Reporting.

Place: Lucknow  
Dated: 14.08.2023

Sd/-  
**(Sudhir Kumar Jaiswal)**  
CEO

Sd/-  
**(Geeta Mehrotra)**  
CFO

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****INDUSTRY OVERVIEW OUTLOOK**

Non-Banking Financial Companies (NBFCs) have played an important role in the Indian Financial System by complementing the formal banking sector and bringing in efficiency and diversity into financial intermediation. NBFCs have evolved considerably in terms of operations, heterogeneity, asset quality and profitability and regulatory architecture. Owing to a variety of constraints faced by the banking system in intensifying its lending activities the role of NBFCs has become even more significant.

NBFCs are playing an increasingly important role in India's financial system. NBFCs are subjected to enhanced levels of regulation by the Reserve Bank of India which deepens the faith of all into this sector. The Union Budget focuses on bringing about several transformational economic reforms. The tax reforms introduced are primarily aimed at stimulating growth and promoting digitization and transparency, while simultaneously simplifying tax administration. Honb'le Finance Minister in her earlier budget presentations emphasized the role of NBFC's by stating - "NBFCs are playing an extremely important role in sustaining consumption demand as well as capital formation in the small and medium industrial segment."

**OUTLOOK**

The Company is presently engaged in the business of financing and investment in line with its main objects. The Company is planning to expand and diversify the operational activities besides imploring opportunities in equity market investment and Real Estate activities in the coming years ahead in order to tap higher revenues and profitability.

The Government has undertaken a series of measures to generate demand and to put more money in the hands of the common man for a consumption-led revival/growth of the economy. The economy of the country has been growing rapidly and efforts of the Government are focused on development of MSME by providing them required benefits and subsidies for growth in order to generate employment for the public at large and also to make the country self-reliant.

The growth of MSME's and employment presents a positive outlook for NBFC's by way of opportunity to grow by meeting the industry's financial requirements in a manner best suited to them and for the public.

**INTERNAL CONTROL SYSTEMS**

The internal financial controls of the Company are commensurate with its size, scale and complexity of operations. The company has policies and procedures which inter alia ensure integrity in conducting business, timely preparation of reliable information, accuracy and completeness in maintaining accounting records and prevention and detection of frauds and errors. The Audit Committee actively reviews the adequacy and effectiveness of the internal financial control systems and suggests improvements if any to strengthen the same.

**HUMAN RESOURCE**

Your company believes that people are key assets of the organization. The company focuses on having the right talent as per its level of operations and providing them the best opportunities to develop their potential.

**FINANCIAL PERFORMANCE**

The operating revenues of the company stood at Rs. 23.03 lakhs for the year as compared to Rs. 22.68 lakhs in the immediately preceding year thus witnessing a year on year growth of 1.54%. The profit before tax for the year stood at 0.98 lakhs as against Rs. 10.28 lakhs in the immediately preceding year. The decrease in pre-tax

profit was due to one time expense of Rs. 4.87 lakhs during the year incurred towards increase in authorized share capital of the company. The Loss after tax for the year stood at 5.02 lakhs due to increased provision for deferred tax as against the profit of Rs. 8.45 lakhs in the immediately preceding year. Your directors are working to obtain substantial improvement in the performance and profitability of the company during the current year.

**CAPITAL MANAGEMENT**

The Company's capital management strategy is to effectively determine, raise and deploy capital so as to create value for its shareholders.

**SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE OF THE COMPANY:**

The Company operates in single segment, i.e. providing loans and finance in India (NBFC). The revenue from operations from the aforesaid sector during the year was Rs.23.03 Lacs

**OPPORTUNITIES AND THREATS****Opportunities –**

1. Consolidation in NBFC industry
2. Constraints faced by banks in penetrating the specialized segments.
3. Diversification into various fee based activities which have synergy with lending activities.

**Threats-**

1. Reduction in industrial growth.
2. Competition from banks and financial institutions.
3. Introduction of rigorous regulatory and supervision system.

**CAUTIONARY STATEMENT**

Management discussion and analysis report contains statements which are forward looking based on assumptions. Actual results may differ from those expressed or implied due to risk and uncertainties. Several factors as listed in this report could make significant difference to the company's operations. Investors therefore are requested to make their own independent judgments and seek professional advice before taking any investment decisions.

For and on behalf of the Board of Directors

Sd/-  
(Ritika Gupta)  
Director  
DIN – 01162997

Sd/-  
(Rajiv Agarwal)  
Director  
DIN :01141517

Sd/-  
(Sanjay Kumar Bhutani)  
Director  
DIN :01415528

## **Independent Auditor's Report**

To  
The Members of  
**AURUM CAPITAL PROJECTS LIMITED**  
Lucknow

### **Report on the audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying financial statement of **AURUM CAPITAL PROJECTS LIMITED** ("the Company") which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (Including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash flow for the ended on that date and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the company as at 31<sup>st</sup> March 2023, the profit and other comprehensive income/loss, changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the standards on auditing 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 Act 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.

#### **Key Audit Matters**

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

S.No.	Key Audit Matters	Auditor's Response
1.	<p><u>Impairment of financial Instrument</u></p> <p>The Company determined the Impairment loss on financial Instrument based on historical loss experience. In calculating the Impairment loss, the company has considered credit related information of its customers, to estimate the default in future and has taken into account estimates and Provisions as per RBI applicable to NBFC's</p>	<p>Our Audit procedure related to Impairment of financial instruments, included the following, among others –</p> <p>We tested the effectiveness of control over the</p> <ol style="list-style-type: none"> <li>1. Completeness and accuracy of information used in the estimation of default in future, including the input data used in estimating the default.</li> <li>2. Computation of Impairment loss.</li> </ol>

#### **Information other than the Financial Statements and Auditor report thereon**

The company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's Annual Report, but does not include the Financial Statements and our 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 are 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 including other comprehensive income, changes in equity and cash flows of the Company in accordance with IndAs and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; 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 standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are 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 skepticism throughout the audit. We also:

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

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

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

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

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

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

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013; we give in the "Annexure –A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 purpose of our audit;
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. The balance Sheet, the statement of profit and loss including Other Comprehensive Income, Statement of Changes in equity and statement of cash flow statement dealt with by this Report are in agreement with the books of account;
  - d. In our opinion, the aforesaid financial statement comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - e. On the basis of written representations received from the directors as on year end, and taken on record by the Board of Directors, none of the directors is disqualified as on year end, from being appointed as a director in terms of Section 164(2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure -B";
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act. and

- h. With respect to 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 does not have any pending litigations.
  - (ii) The company has not entered into any long term contracts including derivative contracts. Hence, the reporting on making provisions as required under any law or accounting standards, for material foreseeable losses does not arise, at present.
  - (iii) There were no amounts that were required to be transferred to the Investor Education and Protection Fund by the company.
  - (iv) (i) On the basis of written representations, management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;  
(ii) On the basis of written representations, management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and  
(iii) We have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
  - (v) The Company during the under audit has not declared or paid any dividend, therefore compliance with Section 123 of Companies Act, 2013, not applicable.
  - (vi) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For S.N. GUPTA & ASSOCIATES  
Chartered Accountants

**Sd/-**  
(CA. S.N. GUPTA)  
Partner  
Mem.No: 072818  
Firm's Regn No. 003817C

Date:30.05.2023  
Place:Lucknow

**“Annexure – A” To The Independent Auditor’s Report**

Referred to in paragraph 2 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of Aurum Capital Projects Limited for the year ended March 31, 2023 we report that:

- (i)
  - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
  - b) The fixed assets have been verified at the year end, which in our opinion is reasonable having regard to the size of the company and the nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
  - c) The company does not own any immovable property.
  - d) The company does not revalued its property, plant and equipment during the year.
  - e) No proceedings have been initiated or are pending against the company for holding any benami property under the benami Transactions (Prohibition) Act, 1988(45 of 1988) and rules made thereunder.
- (ii)
  - a) The nature of the company’s business is such that it does not hold any inventories accordingly para 3(ii)(a) of the order are not applicable.
  - b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) The Company is registered NBFC company u/s 45IA of Reserve bank of India Act, 1934, the company’s principle business is of providing financial services and granting loans. The Company has given loans and Advances to parties & firms in regular course of its business.  
Since the company’s business is of giving loans, accordingly para (iii)(a) to (f) of the order are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 & 186 of the Companies Act, 2013 to the extent applicable.
- (v) The Company has neither invited nor accepted any deposits from the public during the period under audit. As such the requirement of clause (v) of the aforesaid order is not applicable.
- (vi) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- (vii)
  - a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has been regular in depositing its undisputed statutory dues, including Provident Fund, Income-tax, Sales-tax, Service Tax and other material statutory dues, as applicable, with the appropriate authorities.
  - b) According to the information and explanations given to us, there are no applicable statutory dues which have not been deposited on account of any dispute.
- (viii) According to the information and explanation given to us by the management, there is no such transaction which are not recorded in the accounts and have been disclosed or surrendered before the tax authorities as income during the year.
- (ix)
  - a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
  - b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
  - c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

- d) On an overall examination of the financial statement of the company, no funds raised on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable.
- e) On an overall examination of the financial statement of the company, Company has no subsidiaries and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x) a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (xi) a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- (xii) The Company is not a Nidhi company as such paragraph 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) a) Based on information and explanations provided to us and our audit procedures, in our opinion, the company has an internal audit system commensurate with the size and nature of its business.
- b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- (xv) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) a) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained by the company.
- b) According to the information and explanation given to us, the company has conducted Non-Banking Financial Companies activities during the year under a valid Certificate of Registration (CoR) from the Reserve bank of India as per Reserve bank of India Act, 1934.
- c) According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the order is not applicable.

- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company is not required to comply with the requirement of Section 135 of the Companies Act, related to CSR Activities. Accordingly, clause 3(xx) of the order is not applicable.
- (xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For S.N. GUPTA & Associates  
Chartered Accountants

Sd/-  
(CA. S.N. GUPTA)  
Partner  
Mem. No: 072818

Dated: 30.05.2023  
Place: Lucknow

**“Annexure – B” To The Independent 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 **Aurum Capital Projects Limited** (“the Company”) as of 31 March 2023 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 31 March 2023, 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 S.N. GUPTA & Associates  
Chartered Accountants*

**Sd/-**

(CA. S.N. GUPTA)

Mem. No: 072818

Firm's Regn No. 003817C

Date: 30.05.2023

Place: Lucknow



Standalone Balance Sheet as at March 31, 2023				
				Rs. in 000's
Sr. No.	Particulars	Note No	As at 31.03.2023	As at 31.03.2022
	<b>ASSETS</b>			
I	Financial Assets			
	(a) Cash and Cash Equivalents	3	9824.16	5038.18
	(b) Bank Balance other than included in Cash and Cash Equivalents	4	2,290.38	2199.56
	(c) Receivables			
	i) Trade receivables	5	100.23	100.23
	ii) Other receivables		0.50	-
	(d) Loans	6	13,483.03	16,759.90
	(e) Investments	7	9130.14	7,072.82
	Total Financial Assets (I)		34,828.45	31,170.69
II	Non- Financial Assets			
	(a) Property, Plant and Equipment	8	16.09	16.89
	(b) Other Non-Financial Assets	9	2,116.25	3,661.06
	Total Non- Financial Assets (II)		2,132.34	3,677.95
	Total Assets (I+II)		36,960.79	34,848.64
	<b>LIABILITIES AND EQUITY</b>			
	<b>LIABILITIES</b>			
I	Financial Liabilities			
	(a) Trade Payables	10	0.00	0.00
	(b) Other Financial Liabilities	11	269.87	189.88
	Total Financial Liabilities (I)		269.87	189.88
II	Non- Financial Liabilities			
	(a) Provisions	12	82.07	146.83
	(b) Deferred Tax Liabilities (Net)	13	1060.57	522.06
	(c) Other Non-Financial Liabilities	14	2.50	-
	Total Non- Financial Liabilities (II)		1,145.14	668.89
	Total Liabilities (I+II)		1,415.01	858.77
III	Equity			
	(a) Equity Share Capital	15	32,105.00	32,105.00
	(b) Other Equity	16	3,440.78	1,884.87
	Total Equity (III)		35,545.78	33,989.87
	Total Liabilities and Equity (I+II+III)		36,960.79	34,848.64
As per our attached report of even date for S.N. GUPTA & ASSOCIATES FRN -03817C Chartered Accountants			For and on Behalf of Board of Directors	
Sd/- (CA S.N. GUPTA) Partner Membership no. 072818 Place : Lucknow Date :30.05.2023			Sd/- (RITIKA GUPTA) Whole Time Director DIN: 01162997	Sd/- (RAJIV AGARWAL) Director DIN: 01141517
			Sd/- (GEETA MEHROTRA) Chief Financial Officer	Sd/- (SANJAY KR BHUTANI) Director DIN:01415528
				Sd/- (GEETANJALI) Company Secretary

## Standalone Statement of Profit &amp; Loss for the year ended March 31, 2023

Rs in 000's

S. No.	Particulars	Note No.	Year ended 31.03.2023	Year ended 31.03.2022
	Revenue from Operations			
	(i) Interest Income	17	2,252.53	2218.38
	(ii) Fees and Commission Income	18	50.00	50.00
I	Total Revenue from Operations		2,302.53	2,268.38
II	Other Income		0.00	0.00
III	Total Income (I+II)		2,302.53	2,268.38
	Expenses		-	-
	(i) Finance Costs	19	1.69	1.51
	(ii) Impairment on Financial Instruments	20	12.03	-638.91
	(iii) Employee Benefits Expenses	21	1,268.47	1,204.17
	(iv) Depreciation and Amortisation	22	0.81	16.91
	(v) Other Expenses	23	922.00	656.22
IV	Total Expenses		2,205.00	1,239.89
V	Profit/(Loss) Before Exceptional Items and Tax (III-IV)		97.54	1028.49
VI	Exceptional Items		-	-
VII	Profit/(Loss) Before Tax (V-VI)		97.54	1,028.49
	Tax Expense:			
	(1) Current Tax			
	Current Year		28.03	104.93
	Earlier Years		32.81	13.77
	(2) Deferred Tax	13	538.51	64.21
VIII	Total Tax Expense		599.35	182.91
IX	Profit/(Loss) for the year from Continuing Operations (VII-VIII)		-501.81	845.57
X	Profit/(Loss) From Discontinued Operations (After Tax)		-	-
XI	Profit/(Loss) for the year (for continuing and discontinued operations) (IX+X)		-501.81	845.57
XII	Other Comprehensive Income			
	(i) Items that will not be reclassified to Profit or Loss			
	- Re-measurement of Defined Benefit Plans			
	- Net Gain / (Loss) on Fair Value of Equity Instruments	24	2057.72	-375.76
	(ii) Income Tax relating to items that will not be reclassified to Profit or Loss		-	-
	- Re-measurement of Defined Benefit Plans			
	(iii) Items that will be reclassified to Profit or Loss		-	-
	- Effective Portion of Gains and (Loss) on Hedging Instruments in Cash Flow		-	-
	(iv) Income Tax relating to items that will be reclassified to Profit or Loss		-	-
	Other Comprehensive Income		2057.72	-375.76
XIII	Total Comprehensive Income for the year (XI+XII)		1,555.91	469.82
	Earnings Per Equity Share (Face Value 10/- each)			
XIV	(for continuing and discontinued operations) :			
	(1) Basic EPS (Rs)	25	-0.16	0.26
	(2) Diluted EPS (Rs)	25	-0.16	0.26

As per attached report of even date  
For S. N Gupta & Associates (FRN:03817C)

Sd/-  
(CA S.N Gupta)  
Partner  
Membership No:072818

Sd/-  
(RITIKA GUPTA)  
Whole Time Director  
DIN : 01162997

Sd/-  
(RAJIV AGARWAL)  
Director  
DIN : 01141517

Sd/-  
(SANJAY KUMAR BHUTANI)  
Director  
DIN : 014115528

Place: Lucknow  
Date:30.05.2023

Sd/-  
(GEETA MEHROTRA)  
Chief Financial Officer

Sd/-  
(GEETANJALI)  
Company Secretary

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2023

(Rs in 000's)

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
<b>A. Cash flow from operating activities</b>		
Net Profit/(Loss) before extraordinary items and tax	97.54	1,028.49
<b>Add/(Less) : Adjustment for</b>		
Depreciation	0.81	16.91
Net Changes in Fair Value	-	-
Impairment on Financial Instruments	12.03	(638.91)
<b>Operating profit/(loss) before working capital changes</b>	<b>110.38</b>	<b>406.48</b>
<b>Change in working capital</b>		
<u>Adjustments for (increase)/decrease in operating assets:</u>		
Decrease /(Increase) in Trade Receivables	(0.50)	75.00
Decrease/(Increase) in Loans (Net)	3,276.87	3,317.77
Decrease/(Increase) in Other Non Financial Assets	1500.00	(1,710.00)
<u>Adjustments for increase/(decrease) in operating liabilities:</u>		
Increase/(decrease) in financial Liabilities	79.99	28.70
Increase/(decrease) in Non - financial Liabilities	2.50	(15.00)
Decrease in Trade Payable	0.00	(91.63)
<b>Cash Used in Operations</b>	<b>4,969.24</b>	<b>2,011.32</b>
Net Income Tax (paid)/refunds	(92.93)	(110.60)
<b>Net cash flow from/(used in) operating activities (A)</b>	<b>4,876.31</b>	<b>1900.73</b>
<b>B. Cash flow from investing activities</b>		
Investment in Term Deposit	(90.83)	(479.10)
Proceed from sale of Investment	0.50	-
<b>Net cash flow from/(used in) investing activities (B)</b>	<b>(90.33)</b>	<b>(479.10)</b>
<b>C. Cash flow from financing activities</b>		
<b>Net cash flow from/(used in) financing activities (C)</b>		-
<b>Cash &amp; cash equivalent at the beginning of the year</b>	<b>5,038.18</b>	<b>3,616.56</b>
<b>Net increase/ (decrease) in cash &amp; cash equivalent during year (A+B+C)</b>	<b>4,785.98</b>	<b>1,421.62</b>
<b>Cash &amp; cash equivalent at the end of the year *</b>	<b>9,824.16</b>	<b>5,038.18</b>
<b>* Comprises of</b>		
(a) Cash on hand	363.60	2.30
(b) Cheques and drafts on hand	487.38	-
(c) Balances with banks - In current accounts	1,873.18	1,588.93
(d) Term Deposit with original maturity upto 3 Months	7,100.00	3,446.94
	<b>9,824.16</b>	<b>5,038.18</b>
As per our attached report of even date	For and on behalf of the Board of the Directors	
For S.N.GUPTA & ASSOCIATES		
Chartered Accountants		
Sd/-	Sd/-	Sd/-
(CA S.N.GUPTA)	(RITIKA GUPTA)	(RAJIV AGARWAL)
Membership No. 072818	WholeTimeDirector	Director
FRN- 03817C	DIN : 01162997	DIN : 01141517
	Sd/-	Sd/-
Place: Lucknow	(GEETA MEHROTRA)	(GEETANJALI)
Dated : 30.05.2023	Chief Financial Officer	Company Secretary

**Notes to the Financial Statements for the year ended March 31, 2023****1. Company Information**

The company is a public limited company registered under the Companies Act, 1956 and is listed on the Metropolitan Stock Exchange of India. The company is a Non-deposit accepting NBFC registered with the RBI.

**2. Statement of Compliance**

**2.1.** These standalone or separate financial statements of the Company have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 and the other relevant provisions of the Act.

**2.2.** These standalone financial statements have been approved by Board of Directors (BOD).

**2.3. Material Accounting Policies**

The material accounting policies applied in preparation of the financial statements are as given below:

**2.3.1 Basis of Preparation and Measurement**

These financial statements have been prepared on going concern basis following accrual system of accounting. The assets and liabilities have been measured at historical cost or at amortized cost or at fair value at the end of each reporting period.

The statement of cash flows have been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

**2.3.2 Use of estimates and judgments and Estimation uncertainty**

In preparing these financial statements, management has made judgments, estimates and assumptions that effect the Company's accounting policies and the reported accounting policies and the reported amounts of assets, liabilities, income expense and the disclosures. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognized prospectively.

**2.3.3 Cash and Cash Equivalents**

Cash comprises cash on hand and demand deposits. The Company considers cash equivalents as all short term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

**2.3.4. Financial instruments****Initial Recognition**

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instruments.

On initial recognition, financial assets and financial liabilities are recognised at fair value plus/ minus transaction cost that is attributable to the acquisition or issue of financial assets and financial liabilities. In case of financial assets and financial liabilities which are recognised at fair value through profit and loss (FVTPL), its transaction costs is recognised in Statement of Profit and Loss.

**2.3.5. Financial assets**

The company has classified its financial asset at Amortised Cost, as the company follows business model, whose objective is to hold assets in order to collect contractual cash flows. The contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest.

Company does not reclassify its financial assets during the year.

The Company at initial recognition makes an irrevocable selection to classify all equity instruments as FVTOCI. An equity investment classified as FVTOCI is initially measured at fair value plus transaction costs. Subsequently, it is measured at fair value and, all fair value changes are recognised in Other Comprehensive Income (OCI) and accumulated in Reserve. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Company transfers the same within equity.

Net Gain / Loss on disposal of Equity investment is transferred between FVOCI reserve and retained earnings.

#### Impairment of financial assets

a) Subsequent to initial recognition, the Company recognizes expected credit loss (ECL) on financial assets measured at amortized cost which have become stressed. The Company presents the ECL charge or reversal (where the net amount is a negative balance for a particular period) in the Statement of Profit and Loss as "Impairment on financial instruments"

b) The impairment losses and reversals are recognised in Statement of Profit and Loss.

#### De-recognition of financial assets

The Company did not derecognise any financial asset during the year

#### Impairment of non-financial assets

In accordance with IND AS-36 Impairment of Assets to determine whether there is any indication of impairment as there is no significant change in the values and no indication of impairment observed during the year

#### 2.3.6. Financial liabilities

(i) All financial liabilities are subsequently measured at amortised cost using the effective interest rate (EIR) method.

(ii) De-recognition of financial liabilities

The Company has not derecognised financial liability during the year

#### 2.3.7 Property, Plant and Equipment (PPE) and Depreciation

(i) Items of PPE are initially recognised at cost. Subsequent measurement is done at cost less accumulated depreciation and accumulated impairment losses. There is no impairment loss during the year. No item of PPE retired from active use and held for disposal.

(ii) Depreciation is recognised so as to write-off the cost of assets less their residual values as per straight line method, over the estimated useful lives that are similar to as prescribed in Schedule II to the Companies Act, 2013. Residual value is estimated as 5% of the original cost of PPE.

#### 2.3.8. Provisions and Contingent Liabilities

(i) Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event, if it is probable that the Company will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

(ii) The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

(iii) Where it is not probable that an outflow of economic benefits will be required or the amount cannot be estimated reliably, the obligation is disclosed as contingent liability in notes to accounts, unless the probability of outflow of economic benefits is remote.

#### 2.3.9 Recognition of Income and Expenditure

(i) Interest income, on financial assets subsequently measured at amortized cost, is recognized using the Effective Interest Rate (EIR) method.

(ii) Interest on financial assets, is recognized on accrual basis in accordance with the terms of the respective contract.

(iii) Rebate on account of timely payment of interest by borrowers is recognized on receipt of entire interest amount due in time, in accordance with the terms of the respective contract and is netted against the corresponding interest income.

(vi) Other income and expenses are accounted on accrual basis, in accordance with terms of the respective contract.

v) When a financial asset becomes credit-impaired, no interest income is recognized on such asset. If the financial asset cures and is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis.

#### Fee and commission income :

Fee based income are recognised when they become measurable and when it is probable to expect their ultimate collection.

#### 2.3.10 Employee benefits

(i) In view of the number of employees being below the stipulated numbers, the Payment of Bonus and Payment of Gratuity Act are not applicable to the company for the year.

##### (ii) Short term employee benefits

Short term employee benefits such as salaries and wages are recognised in the Statement of Profit and Loss, in the period in which the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

#### 2.3.11 Leases

The Company does not Recognize any right-of-use asset and a lease liability at the lease commencement date due to short term in nature.

#### 2.3.12 Income Taxes

Income Tax expense comprises of current and deferred tax. It is recognised in Statement of Profit and Loss, except when it relates to an item that is recognized in OCI or directly in equity, in which case, tax is also recognised in OCI or directly in equity.

##### (i) Current Tax

Current tax is the expected tax payable on taxable income for the year, using tax rates enacted or substantively enacted and as applicable at the reporting date, and any adjustments to tax payable in respect of Previous Years.

Current tax assets and liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and liability on a net basis.

##### (ii) Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable income. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against liabilities, and they relate to income taxes levied by the same tax authority.

#### 2.3.13 Material prior period errors

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest period presented, the opening balances of assets, liabilities and equity for the earliest period presented, are restated.

#### 2.3.14 Earnings per share

Basic earnings per equity share is calculated by dividing the net profit or loss attributable to equity shareholders of the company by the weighted average number of equity shares outstanding during the financial year.

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

As per our attached report of even date

For and on behalf of Board of Directors

**For S.N. GUPTA & ASSOCIATES**

FRN -03817C

Chartered Accountants

**Sd/-**  
**(CA S.N. GUPTA)**  
Partner  
Membership no. 072818

**Sd/-**  
**(Ritika Gupta)**  
Whole Time Director

**Sd/-**  
**(Rajiv Agarwal)**  
Director

**Sd/-**  
**(Sanjay Kumar Bhutani)**  
Director

Place: Lucknow  
Date: 30.05.2023

**Sd/-**  
**(Geeta Mehrotra)**  
CFO

**Sd/-**  
**(Geetanjali)**  
Company Secretary

**Notes forming part of Financial Statement for the year ended 31st March 2023**

<b>3</b>	<b><u>Cash and Cash Equivalent</u></b>	<b>31.03.2023</b>	<b>31.03.2022</b>
	Cash on Hand	363.60	2.30
	Cheques and drafts on hand	487.38	0.00
	Balances with banks in current accounts	1,873.18	1588.93
	Term Deposits with original maturity upto 3 months	7,100.00	3,446.94
	Total	9,824.16	5,038.18
<b>4</b>	<b><u>Bank Balances Other Than Cash and Cash Equivalents</u></b>		
	Earmarked balances with banks -	-	-
	- Unclaimed dividend accounts	-	-
	Term deposits with maturity less than 12 months -		
	- Free	2,290.38	2,199.56
	- Under lien	-	-
	Total	2,290.38	2,199.56
<b>5</b>	<b><u>Receivable</u></b>		
	(I) Trade receivables		
	I. Secured, considered good	-	-
	II. Unsecured, considered good	100.23	100.23
		100.23	100.23
	III. Credit impaired		
	- Trade receivable on hire purchase transactions	-	-
	Less : Impairment loss allowance	-	-
		-	-
	Total Trade Receivables	100.23	100.23
	(II) Other Receivables	0.50	-
	Total Receivable	100.73	100.23

**Trade receivable Aging schedule -31.03.2023**

Particular	Outstanding for the following period from due date of payment					
	Less than 6 months	6 Months – 1 year	1-2 year	2-3 Years	More than 3 years	Total
I. Undisputed Trade Receivable - considered good	-	-	-	-	100.23	100.23
II. Undisputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
III. Undisputed Trade Receivable - credit impaired	-	-	-	-	-	-
IV. Disputed Trade Receivable - considered good	-	-	-	-	-	-
V. Disputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
IV. Disputed Trade Receivable - credit impaired	-	-	-	-	-	-

**Trade receivable Aging schedule-31.03.2022**

Particular	Outstanding for the following period from due date of payment					
	Less than 6 months	6 Months – 1 year	1-2 year	2-3 Years	More than 3 years	Total
I. Undisputed Trade Receivable - considered good	-	-	-	-	100.23	100.23
II. Undisputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
III. Undisputed Trade Receivable - credit impaired	-	-	-	-	-	-
IV. Disputed Trade Receivable - considered good	-	-	-	-	-	-
V. Disputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-
IV. Disputed Trade Receivable - credit impaired	-	-	-	-	-	-

**6** **LOANS**

**A.** **Loans (at amortised cost) :**

Retail Loans	12,285.03	14,915.47
Micro, Small and Medium Enterprise (MSME) financing	1,400.00	2,046.44
Trade Advances	-	-
Inter-Corporate Deposits to Related Parties	-	-
Total (Gross)	13,685.03	16,961.90
Less : Impairment Loss Allowance	202.00	202.00
<b>Total (Net)</b>	<b>13,483.03</b>	<b>16,759.90</b>



B.	I. Secured by Tangible Assets	-	-
	II. Secured by Intangible Assets	-	-
	III. Covered by Bank / Government Guarantees	-	-
	IV. Unsecured	13,685.03	16,961.90
	Total (Gross)	13,685.03	16,961.90
	Less : Impairment Loss Allowance	202.00	202.00
	<b>Total (Net)</b>	<b>13,483.03</b>	<b>16,759.90</b>
C.	<b><u>I. Loans in India</u></b>		
	a. Public Sector	-	-
	b. Others	13,685.03	16,961.90
	Total (Gross)	13,685.03	16,961.90
	Less : Impairment Loss Allowance	202.00	202.00
	Total (Net) - C (I)	13,483.03	16,759.90
	<b><u>II. Loans Outside India</u></b>		
	Less : Impairment Loss Allowance	-	-
	Total (Net) - C (II)	-	-
	Total (Net) - C (I+II)	13,483.03	16,759.90

## 8. PROPERTY, PLANT AND EQUIPMENTS

Particulars	Furniture &Fixtures	Office Equipment	Air conditioner	Computer	Total
<u>GROSS CARRYING AMOUNT</u>					
<b>Balance as at 1 April 2021</b>	92.85	206.15	213.10	47.20	559.29
Additions during the year	-	-	-	-	-
Disposals / deductions during the year	-	-	-	-	-
<b>Balance as at 31 March 2022</b>	<b><u>92.85</u></b>	<b><u>206.15</u></b>	<b><u>213.10</u></b>	<b><u>47.20</u></b>	<b><u>559.29</u></b>
<b>Balance as at 1 April 2022</b>	92.85	206.15	213.10	47.20	559.29
Additions during the year					
Disposals / deductions during the year					
<b>Balance as at 31 March 2023</b>	<b><u>92.85</u></b>	<b><u>206.15</u></b>	<b><u>213.10</u></b>	<b><u>47.20</u></b>	<b><u>559.29</u></b>
<u>ACCUMULATED DEPRECIATION AND IMPAIRMENT LOSSES</u>					
<b>Balance as at 1 April 2021</b>	86.66	206.15	187.84	44.84	525.49
Additions during the year	0.81	-	16.10	-	16.91
Disposals / deductions during the year	-	-	-	-	-
<b>Balance as at 31 March 2022</b>	<b><u>87.47</u></b>	<b><u>206.15</u></b>	<b><u>203.94</u></b>	<b><u>44.84</u></b>	<b><u>542.40</u></b>
<b>Balance as at 1 April 2022</b>	87.47	206.15	203.94	44.84	542.40
Additions during the year	0.81	-	-	-	0.81
Disposals / deductions during the year	-	-	-	-	-
<b>Balance as at 31 March 2023</b>	<b><u>88.27</u></b>	<b><u>206.15</u></b>	<b><u>203.94</u></b>	<b><u>44.84</u></b>	<b><u>543.20</u></b>
<u>NET CARRYING AMOUNT</u>					
<b>As at 31 March 2022</b>	<b>5.38</b>	<b>0.00</b>	<b>9.16</b>	<b>2.36</b>	<b>16.89</b>
<b>As at 31 March 2023</b>	<b>4.57</b>	<b>0.00</b>	<b>9.16</b>	<b>2.36</b>	<b>16.09</b>

9	<b><u>OTHER NON-FINANCIAL ASSETS</u></b>	<b><u>31.03.2023</u></b>	<b><u>31.03.2022</u></b>
	Tax Deducted at Sources/Advance Tax	106.25	151.06
	Income Tax Refund Due	-	-
	Other receivables	1,800.00	1,800.00
	Capital Advances*	210.00	1710.00
	* Capital advance include adv. for shop in settlement of loan given to builder Total	2,116.25	3,661.06

**7 Investments**

Rs in 000's

Particular	31 March 2023						31 March 2022					
	At Fair Value						At Fair Value					
	Amortised Cost	Through OCI	Through Profit or Loss	Sub-Total	Others (at cost)	Total	Amortised Cost	Through OCI	Through Profit or Loss	Sub-Total	Others (at cost)	Total
<b>Equity Instruments of Other Entities</b>												
a. Subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-
b. Associates	-	-	-	-	-	-	-	-	-	-	-	-
c. Others :												
Equity Investments in Gyan Circuitronics Pvt. Ltd.	-	101.25	-	101.25	-	101.25	-	105.12	-	105.12	-	105.12
Equity Investments in Gyan Scientific Traders(India) Pvt. Ltd.	-	6,650.09	-	6,650.09	-	6,650.09	-	5,141.97	-	5,141.97	-	5,141.97
Equity Investments in Pramod Telecom Ltd.	-	50.40	-	50.40	-	50.40	-	38.27	-	38.27	-	38.27
Equity Investments in Skyline Financial Services Pvt. Ltd.	-	0.00	-	0.00	-	0.00	-	0.01	-	0.01	-	0.01
Equity Investments in Sonu Colonisers Pvt. Ltd.	-	2,328.40	-	2,328.40	-	2,328.40	-	1,787.46	-	1,787.46	-	1,787.46
<b>Total - Gross (A)</b>	-	<b>9,130.14</b>	-	<b>9,130.14</b>	-	<b>9,130.14</b>	-	<b>7,072.82</b>	-	<b>7,072.82</b>	-	<b>7,072.82</b>
I. Investments outside India	-	-	-	-	-	-	-	-	-	-	-	-
II. Investments in India	-	<b>9,130.14</b>	-	<b>9,130.14</b>	-	<b>9,130.14</b>	-	<b>7,072.82</b>	-	<b>7,072.82</b>	-	<b>7,072.82</b>
<b>Total - Gross (B)</b>	-	<b>9,130.14</b>	-	<b>9,130.14</b>	-	<b>9,130.14</b>	-	<b>7,072.82</b>	-	<b>7,072.82</b>	-	<b>7,072.82</b>
Less: Allowance for Impairment Loss (C)	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total - Net D (A-C)</b>	-	<b>9,130.14</b>	-	<b>9,130.14</b>	-	<b>9,130.14</b>	-	<b>7,072.82</b>	-	<b>7,072.82</b>	-	<b>7,072.82</b>

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**PAYABLES****31.03.2023****31.03.2022****I) Trade Payables**

i) Total outstanding dues of micro enterprises and small enterprises

-

ii) Total outstanding dues of creditors other than micro enterprises and small enterprises

-

**II) Other Payables**

i) total outstanding dues of micro enterprises and small enterprises

-

ii) total outstanding dues of creditors other than micro enterprises and small enterprises

-

Total

-

Trade Payable Aging schedule :

Particular	Outstanding for following period from due date of payment				
	Less than 1 year	1-2 year	2-3 year	More than 3 yrs	Total
I. MSME	-	-	-	-	-
II. Others	-	-	-	-	-
III. Disputed Dues – MSME	-	-	-	-	-
IV. Disputed Dues - Others	-	-	-	-	-

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**OTHER FINANCIAL LIABILITIES****31.03.2023****31.03.2022**

Salary, Bonus and performance payable

192.87

164.88

Professional fees payable

52.00

-

Audit Fees Payable

25.00

25.00

Total

269.87

189.88

12

**PROVISIONS****31.03.2023****31.03.2022**

Provision on Financial Assets

Standard Asset

54.03

41.90

Provision for Tax

28.03

104.93

Total

82.07

146.83

13

**DEFERRED TAX ASSETS (Net)**

	Balance as at 31 <sup>st</sup> March 2021	Charge/(Credit) to Profit and Loss	Charge/(Credit) to Equity	Charge/(Credit) to OCI	Balance as at 31 <sup>st</sup> March 2022	Charge/(Credit) to Profit and Loss	Charge/(Credit) to Equity	Charge/(Credit) to OCI	Balance as at 31 <sup>st</sup> March 2023
Tax effect of items constituting deferred tax Liabilities :									
- Application of EIR on Financial Assets	842.51	-	-	-97.70	744.81	-	-	534.90	1,279.71
-others	15.85	-0.78	-	-	15.07	3.61	-	-	18.68
<b>Total DTL</b>	<b>858.36</b>	<b>-0.78</b>	<b>-</b>	<b>-97.70</b>	<b>759.88</b>	<b>3.61</b>	<b>-</b>	<b>534.90</b>	<b>1,298.40</b>
Tax effect of items constituting deferred tax Assets :									
- Allowances for ECL	359.93	-165.34	-	-	194.59		-	-	194.59
- Application of EIR on Financial Asset	37.81	2.65	-	-	40.46		-	-	40.46
-others	2.78	-	-	-	2.78		-	-	2.78
<b>Total DTA</b>	<b>400.51</b>	<b>-162.69</b>	<b>-</b>	<b>-</b>	<b>237.82</b>		<b>-</b>	<b>-</b>	<b>237.82</b>
<b>Net Deferred Tax Assets</b>	<b>457.85</b>	<b>-161.91</b>	<b>-</b>	<b>97.70</b>	<b>522.06</b>	<b>-3.61</b>	<b>-</b>	<b>-534.90</b>	<b>1060.57</b>

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**OTHER NON-FINANCIAL LIABILITIES****31.03.2023****31.03.2022**

Statutory dues and taxes payable

2.50

-

Total

2.50

-

15 **EQUITY SHARE CAPITAL**

<b>Authorised :</b>	<b>31.03.2023</b>	<b>31.03.2022</b>
100,00,000 Equity Shares of Rs 10/-each(P.Y 3500000 Equity Shares of Rs 10/- each)	1,00,000.00	35,000.00
<b>Issued, Subscribed and Paid-up :</b>		
32,10,500 Equity Shares of Rs. 10/- each fully paid up(P.Y 32,10,500 Equity shares of Rs 10/- each fully paid up)	32,105.00	32,105.00
Adjusted Issued, Subscribed and Paid Up share Capital	32,105.00	32,105.00

	<b>31.03.2023</b>		<b>31.03.2022</b>
	<b>No. of Shares</b>	<b>Rs. (In 000's)</b>	<b>No. of Shares</b>
<b>a</b> Reconciliation of number of equity shares and amount outstanding:			
Issued, Subscribed and paid-up:			
Balance at the beginning of the year	3,210,500	32,105.00	3,210,500
Add : Fresh allotment of shares :	-	-	-
Balance at the end of the year	3,210,500	32,105.00	3,210,500
<b>b</b> Number of equity shares held by holding company or ultimate holding company including shares held by its subsidiaries / associates:	-	-	-
<b>c</b> Shareholders holding more than 5 percent of the aggregate shares:			
1. Suisse Holdings & Properties Pvt. Ltd.	234,500	2,345.00	234,500
<b>d</b> Terms/rights attached to equity shares :	-	-	-
The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.			

<b>Shareholding pattern of Promoters</b>			
<b>Shares held by the promoters at the end of the year</b>			<b>% Change during the year</b>
<b>Name of Promoter</b>	<b>No. of Shares</b>	<b>% of Total Shares</b>	
SANJAY KUMAR BHUTANI	1,28,700	4.009	-
RAJIV AGARWAL	98,200	3.059	-

16 **A. EQUITY SHARE CAPITAL****1. 31.03.2023**

<b>Balance as at 01.04.2022</b>	<b>Changes in Equity Share Capital due to prior period errors</b>	<b>Restated balance at the beginning of the current reporting period</b>	<b>Changes in equity share capital during the current year</b>	<b>Balance as at 31.03.2023</b>
32105.00	0	0	0	32105.00

**2. 31.03.2022**

<b>Balance as at 01.04.2021</b>	<b>Changes in Equity Share Capital due to prior period errors</b>	<b>Restated balance at the beginning of the current reporting period</b>	<b>Changes in equity share capital during the current year</b>	<b>Balance as at 31.03.2022</b>
32105.00	0	0	0	32105.00

**B. OTHER EQUITY**

Particulars	Reserves and Surplus		Other Comprehensive Income	
	Statutory Reserve as per Section 45IC of the RBI Act, 1934	Retained Earnings	Equity Instruments through Other comprehensive Income	Total
<b>Balance as at 01.04.2021</b>	<b>336.38</b>	<b>774.46</b>	<b>304.22</b>	<b>1,415.06</b>
Profit for the year	-	845.57	-	303.97
Re-measurement of Defined Benefit Plans	-	-	-	-
Other Comprehensive Income/(Expense)	-	-	-375.76	-375.76
<b>Total Comprehensive Income</b>	-	-	-	-
Dividends	-	-	-	-
Dividend Distribution Tax	-	-	-	-
Transfer to/from retained earnings	169.11	-169.11	-	-
Issuance of Bonus Equity shares	-	-	-	-
Additions/Deletion during the year(net)	-	-	-	-
Fair Value Gain/Loss During the period	-	-	-	-
Net Actuarial Gain/(Loss) on defined Benefit Plans	-	-	-	-
Net off Taxes	-	-	-	-
Transaction cost arising on issue of equity shares	-	-	-	-
<b>Balance as at 31.03.2022</b>	<b>505.49</b>	<b>1,450.92</b>	<b>-71.53</b>	<b>1,884.87</b>
Profit for the year	-	-501.81	-	-501.81
Re-measurement of Defined Benefit Plans	-	-	-	-
Other Comprehensive Income/(Expense)	-	-	2,057.72	2,057.72
<b>Total Comprehensive Income</b>	-	-	-	-
Dividends	-	-	-	-
Dividends Distribution Tax	-	-	-	-
Transfer to/from retained earnings	-	0.39	-0.39	-
Additions/Deletion during the year (net)	-	-	-	-
Reclassification of gain/loss on sale of Equity Instrument measured at OCI	-	-	-	-
<b>Balance as at 31.03.2023</b>	<b>505.49</b>	<b>949.49</b>	<b>1,985.80</b>	<b>3,440.78</b>

**17 INTEREST INCOME**

i)	On financial instruments measured at Amortized cost
	Interest on loans
	Interest on term deposits with banks
	Interest on Income Tax Refund
	Total

**31.03.2023      31.03.2022**

2,018.28	2,061.05
234.25	147.57
-	09.77
<b>2,252.53</b>	<b>2,218.38</b>

**18 FEES AND COMMISSION INCOME**

Fees
Total

50.00	30.00
<b>50.00</b>	<b>30.00</b>

**19 FINANCE COSTS**

Bank Charges
Total

1.69	1.51
<b>1.69</b>	<b>1.51</b>

**20 IMPAIRMENT ON FINANCIAL INSTRUMENTS**

On financial instruments measured at Amortised cost

Standard Assets	12.03	-3.00
Sub standard	-	-635.92
Total	12.03	-638.91

**21 EMPLOYEE BENEFITS EXPENSES**

Salaries and wages

	1,268.47	1,204.17
--	----------	----------

Total	1,268.47	1,204.17
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**22 DEPRECIATION, AMORTIZATION AND IMPAIRMENT**

Depreciation on Property, Plant and Equipment

	0.81	16.91
--	------	-------

Total	0.81	16.91
-------	------	-------

**23 OTHER EXPENSES**

Office Rent	180.00	180.00
Office Maintenance	12.16	14.99
Meeting & Related Expenses	15.57	20.95
Professional & Legal Fees	27.18	15.00
Miscellaneous expenses	9.38	7.46
Communication Expenses	4.08	22.71
Traveling & Conveyance Expenses	4.50	13.88
Fees & Taxes	629.94	340.30
Payment to the auditors		
- As auditor - Statutory Audit	20.00	20.00
- For Other Matters	5.00	5.00
Postage Expenses	5.03	4.51
Printing & Stationery Expenses	9.15	11.41
Total	922.00	656.22

**24 ACCUMULATED OTHER COMPREHENSIVE INCOME**

A) Items that will not be reclassified to profit or loss

- Net gain / (loss) on equity instruments through OCI	2,057.82	-375.76
- Income tax impact thereon	0.10	-
Sub total (A)	2,057.72	-375.76

B) Items that will be reclassified to profit or loss

- Net gain / (loss) on debt instruments through OCI	-	-
- Income tax impact thereon	-	-
Sub total (B)	-	-
Other Comprehensive Income (A + B)	2,057.72	-375.76

**25 EARNING PER SHARE (EPS)**

Profit for the year (Rs. in lakhs)	-501.81	845.57
Weighted average number of Equity Shares used in computing basic EPS	3,210,500	3,210,500
Effect of potential dilutive Equity Shares	3,210,500	3,210,500
Weighted average number of Equity Shares used in computing diluted EPS	3,210,500	3,210,500
Basic Earnings per share (Rs.) (Face value of Rs. 10/- per share)	(0.16)	0.26
Diluted Earnings per share (Rs.)	(0.16)	0.26

**26 RELATED PARTIES**

(i) Name of related parties and description of relationship:

**A .Key Managerial Personnel ('KMP') and their Relatives**

Mr. Sudhir Jaiswal  
 Ms. Shiwani Singh  
 Ms. Geeta Mehrotra  
 Ms. Geetanjali  
 Ms. Ritika Gupta

**Nature of Relationship**

CEO  
 Former Company secretary  
 CFO  
 Company Secretary  
 WTD and Women Director

**B. Directors**

Mr. Rajiv Agarwal  
 Mr. Sanjay Kumar Bhutani  
 Mr. Bajrang Bahadur Pandey  
 Mr. Ravi Shankar Malviya

**Nature of Relationship**

Director  
 Director  
 Independent Director  
 Independent Director

(ii) Related party transactions during the year and balance receivable from and payable to related parties as at the balance sheet date:

Name of related party	Nature of transaction	Transaction value for the year ended 31 March 2023	Outstanding amount as at 31 March 2023	Transaction value for the year ended 31 March 2022	Outstanding amount as at 31 March 2022
<b>A Key Managerial Personnel ('KMP') and their Relatives</b>					
Mr. Sudhir Jaiswal	Remuneration	192.00	16.00	188.50	16.00
Ms. Shiwani Singh (Former Company Secretary)	Remuneration	-	-	196.47	-
Ms. Geeta Mehrotra	Remuneration	144.00	12.00	144.00	12.00
Ms. Geetanjali	Remuneration	226.69	26.15	-	-
<b>B Directors</b>					
Ms. Ritika Gupta	Remuneration	600.00	50.00	600.00	50.00
Mr. Rajiv Agarwal	Rent	90.00	-	90.00	22.50
Mr. Sanjay Kumar Bhutani	Rent	90.00	-	90.00	22.50

**Note 27** Contingent liabilities and commitments

1) Contingent liabilities and commitments (to the extent not provided for)

As at 31 March 2023      As at 31 March 2022

A) Contingent liabilities

-      -

**Note 28** Disclosure of complaints**Customer complaints**

No. of complaints pending at the beginning of the year	-	-
No. of complaints received during the year	-	-
No. of complaints redressed during the year	-	-
No. of complaints pending at the end of the year	-	-

**Note 29** Disclosures relating to fraud in terms of the notification issued by Reserve Bank of India

During the year ended 31 March 2023 and 31 March 2022 no frauds has been detected and reported.

**Note 30** Employee benefits

In view of the number of employees being below the stipulated numbers, the Payment of Bonus and Payment of Gratuity Act are not applicable to the company for the year.

**Note 31** Ratios

Particulars	31.03.2023	31.03.2022
i) Capital to risk –weighted assets ratio(CRAR)	129.35	117.58
ii) Tier I CRAR	123.60	117.83
iii) Tier II CRAR	5.74	-0.25
iv) Liquidity Coverage Ratio	4447.84	3811.76
Liquidity Coverage Ratio = $\frac{\text{Value of high quality liquid Assets}}{\text{Total Net cash outflows over the next 30 calendar Days}}$		
<u>Value of high quality liquid assets</u>		
Level-1	12114544.08	7237734.98
Level-2A	0	0
Level-2B	0	0
Total net cash outflows over the next 30 calendar days	272369	189879

## Asset Classification as per RBI Norms

Rs in 000's

Particulars	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7) = (4)-(6)
<b>Performing Assets</b>						
Standard	Stage 1	12,726.63	-	12,726.63	50.91	-50.91
	Stage 2	554.41	-	554.41	2.21	-2.21
<b>Subtotal</b>		13,281.04	-	13,281.04	53.12	-53.12
<b>Non-Performing Assets (NPA)</b>						
Substandard	Stage 3	-	-	-	-	-
Doubtful - up to 1 year	Stage 3	-	-	-	-	-
1 to 3 years	Stage 3	-	-	-	-	-
More than 3 years	Stage 3	202.00	202.00	-	202.00	-
<b>Subtotal for doubtful</b>		202.00	202.00	-	202.00	-
Loss	Stage 3	-	-	-	-	-
<b>Subtotal for NPA</b>		202.00	202.00	-	202.00	-
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
<b>Subtotal</b>		-	-	-	-	-
<b>Total</b>	<b>Stage 1</b>	12,726.63	-	12,726.63	50.91	-50.91
	<b>Stage 2</b>	554.41	-	554.41	2.21	-2.21
	<b>Stage 3</b>	202.00	202.00	-	202.00	-
	<b>Total</b>	13,483.04	202.00	13,281.04	255.124	-53.12

For S.N. GUPTA &amp; ASSOCIATES (FRN-03817C)

For and on Behalf of Board of Directors

Chartered Accountants

Sd/-  
(CA S.N. GUPTA)  
Partner  
Membership no. 072818

Sd/-  
(RITIKAGUPTA)  
Whole Time Director  
DIN: 01162997

Sd/-  
(RAJIVAGARWAL)  
Director  
DIN: 01141517

Sd/-  
(SANJAY KR BHUTANI)  
Director  
DIN:01415528

Sd/-  
(GEETA MEHROTRA)  
CFO

Sd/-  
(GEETANJALI)  
Company Secretary

Place : Lucknow  
Date : 30.05.2023



Schedule .Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank Directions, 2007)

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	ii. Debentures and Bonds iii. Units of mutual funds iv. Government Securities v. Others (please specify)	
	2. <u>Unquoted</u> : i. Shares : Equity : Preference ii. Debentures and Bonds iii. Units of mutual funds iv. Government Securities Others (please specify)	9,130.14 -- -- -- --
5)	<b>Borrower group-wise classification of assets financed as in (2) and(3) above:</b>	
	Category	Amount net of provisions
		Secured      Unsecured      Total
	<u>Related Parties</u>	
	a) Subsidiaries	-
	b) Companies in the samegroup	-
	c) Other related parties	-
	<u>Other than related parties</u>	13,483.03      13,483.03
	<b>Total</b>	<b>13,483.03      13,483.03</b>
6)	<b>Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):</b>	
	Category	Market Value / Breakup or fair value or NAV
	<u>Related Parties</u>	
	a) Subsidiaries	-
	b) Companies in the samegroup	-
	c) Other related parties	-
	<u>Other than related parties</u>	9,130.14      9,130.14
	<b>Total</b>	<b>9,130.14      9,130.14</b>
7)	<b>Other information</b>	
	Particulars	Amount
	Gross Non-Performing Assets	
	a) Related parties	-
	b) Other than related parties	202.00
	Net Non-Performing Assets	
	a) Related parties	-
	b) Other than related parties	202.00
	Assets acquired in satisfaction of debt	-

For and on behalf of the Board of Directors

Sd/-  
(Ritika Gupta)  
Director  
DIN - 01162997

Sd/-  
(Rajiv Agarwal)  
Director  
DIN :01141517

Sd/-  
(Sanjay Kumar Bhutani)  
Director  
DIN :0141552

Place : Lucknow  
Dated : 30.05.2023

BLANK SHEET