



Registered Office: G-72, First Floor, Kirti Nagar, Delhi Industrial Area, West Delhi, New Delhi 110015  
Tel.:011- 45061917, FAX: 45061922, E-mail: compliance4arihant@ gmail.com  
Website: <https://arihantclassic.in/> CIN: L65910DL1995PLC431057

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To,

The Head – Listing & Compliance  
Metropolitan Stock Exchange of India Ltd. (MSEI)  
Vibgyor Tower, 4th Floor, Plot No C-62,  
G – Block, Opp. Trident Hotel  
Bandra Kurla Complex, Bandra (E), Mumbai – 400098 (India)

**Sub: Notice of 29<sup>th</sup> Annual General Meeting and Annual Report for the Financial Year 2023-24.**

Kindly note that the 29<sup>th</sup> Annual General Meeting (“AGM”) of the Company is scheduled to be held on Saturday, September 28, 2024 at 01:00 PM (IST) through Video Conference (“VC”) / Other Audio Visual Means (“OAVM”), in compliance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with General Circular Nos. Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, issued by the Ministry of Corporate Affairs followed by Circular No. 20/ 2020 dated May 05, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022, and the latest one being General Circular No. 09/2023 dated September 25, 2023 (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/DDHS/DDHS\_Div2/P/CIR/2022/079 dated 3rd June, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, issued by the Securities and Exchange Board of India (SEBI) (“Circulars”) issued by SEBI and other applicable circulars issued in this regards (collectively referred to as “Circulars”).

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice convening the 29<sup>th</sup> AGM and the Annual Report of the Company for the Financial Year (F.Y.) 2023-24.

In accordance with the aforesaid circulars, the Notice convening the 29<sup>th</sup> AGM and the Annual Report of the Company for the F.Y. 2023-24 is being sent to all the Members of the Company whose e-mail addresses are registered with the Company / Depository Participant(s).

The Notice convening the 29<sup>th</sup> AGM along with the Annual Report for the F.Y. 2023-24 is also uploaded on the Company's website at <https://arihantclassic.in/investor-relations.aspx>, website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and on the website of Metropolitan Stock Exchange at <https://www.msei.in/>.

We request you to take the same on your record.

Thanking You.

Yours faithfully,

**For ARIHANT CLASSIC FINANCE LIMITED**

**Pooja Chugh**  
**Designation: Company Secretary**  
**Membership No: A46833**

Encl.: a/a



Registered Office: G-72, First Floor, Kirti Nagar, Delhi Industrial Area, West Delhi, New Delhi 110015  
Tel.:011- 45061917, FAX :45061922, E-mail: [compliance4arihant@gmail.com](mailto:compliance4arihant@gmail.com)  
Website: <https://arihantclassic.in/> CIN: L65910DL1995PLC431057

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## **29TH ANNUAL REPORT 2023-24**

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## CORPORATE INFORMATION

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### THE BOARD:

- ❖ **Mayur Jain,** Chairperson & Non-Executive Director
- ❖ **Tina Hasmukh Mutha,** Managing Director & Executive Director
- ❖ **Madhu Doshi,** Non-Executive Director
- ❖ **Jatin Kakkar,** Non-Executive Independent Director
- ❖ **Vikram Kishore Mutha,** Non-Executive Independent Director
- ❖ **Mohit Chaturvedi,** Non-Executive Independent Director

### COMPANY SECRETARY

Pooja Chugh

(Appointed w.e.f, 09.05.2024)

Neeraj Kumar

(From 01.03.2023 to 09.5.2024)

### CHIEF FINANCIAL OFFICER

Abhishek Jain

(Appointed w.e.f., 08.11.2023)

Ankita Kothari

(From 01.01.2022 to 8.11.2023)

### AUDITOR (S)

M/s. NJG & Co.

708( 115), New Delhi House

27, Barakhamba Road, New Delhi – 110001

### REGISTERED OFFICE:

G-72, First Floor, Kirti Nagar, Delhi Industrial Area, West Delhi, New Delhi, India, 110015

### CIN, WEBSITE ADDRESS AND EMAIL

(L65910DL1995PLC431057)

<http://arihantclassic.in/>

[compliance4arihant@gmail.com](mailto:compliance4arihant@gmail.com)

### SHARE REGISTRAR AGENT

**M/s Alankit Assignments Limited**

Alankit House , 4E/2 Jhandewalan Extension

New Delhi – 110055

**Contact Person:** Mr. Virender Sharma

**e-mail id:** virenders@alankit.com

## NOTICE

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Notice is hereby given that the 29<sup>th</sup> Annual General Meeting of the Members of **Arihant Classic Finance Limited** is scheduled to be held on Saturday, 28<sup>th</sup> September, 2024 at 01:00 P.M. through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') facility to transact the following:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March 2024, the Profit and Loss Account and the Cash Flow Statement of the Company for the year ended 31<sup>st</sup> March 2024, notes to Financial Statements, Board's Report and Auditor's Report thereon.
2. To appoint a director in place of Mr. Mayur Jain (DIN: 00626354), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

**BY ORDER OF THE BOARD**  
**For Arihant Classic Finance Limited**

**Date: 23.08.2024**  
**Place: Delhi**

**Pooja Chugh**  
**Company Secretary & Compliance Officer**  
**Membership No: A46833**

**NOTES:**

- i. The Ministry of Corporate Affairs (MCA) allowed conducting Annual General Meeting (“AGM”) through Video Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”) and dispensed physical presence of the Members at a common venue. Accordingly, MCA issued General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, issued by the Ministry of Corporate Affairs followed by Circular No. 20/ 2020 dated May 05, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and the latest one being General Circular No. 09/2023 dated September 25, 2023 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/DDHS/DDHS\_Div2/P/CIR/2022/079 dated 3rd June, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities and Exchange Board of India (SEBI) ("Circulars") and other applicable circulars issued in this regards (collectively referred to as “Circulars”), have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 29<sup>th</sup>AGM on Saturday, 28<sup>th</sup> September 2024 at 1:00 P.M. of the Company is being convened and conducted through VC/ OAVM.
- ii. The Company has appointed National Securities Depository Limited (“NSDL”), to provide VC/OAVM facility for the Annual General Meeting (AGM) and the attendant enablers for conducting of the AGM.
- iii. **Pursuant to the provisions of the Act, a member entitled to attend and vote at the e-AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
- iv. Corporate shareholders (i.e., other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email through its

registered email address to [compliance4arihant@gmail.com](mailto:compliance4arihant@gmail.com) with a copy marked to [csronisoni@gmail.com](mailto:csronisoni@gmail.com).

- v. The deemed venue for 29<sup>th</sup> e-AGM shall be the Registered Office of the Company i.e., G-72, First Floor, Kirti Nagar, Delhi Industrial Area, West Delhi, New Delhi 110015.
- vi. Pursuant to the provisions of the MCA and SEBI Circulars for conducting AGM through VC/OAVM:
  - Members can attend the Meeting using the remote e-voting login credentials provided to them to connect to Video conference as the process mentioned below.
  - In case of joint holders attending the AGM through VC/OAVM, only such joint holder who is higher in the order of names will be entitled to do the e-Voting.
- vii. The facility of joining the e-AGM through VC/OAVM will be opened 15 minutes before and will be open upto 15 minutes after the scheduled start time of the e-AGM.
- viii. Members are requested to notify change in their address, if any, immediately to the R&T Agent of the Company.
- ix. The attendance of the Members (members logins) attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- x. The Company has appointed **M/s. Roni & Associates**, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.
- xi. Pursuant to Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and in line with the MCA Circulars, the Notice calling the AGM and Annual Report has been uploaded on the website of the Company at <https://arihantclassic.in/investor-relations.aspx?type=91>, website of Stock Exchange at <https://www.msei.in/> and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The notice of the 29<sup>th</sup> AGM along with the Annual Report 2023-24 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories.
- xii. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company’s Registrar and Share Transfer Agent, **Alankit Assignments Limited**, Alankit House, 4E/2 Jhandewalan Extension, New Delhi – 110055.



- xiii. In accordance with the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, transfers of securities of the Company shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in corporate actions.
- xiv. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
- xv. In case of any queries regarding the Annual Report, the Members may write to [compliance4arihant@gmail.com](mailto:compliance4arihant@gmail.com) to receive an email response.
- xvi. Pursuant to the requirement of Regulation 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and respective provisions of Secretarial Standard-2, the brief profile/particulars of the Directors of the Company seeking their appointment or re-appointment at the Annual General Meeting (AGM) is annexed hereto.
- xvii. The Explanatory Statement pursuant to Section 102 of the Companies Act 2013 ('Act') setting out details/ material facts relating to the proposed special business(es) is not required as there is no Special Business.
- xviii. The Company has been maintaining, inter alia, the following statutory registers at its Registered Office – Delhi:
- i. Register of contracts or arrangements in which directors are interested under Section 189 of the Act.
  - ii. Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act.

In accordance with the MCA circulars, the said registers shall be made accessible during the AGM for inspection, through electronic mode and the Shareholders can view the statutory registers of the Company after log in to <https://www.evoting.nsdl.com> and clicking the button next to Thumb symbol.

- xix. As the 29<sup>th</sup> AGM is being held through electronic means, the route map is not annexed to this Notice.

- xx. **Voting through electronic means:** Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing remote e-voting facility to enable the Members to cast their votes electronically on all the resolutions set forth in the Notice convening the 29th AGM. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facilities.

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

**The remote e-voting period begins on Tuesday, September 24, 2024 at 09:00 A.M. and ends on Friday, September 27, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, September 21, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, September 21, 2024.**

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

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





**Step 1: Access to NSDL e-Voting system**

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “ <b>Beneficial Owner</b> ” icon under “ <b>Login</b> ” which is available under ‘ <b>IDeAS</b> ’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ <b>Access to</b>

	<p><b>e-Voting”</b> under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <ol style="list-style-type: none"> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select <b>“Register Online for IDeAS Portal”</b> or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App <b>“NSDL Speede”</b> facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <p>  <b>App Store</b>       <b>Google Play</b> </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>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 Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and</li> </ol>

	<p>click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <ol style="list-style-type: none"> <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 CDSL 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>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

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

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

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

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
  - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to <[csronisoni@gmail.com](mailto:csronisoni@gmail.com)> with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.com](mailto:evoting@nsdl.com)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [compliance4arihant@gmail.com](mailto:compliance4arihant@gmail.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to ([compliance4arihant@gmail.com](mailto:compliance4arihant@gmail.com)). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.](#)



3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (**compliance4arihant@gmail.com**). The same will be replied by the company suitably.
6. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at **compliance4arihant@gmail.com** between 24<sup>th</sup> September, 2024 (9.00 a.m. IST) till 27<sup>th</sup> September, 2024.

**BY ORDER OF THE BOARD  
For Arihant Classic Finance Limited**

**Date: 23.08.2024  
Place: Delhi**

**Pooja Chugh  
Company Secretary & Compliance Officer  
Membership No: A46833**

## ANNEXURE A

The details of Directors seeking appointment/re-appointment as per Regulation 36(3) of the SEBI (LODR) 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India is appended below:

<b>PARTICULARS</b>	<b>Mr. Mayur Jain</b>
Designation	Director
DIN	00626354
Date of Birth	05-10-1980
Age	43
Date of first appointment	10-10-2000
Qualifications and Experience	Mr. Mayur Jain is a Higher Secondary qualified and has been associated with the company since 2000 as a Non-executive Director. He is well-versed with the functions and management of the company.
Expertise in specific functional area	Management & Business Development
Directorships held in Other Companies in India	Yes
Chairman/ Member of Committee of the Board of other Companies in which they are director	None
Shareholding in the Company	5,00,000 Shares constituting 4.93% of the Capital of the Company
Inter-se Relationship between Directors/ Mangers/Key Managerial Personnel	Mrs. Madhu Doshi, Mother Mrs. Tina Hasmukh Mutha, Sister
Terms and Conditions of Appointment / Re-appointment and Remuneration	As mentioned in the Resolution.
Remuneration Last Drawn	None
Number of Board Meetings Attended during the Financial Year 2023-24	6

**BY ORDER OF THE BOARD**  
**For Arihant Classic Finance Limited**

**Date: 23.08.2024**  
**Place: Delhi**

**Pooja Chugh**  
**Company Secretary & Compliance Officer**  
**Membership No: A46833**

## DIRECTORS' REPORT

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Dear Members,

**Arihant Classic Finance Limited**

Your Directors are pleased to present before you the Annual Report of the Company along with the Audited Financial Statement of the Company for the financial year ending March 31, 2024.

### 1. FINANCIAL RESULTS:

The Company's financial performance for the year under review along with previous year's figures is given hereunder:

(in Lakhs)

<b>PARTICULARS</b>	<b>Year ended 31st March, 2024</b>	<b>Year ended 31st March, 2023</b>
Sales & Other Income	548.36	276.17
Total Expenses	21.40	173.56
Profit/(Loss) for the year	526.95	102.61
Less: Provision for Taxation	-	-
Less: Income Tax	40.57	26.26
Less: Deferred Tax	-	-
Profit/(Loss) after Tax	486.38	73.36
<b>Balance Carried Forward to Balance Sheet</b>	<b>486.39</b>	<b>73.36</b>

### 2. DIVIDEND:

The interest of shareholders remains uppermost in the mind of the Board of Directors. However, there is an equally important need to augment the Company's internal sources thereby increasing the Company's financial strength and capability to increase the financial business.

Accordingly, with a view to create the long -term economic value, your Directors have not recommended any dividend for the year ended March 31, 2024.

### **3. TRANSFER TO RESERVES**

Your Directors have not recommended transferring any amount to reserves during the financial year ended 31<sup>st</sup> March, 2024.

### **4. SHARE CAPITAL:**

The Authorised Share Capital of the Company as on March 31, 2024 is Rs. 11,50,00,000/- (Rs. Eleven Crore Fifty Lakh only) divided into 1,15,00,000 (One Crore Fifteen Lakh) equity shares of Rs. 10 each.

The Paid-up and Subscribed share capital of the Company as on March 31, 2024 is Rs. 10,14,80,900/- (Rs. Ten Crore Fourteen Lakh Eight Thousand Nine Hundred only) divided into 1,01,48,090 (One Crore One Lakh Forty-Eight Thousand Ninety) equity shares of Rs. 10/- each.

During the year under review, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity.

### **5. SUMMARY OF OPERATIONS:**

Over the year, our company has experienced a remarkable increase in revenue, rising from ₹276.17 lakhs to ₹548.36 lakhs. This impressive growth underscores our successful expansion and enhanced performance in various financial services, including securities and derivatives trading, investments, and portfolio management. The nearly doubling of our revenue highlights the effectiveness of our strategic initiatives and positions us for continued success in the future.

## **6. FUTURE OUTLOOK:**

The global economy in FY 2024-25 witnessed divergent trends among major economies. The Indian economy and business environment remained largely subdued during 2024-25. The global economic recovery is gaining momentum coupled with some divergence.

India's economy is poised to return to its high-growth path, thanks to lower fiscal and current account deficits, falling inflation, low crude oil price, moderate commodity prices, and structural reforms to boost investments. Monetary policy is also likely to be supportive with the Reserve Bank of India (RBI) having moved to flexible inflation targeting. The manufacturing sector is likely to benefit from lower interest rates. However, productivity and capital efficiency improvement are likely to drive near-term growth. Demand from export as well as domestic markets has not increased substantially. The volatility of the rupee may hamper the growth of the economy.

## **7. CHANGES IN NATURE OF BUSINESS, IF ANY:**

The Nature or Activity of Business has not changed of the Company during the year.

## **8. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

During the Year, the Company has entered into a Share Purchase Agreement on 8<sup>th</sup> November 2023 with Mrs. Madhu Doshi for the transfer of the entire equity shareholding held by Arihant Classic Finance Limited in its Associate Company, Dipika Polymers Private Limited, to Mrs. Madhu Doshi.

As a consequence of this transaction, Dipika Polymers Private Limited ceases to be an Associate Company of Arihant Classic Finance Limited with effect from 8<sup>th</sup> November 2023. Accordingly, the Company is no longer required to prepare consolidated financial statements in compliance with the applicable accounting and regulatory standards.

## **9. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS:**

**Change of Registered office from the State of Gujarat to the State of Delhi and the consequent change in the CIN of the Company.**

We are pleased to announce that, as confirmed by the Regional Director, North-Western Region, Ministry of Corporate Affairs, via order dated 11<sup>th</sup> April 2022, Our company's registered office has been officially relocated from Gujarat to Delhi.

**The new Registered Office is: G-72, First Floor, Kirti Nagar, Delhi Industrial Area, West Delhi, New Delhi, India, 110015.**

Furthermore, we have completed all necessary filing procedures and received a new Certificate of Registration from the Registrar of Companies, dated 10<sup>th</sup> May 2024. As a result, our Corporate Identity Number (CIN) has been updated to L65910DL1995PLC431057.

This move reflects our ongoing efforts to better serve our stakeholders and enhance our operational efficiency.

## **10. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The Company has no manufacturing activities during the year under review. The provisions of Section 134(m) of the Companies Act, 2013 do not apply to our Company. Still some of the measures taken up by the Company are mentioned below:

### **(A) Conservation of Energy**

**Energy Conservation measure taken:** The Company has taken several steps to conserve energy. Energy conservation continues to be on high priority for existing as well as new projects. Various steps taken to bring about savings are: -

- Energy Conservation by replacing all the conventional lights by LED lights in the factory as well as in the offices.

- Energy Saving by using various sensors to auto switch off of the lights and air conditioners when not in use after certain time., staff members has been instructed to switch off all the lighting, electric/electronics equipment if idle.

### **(B) Research & Development, Technology absorption, Adaption and Innovation**

The Company is not engaged in any manufacturing activity. Hence, no Research & Development, Technology absorption, Adaption and Innovation took place during the year under review.

### **(C) Foreign Exchange Earnings and Outgo**

There was no foreign exchange inflow or Outflow during the year under review.

## **11. RISK MANAGEMENT:**

Your Company has always recognized risk management as an essential and internal part of doing day-to-day business operations. The Company has a sound system of internal control which ensures compliance to internal processes, as well as with applicable laws and Regulations. The Company also has a well-established independent in-house Internal Audit function that is responsible for providing assurance on compliance with operating system.

The Company has implemented an integrated risk management approach through which it reviews and assesses significant risks on a regular basis to help ensure that there is a robust system of risk controls and mitigation in place. Senior management periodically reviews this risk management framework to keep updated and address emerging challenges. Major risks identified for the Company by the management are Currency fluctuation, Compliance, Regulatory changes, Litigation, Information Technology, Sustainability risk and new capital investments return. The management is however, of the view that none of the above risks may threaten the existence of the Company as robust Risk mitigation mechanism is put in place to ensure that there is nil or minimum impact on the Company in case any of these risks materialize.



## **12. VIGIL MECHANISM**

In accordance with Provision of Section 177 (9) & (10) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligation and Disclosure Requirement), 2015, the Company has constituted a Whistle Blower Policy/ Vigil Mechanism to establish a vigil mechanism for the directors and employees to report genuine concerns in such manner as may be prescribed and to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or any policy of the Company. The details of the Whistle Blower Policy are explained in the Corporate Governance Report.

The Vigil Mechanism Policy has been uploaded on the website of the company at <http://arihantclassic.in/>

The mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provides for adequate safeguards against victimisation of Whistle Blower to those who avail such mechanism and also provision for direct access to the chairperson of the Audit Committee, in exceptional cases.

## **13. LOAN FROM DIRECTOR**

During the financial year under review, the company has fully repaid all loans received from directors. As of the end of the financial year, the company does not have any outstanding loans from directors.

## **14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

Your Company, being an NBFC registered with RBI and engaged in the business of giving loans in ordinary course of its business, is exempt from complying with the provisions of Section 186 of the Companies Act, 2013 ("the Act") with respect to loans. Pursuant to the provisions of Section 186(4) of the Act, details with regard to the investments made by the Company, as applicable, are given in Note no. 4 of the financial statements, forming part of this Annual Report.

**15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:**

There are some related party transactions noted in company during the year. Hence, Form AOC-2 is applicable to the company and enclosed in ANNEXURE -A.

The Policy on Related Party transactions may be accessed on the Company's website at the link <https://arihantclassic.in/investor-relations.aspx?type=93>.

**16. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS:**

There were no qualifications, reservations or adverse remarks made by the Auditors in their report. The auditors' remarks in their report are self-explanatory and do not call for any further comments.

**17. EXTRACTS OF ANNUAL RETURN:**

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the Company has placed a copy of annual return of the financial year 2023-24 on its website at <https://arihantclassic.in/investor-relations.aspx?type=92>.

**18. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW:**

During the year, **6 (Six)** Board meetings were held, with gap between Meetings not exceeding the period prescribed under the Act. Details of Board and committee meetings held during the year are given in the Corporate Governance Report.

Board meeting dates are finalized in consultation with all directors and agenda papers backed up by comprehensive notes and detailed background information are circulated well in advance before the date of the meeting thereby enabling the Board to take informed decisions.

The intervening gap between the Board Meetings was within the period prescribed under the Companies Act, 2013 and Secretarial Standard (SS)-1.

**19. DIRECTORS RESPONSIBILITY STATEMENT:**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement: —

- i. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- iii. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The directors had prepared the annual accounts on a going concern basis;
- v. The directors, in the case of listed companies had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- vi. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**20. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:**

The Company does not have any Subsidiary, Joint venture and Associate Company.

During the Year, the Company has entered into a Share Purchase Agreement on 8<sup>th</sup> November 2023 with Mrs. Madhu Doshi for the transfer of the entire equity shareholding held by Arihant Classic Finance Limited in its Associate Company, Dipika Polymers Private Limited, to Mrs. Madhu Doshi..

As a consequence of this transaction, Dipika Polymers Private Limited ceases to be an Associate Company of Arihant Classic Finance Limited with effect from 8th November 2023. Accordingly, the Company is no longer required to prepare consolidated financial statements in compliance with the applicable accounting and regulatory standards.

## **21. DEPOSITS:**

The Company has neither accepted nor renewed any deposits during the year under review.

## **22. DIRECTORS:**

### **BOARD OF DIRECTORS**

As on March 31, 2024, The Board comprises of Six Directors including three Independent Directors, One Executive Director and Two Non – Executive Directors.




- Mr. Mayur Jain – Chairmen/Director ( Non Executive Director)
- Ms. Tina Hasmukh Mutha – Managing Director ( Exective Director)
- Mrs. Madhu Doshi – Director ( Non Executive Director)
- Mr. Jatin Kakkar – Independent Director ( Non Executive Director)
- Mr. Mohit Chaturvedi – Independent Director ( Non Executive Director)
- Mr. Vikram Kishore Mutha – Independent Director ( Non Executive Director)

In accordance with the provisions of Section 152(6) of the Companies Act, 2013 read with provisions contained in the Articles of Association of the Company, Mr. Mayur Jain is liable to retires by rotation at the ensuing Annual General Meeting of the Company and being eligible has offered his candidature for re-appointment.

Brief Resume, nature of expertise, disclosure of relationship between director inter-se, details of directorship and committee membership held in other companies of the Directors proposed to be appointed/re-appointed, along with their shareholding in the company, as stipulated under Secretarial Standard -2 and Regulation 36 of the Listing Regulations, is appended as an **Annexure-A** to the Notice of the ensuing Annual General Meeting.

### **23. COMMITTEES OF BOARD OF DIRECTORS:**

There are currently 3 Committee of the Board, as follows:

-  **Audit Committee**
-  **Nomination and Remuneration Committee**
-  **Stakeholders' Relationship Committee**

Details of all the Committees along with their charters, composition and meetings held during the year, are provided in the “Report on Corporate Governance”, a part of this Annual report.

### **24. EVALUATION OF BOARD, COMMITTEES AND DIRECTORS**

Pursuant to the provisions of the Act and regulation 17(10) of SEBI (LODR) 2015, the Board had carried out performance evaluation of its own and the Board Committees.

Independent Directors at a separate meeting evaluated performance of the Non-Independent Directors, Board as a whole and of the Chairman of the Board.

The manner in which the evaluation has been carried out has been detailed in the Corporate Governance Report.

### **25. INDEPENDENT DIRECTORS' DECLARATION**

The Company has received the necessary declaration from each Independent Director in accordance with Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence as laid out in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 (1) (b) of the SEBI Listing Regulations 2015

### **26. FAMILIARIZATION PROGRAMMES FOR BOARD MEMBERS:**

Your Company has formulated Familiarization Programme for all the Board Members in accordance with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Schedule IV of the Companies act, 2013 which provides that the

Company shall familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company etc. through various programs.

The Familiarization Programme for Board members may be accessed on the Company's website at the link <https://arihantclassic.in/investor-relations.aspx?type=93>.

## **27. COMPANY'S POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS, KMP & SENIOR MANAGERIAL PERSONNEL**

The Company has been following well laid down policy on appointment and remuneration of Directors, KMP and Senior Managerial Personnel. The appointment of Directors is made pursuant to the recommendation of Nomination and Remuneration Committee (NRC).

The remuneration of Executive Directors comprises of Basic Salary and Perquisites & follows applicable requirements of the Companies Act, 2013. Approval of shareholders and the Central Government, if any, for payment of remuneration to Executive Directors is sought from time to time. At present, due to adverse financial position of the company, Executive Directors are working without remuneration.

The remuneration of non-Executive directors comprises of sitting fees in accordance with the provisions of Companies Act, 2013 and reimbursement of expenses incurred in connection with attending the Board meetings, Committee meetings, General Meetings and in relation to the business of the Company. A brief of the Remuneration Policy on appointment and remuneration of Directors, KMP and Senior Management is provided in the Report on Corporate Governance.

## **28. MANAGERIAL REMUNERATION:**

Details of remuneration paid / payable to the Directors for Financial Year 2023-24:

Name	Salary and Perquisites (Rs.)	Commission	Shares issued under ESOP	Details of service contracts: notice period and severance fees
--	NIL	--	--	--

Details of the ratio of the remuneration of each director to the median employee's remuneration, as required to be disclosed in terms of provision of Section 197 (12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as **Annexure-B** to this report.

## **29. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

A detailed Management Discussion and Analysis Report as required under Regulation 34(2)(e) of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as **ANNEXURE-C** to this report.

## **30. LISTING OF SECURITIES**

The Equity Shares of your Company are listed at Metropolitan Stock Exchange of India Limited (MSE). The Company has duly paid the listing fee to the aforesaid Stock Exchange for the financial Year 2023-24.

## **31. DISCLOSURE REQUIREMENTS**

- 1) Policy for Preservation of Documents of the company is available on the website of the Company at weblink: <https://arihantclassic.in/investor-relations.aspx?type=93> Regln 46
- 2) Policy of Nomination and Remuneration policy is available on the website of the Company at weblink: <https://arihantclassic.in/investor-relations.aspx?type=93>
- 3) Policy on Terms and conditions for appointment of Independent Directors is available on the website of the Company at weblink: <https://arihantclassic.in/investor-relations.aspx?type=93>

- 4) Policy for Evaluation of the Performance is available on the website of the Company at weblink: <https://arihantclassic.in/investor-relations.aspx?type=93>
- 5) Code of Fair Disclosure and Code of Conduct for insiders is available on the website of the Company at weblink: <https://arihantclassic.in/investor-relations.aspx?type=93>
- 6) Code for Board and Senior Members is available on the website of the Company at weblink: <https://arihantclassic.in/investor-relations.aspx?type=93>

### **32. STATUTORY AUDITORS:**

M/s. NJG & Co. Chartered Accountants (Firm Registration No. 0107702N) have been appointed as statutory Auditor of the Company at the 27<sup>th</sup> Annual General Meeting held on 26<sup>th</sup> day of September 2022, for a period of 5 years till the conclusion of 32<sup>nd</sup> AGM to be held in the year 2027 at such remuneration as may be decided by the Board of Directors of the Company.

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

### **33. SECRETARIAL AUDITOR: :**

Pursuant to the provisions of Section 204(1) of the Companies Act 2013 and read with the rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014 and other applicable provisions if any of the Companies Act 2013, Consent of the Board be and is hereby given for appointment of **M/s Roni & Associates.,** Company Secretaries firm as Secretarial Auditors of the Company for the financial year 2023-24.

The Secretarial Auditor Report for the financial year ended March 31, 2024 is annexed herewith marked as **ANNEXURE-D** to this Report. The board gives the following explanations on the Observations of the Secretarial Audit Report:

<b>Sr. No.</b>	<b>Observations</b>	<b>Board Comments</b>
1.	As per Regulation 3(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has	The Board discussed the matter at length and noted that although there always was an intent to comply with the SDD regulations by the



	<p>not maintained the structured digital database containing the names of such person or entities as the case may be with whom information is shared.</p>	<p>Company and it had in-fact partially complied with the same by adopting an indigenously developed system, but the said system was not sufficient enough to comply the regulations in full intent and spirit.</p> <p>Moreover, since, the Company was looking for an affordable alternative and all the software available in the market at that time were beyond the reach of the company, it could not get in place the requisite software on time.</p> <p>Gradually, upon new vendors entering the market to provide affordable SDD software, the company will select a vendor that met the company's financial parameters and will place the cost effective SDD software.</p>
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Rest of the points mentioned in the Secretarial Audit Report are self -explanatory.

**34. INTERNAL AUDITOR:**

Pursuant to the provisions of Section 138 of the Act and the Rule 13(1) of Companies (Accounts) Rules, 2014, the Board of Directors has appointed Mr. Mayank Choudhary, Chartered Accountant for conducting Internal Audit of the Company for the financial year 2023-24.

**35. CHANGE OF REGISTRAR AND TRANSFER AGENT:**

During the financial year, there is no change in the Registrar and Transfer Agent, hence Alankit Assignment Limited is continuing as Registrar and Transfer Agent of the Company.

**36. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY:**

During the year under review, in accordance with the provisions of the Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, it is found that CSR policy is not applicable on our Company.

**37. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has zero tolerance towards sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition & Redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act 2013 & the Rules made there under for prevention and redressal of Complaints of sexual harassment at workplace. Further Company is committed to providing equal opportunities without regard to their race, caste, sex, religion, color, nationality, disability etc. (permanent, temporary, contractual and trainees) as well as any women visiting the Company's premises or women service providers are covered under this policy. All employees are treated with dignity with a view to maintain a work environment free from Sexual harassment whether physical, verbal or psychological. During year 2023-24 there were no complaints received or pending for disposal.

**38. INTERNAL CONTROL SYSTEMS AND COMPLIANCE FRAMEWORK:**

The Company has an Internal Control System, commensurate with size, scale and complexity of its operations. The internal financial controls are adequate and are operating effectively so as to ensure orderly and efficient conduct of business operations. The Company has appointed Internal Auditors of the Company. The Audit Committee in consultation with the internal auditors formulates the scope, functioning, periodicity and methodology for conducting the internal audit. The internal auditors carry out audit, covering inter alia, monitoring and evaluating the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies at all locations and submit their periodical internal audit reports to the Audit Committee.

Based on the internal audit report and review by the Audit committee, process owners undertake necessary actions in their respective areas. The internal auditors have expressed that the internal control system in the Company is effective. The Board has also put in place requisite legal compliance framework to ensure compliance of all the applicable laws and that such systems are adequate and operating effectively

### **39. PARTICULARS OF EMPLOYEES:**

Disclosures with respect to the remuneration of directors and employees as required under Section 197(12) of the Companies Act read with Rule 5(1) and Rules 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 “Remuneration Rules” and “the names of the top ten employees in terms of remuneration drawn” are provided in the **ANNEXURE-B** to Board’s Report and there are no employees/ Directors who were in receipt of remuneration of Rs. 1.02 Crores or more per annum, if employed for whole of the year or, Rs. 8.5 lakhs or more per month if employed for a part of the year.

### **40. CORPORATE GOVERNANCE REPORT:**

The Company is committed to good corporate governance in line with the Listing Agreement Norms. The Company is in compliance with the provisions on corporate governance specified in the Listing Agreement with Metropolitan Stock Exchange of India Limited (MSE).

The Compliance certificate from **M/s Roni & Associates**, a Practicing Company Secretary regarding compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing agreement is appended to the report on Corporate Governance. (**ANNEXURE-E**).

### **41. HUMAN RESOURCE**

Your Company firmly believes that employees are the most valuable assets and key players of business success and sustained growth. Various employee benefits, recreational and team building efforts are made to enhance employee skills, motivation as also to foster team spirit. Industrial relations were cordial throughout the year.

### **42. GREEN INITIATIVE**

Notice of 29<sup>th</sup> Annual General Meeting of the Company and Annual Report of the Company for the financial year 2023-24 is to be sent to all members whose e-mail addresses are registered with the Company/ Depository Participant(s). The Company requested its shareholders to join in its endeavor to conserve resources by updating relevant information for receiving online

communication and dividend payout. Shareholders holding shares in dematerialized mode have been requested to register their email address, dividend bank account details and mobile number with their depository participants. Those holding shares in physical mode have been requested to furnish their email address, bank account details and mobile number with the Company's RTA, at [virenders@alankit.com](mailto:virenders@alankit.com). Updating all the relevant information will enable shareholders to receive communications and dividends on time, if any.

**43. ACKNOWLEDGEMENTS:**

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**For and on behalf of the Board**

**ARIHANT CLASSIC FINANCE LIMITED**

**Mayur Jain  
(Director)**

**DIN: 00626354**

**Tina Hasmukh Mutha  
(Managing Director)**

**DIN: 02260980**

**Date: 23.08.2024**

**Place: Delhi**

**FORM NO. AOC 2****For the financial year 2023-24***(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)*

Form for 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 transactions under third proviso is given below:

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

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
(a)	Name(s) of the related party and nature of relationship	NIL
(b)	Nature of contracts/arrangements/transactions	NIL
(c)	Duration of the contracts/arrangements/transactions	NIL
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
(e)	Justification for entering into such contracts or arrangements or transactions	NIL
(f)	date(s) of approval by the Board	NIL
(g)	Amount paid as advances, if any:	NIL
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NIL

**By The Order Of Board of Directors  
For Arihant Classic Finance Limited**

**Date: 23.08.2024****Place: Delhi****Mayur Jain  
(Director)****DIN: 00626354****Tina Hasmukh Mutha  
(Managing Director)****DIN: 02260980**

## 2. Details of contracts or arrangements or transactions at arm's length basis

Name of the Related Parties	Nature of Relationship	Nature of contracts / arrangements / transactions	Amount	Duration of the contracts / arrangements / transactions	Date of Approval by the Board	Salient terms of the contracts or arrangements or transactions including the value, if any:
Madhu Doshi	Director	Rental Expenses	70800	Continuing One	Since these Related Party Transactions are in the Ordinary Course of Business and are at arm's length basis, approval of the Board is not applicable. However, omnibus approvals were granted by the Audit Committee given for transaction undertaken with related party.	As approved by the Board of Directors
Madhu Doshi	Director	Interest Exp	1612779	Repayment on Demand		As approved by the Board of Directors
D R International Pvt Ltd	Common Director	Interest Exp	3787048	Repayment on Demand		As approved by the Board of Directors
Dev Kripa Developers Pvt. Ltd.	Common Director	Interest Income	3627836	Continuing One		As approved by the Board of Directors
Innovo Infratech LLP	Director is Partner	Interest Income	5741755	Continuing One		As approved by the Board of Directors
Gitanjali Finvest Pvt. Ltd.	Common Director	Interest Income	1305208	Continuing One		As approved by the Board of Directors
Motilal Banarsi Das	Partners is relative of Director	Interest Income	725803	Continuing One		As approved by the Board of Directors

**By The Order Of Board of Directors  
For Arihant Classic Finance Limited**

**Date: 23.08.2024**

**Place: Delhi**

**Mayur Jain  
(Director)**

**DIN: 00626354**

**Tina Hasmukh Mutha  
(Managing Director)**

**DIN: 02260980**

## ANNEXURE -B

### Statement of disclosure of Remuneration 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.

1. **The ratio of remuneration to each director to the median remuneration of the employees of the Company for the financial year.**

Since, during the financial year no remuneration was paid to the directors, there this information is not applicable.

2. **The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.**

Sr. No.	Name of Director/KMP	Designation	Remuneration (Rs.)		Increase/ (Decrease) %
			FY 2023-24	FY 2022-23	
1.	Ankita Kothari*	Chief Financial Officer	NIL	NIL	NIL
2.	Abhishek Jain **	Chief Financial Officer	NIL	NIL	NIL
3.	Niraj Kumar	Company Secretary & Compliance Officer	35000/ Month	35000/ Month	NA

\*Resigned w.e.f. 08<sup>th</sup> November, 2023

\*\*Appointed w.e.f 08th November, 2023

3. **There was an increase/ reduction of zero % in the median remuneration of employees in the financial year 2023-24;**
4. **The Company has Nine permanent employees on its rolls as on 31<sup>st</sup> March, 2024;**
5. **Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and details if there are any exceptional circumstances for increase in the managerial remuneration:** Since, during the financial year no remuneration was paid to the directors, there this information is not applicable.
6. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

**Particulars of employees as required Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the period ended the 31<sup>st</sup> March, 2024.**

Name of Employee/Director	Designation of employee/nature of employment	Age (Years)	Gross Remuneration received (Rs.) (Monthly)	Qualification	Experience (Years)	Date of Commencement of employment	Previous Employment	Period during which post held in last employment
<b>TOP TEN EMPLOYEES</b>								
Joginder Singh	Field Staff	40	20,000	Graduate	-	01-11-2019	-	-
Pushkar Singh	Field Staff	41	20,800	Graduate	-	01-04-2021	-	-
Ranchore	Admin	48	19,500	Basic	-	21-04-2019	-	-
Sushil Kumar	Field Staff	39	19,000	Basic	-	01-12-2019	-	-
Ankita	Marketing/ Admin	28	14,000	Graduate	-	14-03-2023	-	-
Virendra Kumar Tiwari	Driver	47	21,000	10 <sup>th</sup>	-	21-10-2022	-	-
Umashakar Panday	Driver	32	21,000	10 <sup>th</sup>	-	01-03-2023	-	-
Anjali	Accountant	22	20,000	Graduate	-	15-03-2023	-	-
Niraj Kumar	Company Secretary	30	35,000	Company Secretary	3 Years	01-03-2023	TDI Infrastructure Limited	2.5 Years

**By The Order Of Board of Directors  
For Arihant Classic Finance Limited**

**Date: 23.08.2024**

**Place: Delhi**

**Mayur Jain  
(Director)**

**DIN: 00626354**

**Tina Hasmukh Mutha  
(Managing Director)**

**DIN: 02260980**



**MANAGEMENT DISCUSSION AND ANALYSIS**

**a) Industry Structure and Development:**

The Company was incorporated on 3rd April, 1995 under the Companies Act, 1956 under the name and style as Arihant Classic Finance Limited vide Certificate of Incorporation No. 04-25312 of 1994-95 issued by the Registrar of Companies, Gujarat. The Company obtained the Certificate of Commencement of Business vide certificate dated 5th April, 1995 issued by the Registrar of Companies, Gujarat and doing the business related to NBFC company and exploring the market for opportunities.

The Non-Banking Financial Company (NBFC) sector has emerged as a pivotal player in India's financial ecosystem, offering an alternative source of financing to corporates and individuals. NBFCs, which complement the traditional banking sector, provide credit solutions to segments that may be underserved by banks due to various regulatory or structural constraints. Over the past few years, the NBFC industry has seen significant growth, driven by strong demand for credit, policy reforms, and innovations in technology.

**b) Opportunities and Threats:**

The Company is involved in the following business:

1. To invest in Securities and trading.
2. To carry on and undertake the business of leasing and hire purchase of all kinds, finance, trading, distribution, agency, franchise, hire purchase in, , hiring or letting on hire, all kinds of plants.
3. To carry on the business of general Finance and to finance industrial enterprises in their projects on turnkey basis or otherwise and Asset Management Company or Trustee Company and to do the activity of portfolio management.
4. To carry on the business as finance company and to finance or assist in financing all kinds of activities whether industrial, commercial including housing and including commercial building or part thereof with or without interest and/or security In whatever form and method

including short term, long term loan by participation in equity or preferential capital, issuing guarantees, to carry on and undertake the business of financing the purchase

5. To advance, or lend money with or without securities and properties to any company, person or association of persons, and to carry on the business of Bills discounting, Bills Purchasing, Loan Syndication Venture and seed Capital. However, the company shall not carry on the business of banking, as defined in the Banking Regulation Act. 1949

#### **c) Segment Wise Performance:**

The Company is involved in the non-banking finance business and has doing business as an NBFC.

#### **d) Outlook**

The overall outlook for industry remains positive as India treads on its growth trajectory leading to higher credit demand. The growth in credit is expected to be broad based across products and segments with key risks being elevated interest rates and inflation.

#### **e) Risks and Concerns:**

Risk of delayed receipt of instalments : In case of delayed receipts of instalment amounts of the hire purchase finance given, the funds of the Company get blocked resulting in high non-performing assets. To mitigate this risk, the Company is trying to put pressure on the delayed payers for payment of instalments and in inevitable cases legal action is also being initiated.

#### **Risk of insolvency of the borrowers:**

Where the borrower becomes insolvent, and is unable to clear the loan, the same becomes a bad debt and the total loan amount and the interest accrued thereon becomes a charge on the income generated by other good transactions.

To mitigate this risk, the company follows a very conservative policy of lending.

**f) Internal Control Systems:**

The Company has an adequate system of internal control and management with respect to disbursement of loans and follow-up action for collection of instalments.

**g) Discussion on Financial Performance with respect to Operational Performance**

The details of the financial performance of the Company are reflected in the Balance Sheet, Statement of Profit & Loss and other Financial Statements, appearing separately.

Highlights are provided below: (Rs. in Lakhs)

<b>Particulars</b>	<b>March 31, 2024</b>	<b>March 31, 2023</b>
Total Income	548.36	276.17
Profit Before Tax	526.96	102.61

The financial performance of the Company has been further explained in the Board's Report of the Company for the Financial Year 2023-24 appearing separately. The financial statements have been prepared in accordance with the requirement of Companies Act 2013, and applicable accounting standards issued by the Institute of Chartered Accountant of India.

**h) Human Resources:**

Industrial harmony was maintained during the year through peaceful and productive employee relations. To augment the skills of employees, multiple training sessions were imparted to employees on matters related to ethics and compliance, discipline, safety of the employees and environmental awareness. Wide-ranging employee engagement initiatives e.g., Skip level connects, Career assessment centres, celebrations of milestone & festivals were organized to sustain the engagement levels of employees.

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

<b><u>S.No</u></b>	<b><u>Particulars</u></b>	<b><u>Financial Year 2023-24</u></b>	<b><u>Financial Year 2022-23</u></b>
1	Debtors Turnover	-	-
2	Inventory Turnover	-	-
3	Interest Coverage Ratio*	<b>5.99</b>	<b>1.81</b>
4	Current Ratio	<b>2.26</b>	<b>1.40</b>
5	Debt Equity Ratio**	<b>0.79</b>	<b>2.21</b>
6	Operating Profit Margin in percentage	-	-
7	Net profit margin in Percentage	<b>1.77</b>	<b>0.27</b>
8	Details of any change in Return on Net worth as compared to the immediately previous Financial Year along with a detailed explanation thereof**	-	-

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**

For the Financial Year Ended 31.03.2024

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

To,  
The Members,  
**Arihant Classic Finance Limited**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by ARIHANT CLASSIC FINANCE LIMITED (herein after called “the Company) for the Financial Year ended on 31st March, 2024. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year commencing from 1<sup>st</sup> April, 2023 and ended on 31<sup>st</sup> March, 2024 complied with 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 hereafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31st March, 2024 according to the provisions of:
  - i. The Companies Act, 2013 (**the Act**) and the rules made there under;
  - ii. The Securities Contract (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
  - iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
  - iv. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of the Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

2. Compliance status in respect of the provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI ACT') is furnished hereunder for the financial year 2023-24: -

- i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Complied with yearly and event-based disclosures, wherever applicable.**
- ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Amended Regulations 2018; **The Company has framed code of conduct for regulating & reporting trading by insiders and for fair disclosure and displayed the same on the Company's website i.e., <https://arihantclassic.in/>.**
- iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not applicable as the Company has not issued any Capital during the year under review.**
- iv. The Securities and Exchange Board of India (Share based Employee Benefits & Sweat Equity) Regulations, 2021; **Not applicable as the Company has not issued any Employee Stock Options during the year under review.**
- v. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable as the Company has not issued any non-convertible securities during the year under review.**
- vi. 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; **Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the year under review. However, the Company has Alankit Assignments Limited as its Share Transfer Agent.**
- vii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not applicable as the Company has not delisted/ proposed to delist its equity shares during the year under review.**
- viii. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable as the Company has not bought back/ proposed to buy-back any of its securities during the year under review.**
- ix. **Other applicable laws include the following**

1. Reserve Bank of India Act, 1934 and its circulars, Master Circulars and notifications as prescribed for Non-Banking Finance Companies;
2. Prevention of Money Laundering Act, 2002;
3. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2003

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

- i. Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS- 2) issued by The Institute of Company Secretaries of India.
- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 were complied with to the extent applicable.

**During the period under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc mentioned above including the following:**

- a) As per the information and explanations provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit I report that:
  - i) The provisions of the Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of:
    - External Commercial Borrowings were not attracted to the Company under the financial year under report;
    - Foreign Direct Investment (FDI) was not attracted to the Company under the financial year under report;
    - Overseas Direct Investment (ODI) was not attracted to the Company under the financial year under report.
  - ii) As per the information and explanations provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit I report that the Company has not made any GDRs/ADRs or any Commercial Instrument under the Financial year under report.

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

1. As per Regulation 3(5) of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has not maintained the structured digital database containing the names of such person or entities as the case may be with whom information is shared.

**I further report that:**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including one-woman director in compliance with the provisions of the Companies Act, 2013. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Further, Ms. Ankita Kothari had resigned on 08<sup>th</sup> November, 2023 from the post of Chief Financial Officer and Mr. Abhishek Jain was appointed as Chief Financial Officer of the Company on 08<sup>th</sup> November, 2023. The above changes in the composition of the KMP that took place during the period were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- In my opinion there is scope to improve the systems and processes in the Company and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- I further report that during the audit period the company has no specific events/actions having a major bearing on the company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc.
- The compliance by the Company with applicable financial laws like Direct and Indirect tax laws has not been reviewed in this audit since the same has been subject to review by the statutory financial auditor and other designated professionals.

**Place: Delhi**

**Date: 23.08.2024**

**For Roni & Associates**

**Sd/-**

**Roni Soni**

**Practicing Company Secretaries**

**M. No.: F11600, C.P. No.: 21854**

**UDIN: F011600F001035348**

**Peer Review Cert. No.: 3471/2023**

**This report is to be read with my letter of even date which is annexed as Annexure and forms an integral part of this report.**



## ANNEXURE

To,  
The Members,  
**Arihant Classic Finance Limited**

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

1. Maintenance of secretarial records and other records under the scope/ambit of Secretarial Audit (hereinafter called 'Record') is the responsibility of the management of the Company. My responsibility is to express an opinion on these records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. 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 compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Roni & Associates**

**Date: 23.08.2024**  
**Place: Delhi**

**Roni Soni**  
**Practicing Company Secretaries**  
**M. No.: F11600, C.P. No.: 21854**  
**UDIN: F011600F001035348**  
**Peer Review Cert. No.: 3471/2023**

**REPORT ON CORPORATE GOVERNANCE**

The Company has complied with the requirements of Corporate Governance as stipulated in Chapter IV of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations).

**CORPORATE GOVERNANCE PHILOSOPHY**

The Company's philosophy on Corporate Governance is aimed at assisting the management in the efficient conduct of the business and in meeting its obligations to stakeholders. A Strong emphasis on transparency accountability and integrity guide its philosophy. The Company acts responsibly as an integral part of the society by adhering to high compliance standards. The Company has consistently shown a high level of commitment towards effective Corporate Governance. The Company's philosophy on Corporate Governance envisages attainment of higher levels of transparency, accountability and ethical conduct in all facets of its operations and interactions with it stakeholders including shareholders, employees, customers, suppliers, government, lenders and the community at large, It aims to increase and sustain its corporate value through growth and innovation. The Company believes that its operations and actions must serve the underlying goal of enhancing the interests of its stakeholders over a sustained period of time, in a socially responsible way.

**BOARD OF DIRECTORS**

The Company is fully compliant with the Corporate Governance norms in respect of constitution of the Board of Directors. The Board has an optimum combination of Executive and Non-Executive Directors including Independent Directors. The Company's Board represents an optimum mix of knowledge, gender and experience.

A. Composition and category of the Board of Directors are as follows:

**(i) Executive Directors\***

<b>Name</b>	<b>Date of Appointment</b>	<b>Designation</b>	<b>No. of meetings held during the Last Financial Year</b>	<b>No. of Meetings Attended</b>	<b>No. of Membership in Boards of other Public Companies</b>	<b>No. of Membership/ Chairmanships in Committees of other Public Companies</b>
Mrs. Tina Hasmukh Mutha	31/10/2020	Managing Director/ Executive Director	6	6	NIL	NIL

**(ii) NON-INDEPENDENT NON-EXECUTIVE DIRECTORS**

<b>Name</b>	<b>Date of Appointment</b>	<b>Designation</b>	<b>No. of meetings held during the Last Financial Year</b>	<b>No. of Meetings Attended</b>	<b>No. of Membership in Boards of other Public Companies</b>	<b>No. of Membership/ Chairmanships in Committees of other Public Companies</b>
Mr. Mayur Jain	10-10-2000	Chairperson/ Non-Executive Director	6	6	NIL	NIL
Mr. Madhu Doshi	10-10-2000	Non-Executive Director	6	6	NIL	NIL

**(iii) INDEPENDENT NON-EXECUTIVE DIRECTOR**

Name	Date of Appointment	Designation	No. of meetings held during the Last Financial Year	No. of Meetings Attended	No. of Memberships in Boards of other Public Companies	No. of Memberships/ Chairmanships in Committees of other Public Companies
Mr. Jatin Kakkar	30-08-2018	Independent Director	6	6	NIL	NIL
Mr. Mohit Chaturvedi	01-01-2019	Independent Director	6	6	NIL	NIL
Mr. Vikram Mutha	03-01-2019	Independent Director	6	6	NIL	NIL

As per the declarations/disclosures received from Mr. Jatin Kakkar, Mr. Mohit Chaturvedi and Mr. Vikram Mutha, they do not serve as Independent Directors on the Board of more than 7 listed Companies. They are also not acting as Whole-time Directors on the Board of any listed Company.

Mr. Mayur Jain holds 5,00,000 shares and Mr. Madhu Doshi holds 10,00,000 shares in the Company

The terms and conditions of appointment of Independent Directors are available on the Company's website viz.; <https://arihantclassic.in/investor-relations.aspx?type=93>.

The Company also has a familiarization programme for its Independent Directors, which is available at <https://arihantclassic.in/investor-relations.aspx?type=93>.

**Key Board skills / expertise / competencies**

<p>General Management &amp; Business Operations</p>	<ul style="list-style-type: none"> <li>• Knowledge and deeper understanding of Auto &amp; Manufacturing Industry.</li> <li>• Experience and understanding on Financial Management, Decision Making, Communication, Leadership, Influencing, Stakeholder Relations including long term interest of shareholders etc.</li> <li>• Entrepreneurial mindset with outstanding organizational and leadership skills including experience in general management &amp; administration of the organization.</li> <li>• Knowledge of Macro/ Global/ National/ Sectoral Economy.</li> </ul>
<p>Financial &amp; Risk Management</p>	<ul style="list-style-type: none"> <li>• Experience in financial planning/analysis, controllership, finance operations, audit, information technology and consulting.</li> <li>• Understanding the structures and systems which gives an oversight to the organization to effectively identify, assess and manage Enterprise Risk Management and Crises.</li> </ul>
<p>Legal, Regulatory, Corporate Governance, Ethics &amp; Compliance</p>	<p>Expertise in Legal framework, the relevant laws, rules, regulation policies applicable to the industry/ sector and level/ status of compliances thereof.</p> <p>Understanding of the best corporate governance practices, relevant governance codes, governance structure, processes and practices followed by the organization.</p> <p>Driving the business ethics, ethical policies, codes and practices.</p> <p>Ability to monitor the compliance and knowledge of legal and regulatory requirements applicable to the Company.</p>
<p>Strategic Planning &amp; Business Acumen</p>	<p>Ability to think strategically, to propose ideas, identify options and plans that take advantage of available business opportunities while reflecting a broad and future-oriented perspective and advice on international practices.</p> <p>Wider perspective on the business and industry, strategy implementation and change with vision &amp; value creation.</p>
<p>Business Development, Sales &amp; Marketing</p>	<p>Experience and ability to identify opportunities and threats to the company and to develop strategies, inter-alia to grow sales and market share, built brand awareness and equity.</p> <p>Deep knowledge and experience in business strategy, financial value and customer value creation.</p> <p>Develop a strategically aligned and values-based organizational culture.</p>

All the Directors of the company possess specific skill /expertise as mentioned above.

## **KEY MANAGERIAL PERSONNEL**

During the year, Mr. Abhishek Jain has been appointed as Chief Financial officer of the Company w.e.f 08.11.2023 as per SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 and further, Ms. Ankita Kothari resigned from the position of Chief Financial officer on November 8, 2023.

Subsequent to the end of the financial year 2023-24, Mr. Niraj Kumar, Company Secretary of the Company has tendered his resignation from the post of Company Secretary and Key Managerial Personnel of the Company. The Company has accepted his resignation in the Board Meeting held on 9<sup>th</sup> May, 2024 and Ms. Pooja Chugh, member of Institute of Company Secretaries of India, is appointed as Company Secretary and Compliance Officer of the Company pursuant to Regulation 6(1) of the Listing Regulations, with effect from 9<sup>th</sup> May, 2024.

## **PROCEDURE TO CONDUCT MEETING OF THE BOARD OF DIRECTORS:**

The Board meetings are generally held at the admin office of the Company and are convened by giving appropriate advance notice to all the Directors of the Company. The Meeting of the Board is governed by structured agenda papers which are circulated to Directors generally one week before the meeting. All material information is incorporated in the agenda papers for facilitating meaningful and focused discussions at the meeting. In case of exigencies or urgency, resolutions are passed by circulation. The Board of Director at its succeeding meeting takes note of the resolution(s) which have been passed by way of Circulation.

## **INFORMATION SUPPLIED TO THE BOARD**

The Board has complete access to all information of the Company. The following information is provided to the board and the agenda papers for the meetings are circulated in advance of each meeting:

- Annual operating plans, capital and revenue budgets and updates, if any.
- Minutes of meetings of Audit Committee and Other Committees of the Board.
- Details of Associates of the Company and its updates.
- Information on recruitment and remuneration of senior officers just below the Board level including appointment or removal of Chief Financial Officer and Company Secretary.

- Materially important Litigation, Show Cause, Demand, Prosecution and Penalty Notices, if any.
- Status of Litigations by or against the Company.
- Any material relevant default in financial obligation to and by the Company.
- Details of any Joint Venture or Collaboration Agreement.
- Formation/reconstitution of Board Committees and terms of references.
- Appointment, remuneration and resignation of Directors.
- Disclosure of Director's interest and their shareholding.
- Compliance Certificate from Director and Company Secretary, certifying compliance of all laws applicable to the Company.
- All other information which is relevant for decision-making by the Board.

**NUMBER OF BOARD MEETINGS HELD DURING THE FINANCIAL YEAR 2023-2024:**

During the year under review, your Directors have met 6 (Six) times, at the various dates, as mentioned herein below:

<b>No. of Board Meetings Held</b>	<b>Dates of Board Meetings</b>
01	23.05.2023
02	03.08.2023
03	11.08.2023
04	19.08.2023
05	08.11.2023
06	12.02.2024

**Pecuniary relationships or transactions of the Independent Non-Executive Directors vis-à-vis the Company**

Mr. Jatin Kakkar, Mr. Mohit Chaturvedi and Mr. Vikram Mutha, Independent Non-Executive Director of the Company do not have any material pecuniary relationship with the Company other than the sitting fees paid to them, if any.

## **Relationships between Directors Inter se**

Except Mr. Mayur Jain, Mrs. Madhu Doshi and Tina Hasmukh Mutha none of the Director of the Company is related to any other Directors of the Company.

## **COMMITTEES OF THE BOARD OF DIRECTORS**

The Board has constituted Committee(s) with specific terms of reference and scope, namely: Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee. The committees operate as empowered agents of the Board as per their charter/terms of reference. The practice to present the minutes of the meetings of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee, before the Board of Director for their perusal, is being maintained continuously. The details as to the composition, terms of reference, number of meetings and attendance etc. of these Committees are provided hereunder:

### **AUDIT COMMITTEE**

Audit Committee of the Board comprises of three Directors out of which two are Non-Executive Independent Director, namely Mr. Mohit Chaturvedi, Mr. Vikram Kishore Mutha and one is Non-Executive Director, namely Mr. Mayur Jain. The Chairman of the Audit Committee is Mr. Mohit Chaturvedi an Independent Director having sound financial knowledge. The majority of the audit committee members, including the Chairman, have accounting and financial management expertise. The Company Secretary acts as Secretary of the Committee. A representative of the Statutory Auditors is invited as and when required.

#### **Powers of the Audit Committee:**

- To investigate any activity within terms of reference
- To seek information from any employee
- To obtain outside legal or professional advice

#### **Role of Audit Committee, inter-alia, includes the following:**

1. Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.



2. Recommending the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor's and the fixation of audit fees.

3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to the:

- ❖ Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section 3 of section 134 of the Companies Act, 2013.
- ❖ Changes, if any, in accounting policies and practices and reasons for the same.
- ❖ Major accounting entries involving estimates based on the exercise of judgment by management.
- ❖ Significant adjustments made in the financial statements arising out of audit findings.
- ❖ Compliance with listing and other legal requirements relating to financial statements.
- ❖ Disclosure of any related party transactions and Qualifications, if any, in the draft audit report.
- ❖ Qualifications in the draft audit report.
- ❖ Management Discussion and analysis of Financial Condition

5. Reviewing, with the management, the quarterly, half yearly, nine monthly and annually financial statements standalone as well as consolidated before submission to the Board for approval.

6. Reviewing, with the management, performance of statutory and internal auditors and adequacy of the internal control systems.

7. Reviewing the adequacy of internal audit function, if any, including the structure of the internal Audit Department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

8. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

9. Scrutiny of inter-corporate loans and investments

10. To review the function of the vigil mechanism
11. Approval of appointment of the CFO (i.e the Whole Time Finance Director or any other person heading the finance function or discharging that function) after assessing qualifications, experience and background etc of the candidate
12. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

The dates on which the meetings were held and attendance of the members of the Committee during the financial year ended 31<sup>st</sup> March, 2024 are as follows:

<b>No. of Meetings Held</b>	<b><u>Date of meetings</u></b>
01	23.05.2023
02	11.08.2023
03	08.11.2023
04	12.02.2024

<b>S. No.</b>	<b><u>Name of the Members</u></b>	<b>Meetings held</b>	<b>Meeting attended</b>
1	Mr. Mohit Chaturvedi	4	4
2	Mr. Mayur Jain	4	4
3	Mr. Jatin Kakkar (Chairman)	4	4

## **NOMINATION AND REMUNERATION COMMITTEE**

### ***Constitution and Terms of Reference***

The Nomination and Remuneration Committee comprises of Mr. Mohit Chaturvedi, Mr. Mayur Jain and Mr. Vikram Kishore Mutha as members of Nomination and Remuneration Committee. The Chairman of the Committee is Mr. Mohit Chaturvedi an Independent Director. The Broad terms of reference of the Nomination and Remuneration Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with

the criteria laid down, recommend to the Board their appointment and removal carry out evaluation of every director's performance. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable. To perform such other functions as may be necessary or appropriate for the performance of its duties.

The details of the Nomination & Remuneration committee Meetings are as follows:

<b>No. of Meetings Held</b>	<b><u>Date of meeting</u></b>
01	23.05.2023
02	11.08.2023
03	19.08.2023
04	08.11.2023

<b>Sl. No.</b>	<b><u>Name of the Members</u></b>	<b>Meetings held</b>	<b>Meetings attended</b>
1	Mr. Mohit Chaturvedi	4	4
2	Mr. Mayur Jain	4	4
3	Mr. Jatin Kakkar (Chairman)	4	4

### **Remuneration Policy and Payment**

There are no such arrangements to pay the remuneration to Non- Executive Directors and Independent Director during the financial year ended 31st March, 2024.

The key terms of reference of the Nomination & Remuneration Committee (stipulated by the Board) under Regulation 19 and schedule II Part D of the SEBI Listing Regulations are as under:

- To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board, a policy relating to the remuneration of Directors, Key Managerial Personnel and other employees;

- To formulate criteria for evaluation of the performance of Independent Directors and the Board;
- To devise a policy on Board diversity
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- To extend or continue the term of appointment of the Independent Directors on the basis of the report of performance evaluation of the Independent Directors.

- **Performance Evaluation Criteria for Independent Directors (ID)**

The Nomination & Remuneration Committee has formulated the criteria for evaluation of Independent Directors. Based on the said criteria, the performance of the Independent Directors was evaluated during the year.

- **Performance Evaluation of the Board/Committees**

The Board carries out the evaluation of the performance of Directors and Committees of the Board.

The purpose of the evaluation is to assess the performance of the Directors in discharging their responsibilities and to evaluate how effectively the Board, the Directors and the Committees were fulfilling their roles and duties.

An annual Board evaluation is conducted to assess the performance of the Board as a whole and that of individual Board members. Performance is assessed based on clearly defined objective criteria, which are in line with the Company's policy. Performance is measured against commitments and best-in-class benchmarks. Plans for orderly succession of the Senior Management are also in place.

As required under Regulation 25 of the SEBI Listing Regulations, a separate meeting of the Independent Directors of the Company was also held on **12<sup>th</sup> February, 2024**, to evaluate the performance of the Chairman. Non-Independent Directors and the Board as a whole and also to assess the quality, quantity and timelines of flow of information between the management of the Company and the Board.

- **Policy on Remuneration to the Managing Director, Whole Time Director, Key Managerial Personnel (KMP) and senior Management Personnel**

Remuneration to the Managing Director and Whole Time Directors shall be in accordance with the provisions of the Companies act, 2013. Increments to the existing remuneration/ compensation structure shall be recommended by the Nomination & Remuneration Committee to the Board, which shall be within the overall maximum limits of managerial remuneration approved by the shareholders for the Managing Director and Whole-Time directors of the Company. The overall managerial remuneration in respect of any financial year shall be in accordance with the provisions laid down under section 197 and schedule V of the Companies Act, 2013.

If in any financial year, the Company has no profits or its profits are inadequate, the Company shall make payment of remuneration within the maximum limits as minimum remuneration to the Managing Director and Whole-time Directors of the Company based on the approval of the Nomination & Remuneration Committee, Board and subject to the approval of the Shareholders and such other approvals, as may be required, in accordance with the provisions of section 197 and schedule V of the Companies Act, 2013.

During the financial year 2023-24, no remuneration has been paid to the Managerial Personnel.

The Company does not have Employee Stock Options Scheme for its Directors and Employees.

## **STAKEHOLDER RELATIONSHIP COMMITTEE**

### ***Constitution and Objective***

The Board of Directors of the Company has constituted the Stakeholder Relationship Committee which is chaired by Mr. Mayur Jain, Non-Executive Director to specially consider and resolve the grievances of security holders of the Company and other members of the committee are Mrs. Tina Hasmukh Mutha and Mr. Mohit Chaturvedi. The terms of reference of the Stakeholders' Relationship Committee covers the matters specified in Part D of the Schedule II of the SEBI Listing Regulations. The Committee looks into the redressal of shareholders' and investors' complaints/ grievances. The Committee also looks into complaints concerning transfer of shares, non-receipt of annual report, non-receipt of dividends etc. The Committee also oversees the performance of Registrar and Share Transfer Agent and recommends measures for overall improvement in the quality of investor service.

All matters related to shares vis a vis transfers, deletions, transmissions, dematerialization and dematerialization of shares etc. have been duly attended to by the Company within the prescribed time lines during the financial year 2023-24.

The composition of Stakeholder Relationship Committee and terms of references meet with the requirements of Regulation 20 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 and provisions of the Companies Act, 2013.

Ms. Pooja Chugh has been appointed as Company Secretary and Compliance officer of the Company w.e.f 09.05.2024 as per SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 and performs as a secretary to the Committee her e-mail id is: compliance4arihant@gmail.com . Further, Mr. Niraj Kumar was appointed as Company Secretary cum Compliance Officer of the Company on 01.03.2023 and resigned from the office of Company Secretary on 9<sup>th</sup> May, 2024.

No application and Complaints received from shareholder/ investor are pending during the year under review. The details of the Stakeholder Relationship committee are as follows:

<b>No. of Meetings Held</b>	<b><u>Date of meeting</u></b>
1	11.08.2023

<b>Sl. No.</b>	<b><u>Name of the Members</u></b>	<b>Meetings attended</b>
1	Mr. Mayur Jain (Chairman)	1
2	Mr. Mohit Chaturvedi	1
3	Ms. Tina Hasmukh Mutha	1

### **CEO/CFO CERTIFICATE**

A certificate from the Managing Director and the Chief Financial Officer on the financial statements and other matters of the Company as provided in Regulation 17(8) and schedule II Part B of the SEBI Listing Regulations for the financial year ended 31<sup>st</sup> March, 2024 was placed before

the Board at its meeting held on Tuesday, 23<sup>rd</sup> May, 2023 and the same is annexed to this report as **APPENDIX-A**.

### **REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS**

A detailed report on the Management Discussion and Analysis is given separately and is a part of Annual Report in **ANNEXURE-C**.

### **MANAGEMENT DISCLOSURE**

During the year under review, there were no transactions of material nature with the promoters, the directors or the management or relatives, etc. that had potential conflict with the interest of the Company. All disclosures related to financial and commercial transactions where directors may have a potential interest are provided to the board and the interested directors do not participate in the discussion nor do they vote on such matters.

### **RELATED PARTY TRANSACTIONS**

All Related Party Transaction that was entered during the financial year were on an Arm's Length basis and were in the ordinary course of business. The particulars of contract/arrangement entered into by the Company with Related Parties are attached herewith marked as **ANNEXURE-A** of the Director's Report.

### **CODE OF BUSINESS CONDUCT AND ETHICS FOR DIRECTORS AND SENIOR MANAGEMENT**

The Company has established the Code of Business Conduct ethics for all directors, officers and employees of the Company ("the Code"). This Code is a comprehensive Code applicable to all Directors, Officers and employees working at various level of the Company. The Code while laying down, in detail, the standard of business conduct, ethics and governance, centers around the following theme-

"All Directors, Officers and employees of the Company are committed to conducting its business in accordance with the applicable laws, rules and regulations and with highest standards of business ethics. This code is intended to provide guidance and help in recognizing and dealing

with ethical issues, provide mechanisms to report unethical conduct, and to help foster a culture of honesty and accountability. Each Director, officer and employees are expected to comply with this code in letter and spirit.

The Company has also formulated code on Prevention of Insider Trading, which is available at <https://arihantclassic.in/investor-relations.aspx?type=93>.

### **Declaration required under Regulation 17(5) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015**

All the members covered under the “Code of Business Conduct and Ethics for Board Members and Senior Management” have affirmed compliance of the said code for the Financial Year 2023-24.

### **MEANS OF COMMUNICATIONS:**

#### **a) Communication to Shareholders**

The Company is maintaining a functional website i.e., [www.arihantclassic.in](http://www.arihantclassic.in), in compliance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulation, 2015. The website contains the following information: -

- ❖ Basic information of the Company, e.g., details of its business, financial information etc.
- ❖ Shareholding pattern, compliance with Corporate Governance and contact information of designated official of the Company who are responsible for assisting and handling investor grievances.
- ❖ Quarterly/Half yearly/Nine- monthly and Annual Results.
- ❖ Annual Report.
- ❖ Various Corporate Policies.
- ❖ All important information pertaining to the Company is also mentioned in the Annual Report of the Company which is circulated to the members and others entitled thereto for each financial year.

Quarterly/Half yearly/Nine-monthly and Annual Financial Results of the Company are published in Leading English, Gujarati and Hindi Newspapers like **‘Financial Express’** & **‘Jansatta’**



Your Company provides necessary information to the Stock Exchange in terms of the SEBI(LODR) Regulations, 2015 and other rules and regulations issued by Securities and Exchange Board of India. Required Forms and Returns are filed with the Registrar of Companies.

## **DISCLOSURES**

### 1) Investor Grievance:

As mentioned herein before, the Company has constituted Stakeholder Relationship Committee to redress Shareholders' and Investors' Complaints.

### 2) Share Transfer Agent

M/s. Alankit Assignments Limited is Share Transfer Agent of the Company.

### 3) Details of Non- Compliance

The Details of other Non- Compliances is mentioned in the Secretarial Audit Report forming part of this Annual Report and observation for the same is given in the Board's Report.

4) The Board of Directors of the Company has adopted (i) the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and (ii) the Code of Conduct as required under SEBI (Prohibition of Insider Trading) Regulations, 2015.

5) During the year no case was filed pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

6) The Company has no material subsidiary.

7) There was no materially significant related party transaction that may have any potential conflict with interest of the Company at large. Transaction with related parties are disclosed in the Financial Statements. The policy on dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link <https://arihantclassic.in/investor-relations.aspx?type=93>.

8) Certificate from Company Secretary in Practice regarding compliance of conditions of Corporate Governance. A certificate is annexed as “**APPENDIX B**” certifying the compliance of corporate governance requirements by the Company

9) The Company has obtained certificate from Practicing Company Secretary that none of the Directors on the Board of the Company are debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/ Ministry of Corporate Affairs or any such authority and the Certificate to this effect, duly signed by the Practicing Company Secretary is annexed to this Report as “**APPENDIX-C**”.

10) Total fees for all services paid by the Company on a consolidated basis, to the statutory auditor mentioned in the Notes to the Financial Statement of the Company.

11) Disclosures with respect to demat suspense account/ unclaimed suspense account- **NA**

12) The Board has accepted and acted upon all the recommendations by the Audit & Nomination and Remuneration Committees.

### **GENERAL SHAREHOLDERS INFORMATION**

**Registered Office:** G-72, First Floor, Kirti Nagar, Delhi Industrial Area, West Delhi, New Delhi, India, 110015

#### **Annual General Meeting:**

<b>No. of Meeting</b>	<b>Year</b>	<b>Date Time &amp; Venue</b>
29 <sup>th</sup>	2023-24	<b>28.09.2024</b> <b>01.00. P.M</b>  The Company is conducting meeting through VC /OAVM. The deemed venue for the 29 <sup>TH</sup> AGM shall be the Registered Office of the Company. For details, please refer to the Notice of this AGM.

**Financial Calendar:** 1<sup>st</sup> April to 31<sup>st</sup> March

Results for the quarter ending June 30, 2023	In the mid of August 2023
Results for the quarter ending September 30, 2023	In the mid of November, 2023
Results for the quarter ending December 31, 2023	In the mid of February, 2023
Results for the quarter/year ending March 31, 2024	In the mid/end of May, 2024
Annual General Meeting for the year ending March 2024	Latest by September, 2024

**General Board Meetings:**

Meeting	Location	Day and Date	Time	Description of Special Resolutions
AGM through VC/OAVM	Registered Office: 414, Nalanda Enclave, Opp. Sudama Resorts Pritam Nagar, Ellisbridge Ahmedabad - 380006	Monday, 18.09.2023	1:00 PM	<p>1. To approve the re-appointment of Mr. Jatin Kakkar (DIN: 08196611), as an Independent Non-Executive Director of the Company</p> <p>2.To approve the re-appointment of Mr. Vikram Kishore Mutha (DIN: 08288324), as an Independent Non-Executive Director of the Company</p> <p>3.To approve the re-appointment of Mr. Mohit Chaturvedi (DIN: 08299460), as an</p>

				Independent Non-Executive Director of the Company 4.To approve Material Related Party Transactions of the Company
AGM through VC/OAVM	Registered Office: 414, Nalanda Enclave, Opp. Sudama Resorts Pritam Nagar, Ellisbridge Ahmedabad – 380006	Monday, 26.09.2022	1:00 P.M.	NIL
AGM through VC/OAVM	Registered Office: 414, Nalanda Enclave, Opp. Sudama Resorts Pritam Nagar, Ellisbridge Ahmedabad – 380006	Wednesday, 29.09.2021	3:00 P.M.	NIL

The Board of Directors has not recommended any Dividend on Equity Shares of the Company for the financial year 2032-24.

The securities of the Company are listed on the following Stock Exchange:

**Metropolitan Stock Exchange of India Limited (MSE).**

**Address: Vibgyor Tower, 4th Floor, Plot No C-62, G – Block, Opp. Trident Hotel Bandra Kurla Complex Bandra (E), Mumbai – 400098**

Listing fee, as applicable, has been duly paid to the aforesaid Stock Exchange.

**Market Price Data\*:** High, Low on MSEI during each month in the last Financial Year 2023-24: During the year, the shares of the Company were not traded, therefore no transactions occurred over the stock exchange. Hence, the market price data of high & low is not available on the website of stock exchange.

**Performance of Company share prices in comparison to MSEI Sensex\*:** Not Available

**Registrar and Transfer Agent (R&TA):**

M/s Alankit Assignments Limited is Registrar and Share Transfer Agent of the Company. The shareholders are advised to approach M/s Alankit Assignments Limited at the following address for any share and demat related queries and/or problems:

**M/s Alankit Assignments Limited**

Alankit House , 4E/2 Jhandewalan Extension

New Delhi – 110055

Contact Person: Mr. Virender Sharma

e-mail id: virenders@alankit.com

The RTA will process shares send for transfer, transmission etc every 10-15 days from the data of receipt thereof. Transfer/transmissions that are complete in all respects are processed and the certificates in respect thereof are returned to the lodger/shareholder within 15 days of lodgement.

**Distribution of Shareholding as on March 31, 2024**

Category	Total				Physical		Demat		Both Total
	Cases	%	Shares	%	Cases	Share	Cases	Share	
1-500	23	20	10890	0.11	7	3090	16	7800	0
501-1000	28	24.35	24900	0.25	12	11100	16	13800	0
1001-2000	13	11.30	17600	0.17	7	9500	6	8100	0
2001-3000	12	10.43	32500	0.32	8	20700	4	11800	0
3001-4000	2	1.74	7300	0.07	2	7300	0	0	0
4001-5000	0	0.00	0	0.00	0	0	0	0	0
5001-10000	3	2.61	20100	0.20	2	11400	1	8700	0
10001-9999999999	34	29.57	10034800	98.88	0	0	34	10034800	0
<b>Total</b>	<b>115</b>	<b>100.00</b>	<b>10148090</b>	<b>100.00</b>	<b>38</b>	<b>63090</b>	<b>76</b>	<b>10085000</b>	<b>0</b>

### **Land/Factory Location**

Since the Company is engaged in the business of Non-Banking Financial Company (**NBFC**) and has no manufacturing activities hence it has no plant/factory.

### **Dematerialization of shares and liquidity:**

As on March 31, 2024, total 1,01,48,090 equity shares of face value of Rs. 10 each are listed at Metropolitan Stock Exchange of India Ltd. (MSE). As on March 31, 2024 1,00,85,000 99.38% (10148090-93090) of the Company's total Share Capital was held in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSL).

All shareholders are requested to update their bank account details with their respective depositories urgently. This would facilitate transfer of dividend directly to the bank account of the shareholders.

### **Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, conversion date and likely impact on equity**

During the year under review the Company has not issued any GDRs/ADRs /Warrants or any Convertible Instruments.

### **Adoption of Discretionary Requirements as Specified in Part E of Schedule II of SEBI (LODR) Regulations, 2015**

The company has adopted discretionary requirements to the extent of Internal Auditors reporting to the Audit Committee

### **Whistle Blower Policy**

The Company has a Vigil mechanism under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Ethics and Compliance Task Force which operates under the supervision of the Audit

Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

**Disclosure of Compliance with Corporate Governance Requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows:**

<b>Regulation</b>	<b>Particulars</b>	<b>Compliance Status</b>
<b>17</b>	Board of Directors	Yes
<b>18</b>	Audit Committee	Yes
<b>19</b>	Nomination and Remuneration Committee	Yes
<b>20</b>	Stakeholders Relationship Committee	Yes
<b>21</b>	Risk Management Committee	NA
<b>22</b>	Vigil Mechanism	Yes
<b>23</b>	Related Party Transactions	Yes
<b>24</b>	Corporate Governance requirements with respect to subsidiary of Listed company	NA
<b>25</b>	Obligations with respect to Independent Directors	Yes
<b>26</b>	Obligations with respect to Directors and Senior Management	Yes
<b>27</b>	Other Corporate Governance Requirements	Yes
<b>46 (2) (b) to (i)</b>	Website	Yes

**Declaration**

This is to confirm that the Board has laid down a code of conduct for all Board members and senior management personnel of the Company. The code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended on March 31, 2024 as envisaged in Regulation 26(3) of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015. (APPENDIX-D)

**By The Order Of Board of Directors  
For Arihant Classic Finance Limited**

**Date: 23.08.2024**

**Place: Delhi**

**Mayur Jain  
(Director)**

**DIN: 00626354**

**Tina Hasmukh Mutha  
(Managing Director)**

**DIN: 02260980**

**MD / CFO CERTIFICATION**

We the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Arihant Classic Finance Limited (“the Company”) certify that:

A. We have reviewed Financial Statements and the Cash Flow Statement for the year ending March 31, 2024 and that to the best of our knowledge and belief, we state that:

1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. these statements together present a true and fair view of the Company’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. We further state that to the best of our knowledge and belief there are no transactions entered into by the Company during the year ended 31<sup>st</sup> March, 2024 which are fraudulent, illegal or violative of the Company’s code of conduct.

C. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such 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:

1. Significant changes in internal control over financial reporting during the financial year;
2. Significant changes in Accounting Policies during the financial year and that the same have been disclosed in the notes to the financial statements; and
3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company’s internal control system over financial reporting.

**On behalf of the Board of Directors  
ARIHANT CLASSIC FINANCE LIMITED**

**Tina Hasmukh Mutha  
(Managing Director)  
DIN: 02260980**

**Abhishek Jain  
Chief Financial Officer  
PAN: ASEPJ6604P**

**Date: 23.05.2024  
Place: Delhi**



**CERTIFICATE ON CORPORATE GOVERNANCE**

TO  
THE MEMBERS OF  
**ARIHANT CLASSIC FINANCE LIMITED**

1. I have examined the compliance of conditions of Corporate Governance by ARIHANT CLASSIC FINANCE LIMITED , for the year ended on March 31, 2024, as stipulated in regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).
2. The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In my opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of Regulation 46(2) and para C, D and E of Schedule V of the Listing Regulations during the year ended March 31, 2024..
4. I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Place: Delhi**  
**Date: 23.08.2024**

**For Roni & Associates**

**Sd/-**  
**Roni Soni**  
**Practicing Company Secretary**  
**M. No.: F11600, C.P. No.: 21854**  
**UDIN: F011600F001034897**  
**Peer Review Cert. No.: 3471/2023**

## APPENDIX C

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015)

**TO THE MEMBERS OF  
ARIHANT CLASSIC FINANCE LIMITED**

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Arihant Classic Finance Limited** (hereinafter referred to as 'the Company') having CIN L65910DL1995PLC431057 and having Registered Office at G-72, First Floor, Kirti Nagar, Delhi Industrial Area, West Delhi, New Delhi, India, 110015, 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 as amended from time to time.

In my opinion and to the best of my information 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 on March 31, 2024 has been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

DIN/DPIN/PAN	Full Name	Designation	Date of Appointment
00626336	Madhu Doshi	Director	10/10/2000
00626354	Mayur Jain	Director	10/10/2000
02260980	Tina Hasmukh Mutha	Managing Director	31/10/2020
08196611	Jatin Kakkar	Independent Director	30/08/2018
08288324	Vikram Kishore Mutha	Independent Director	03/01/2019
08299460	Mohit Chaturvedi	Independent Director	01/01/2019

Ensuring the eligibility of 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.

**Place: Delhi**  
**Date: 23.08.2024**

**For Roni & Associates**  
**Roni Soni**  
**Practicing Company Secretaries**  
**M. No.: F11600, C.P. No.: 21854**  
**UDIN: F011600F001034875**  
**Peer Review Cert. No.: 3471/2023**

### **Declaration regarding Affirmation of compliance with the Code of Conduct**

I hereby, confirm that the Company has received affirmations in compliance with the Code of conduct for the Financial Year 2023-24 from all the Board Members and Senior Management Personnel pursuant to the requirements of Regulation 26(3) of Securities and Exchange Board of India (Listing and Disclosure Obligations) Regulations 2015.

**On behalf of the Board of Directors  
ARIHANT CLASSIC FINANCE LIMITED**

**Tina Hasmukh Mutha  
(Managing Director)  
Din: 02260980**

**Date: 23.05.2024  
Place: Delhi**



## **INDEPENDENT AUDITOR'S REPORT**

**To the Members of**  
**ARIHANT CLASSIC FINANCE LIMITED**  
*G-72, First Floor, Kirti Nagar,*  
*Delhi Industrial Area,*  
*West Delhi, Delhi – 110015*

### **Opinion**

We have audited the Ind AS financial statements of **ARIHANT CLASSIC FINANCE LIMITED (“the Company”)**, for the quarter and year ended March 31, 2024, which comprise the balance sheet and the statement of Profit and Loss, including statement of changes in equity and statement of cash flows for the quarter & year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred as the “financial statements”) being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended (“Listing Regulations”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its Profit, other comprehensive income, changes in equity and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs) as 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 Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone Ind AS financial statements.

### **Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the *Board's Report including Annexure to the Board's Report* but does not include the financial statements and our auditor's report thereon.



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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained 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.

### **Responsibilities of Management and those charged with governance for the Standalone Ind AS Financial Statements**

These quarterly financial results as well as the year to date Financial Results have been prepared on the basis of the audited financial statements. The quarterly financial results are derived figures between the audited figures in respect of the year ended March 31, 2024, and the published year-to-date figures up to December 31, 2023, being the date of the end of the third quarter of the current financial year, which were subject to limited review.

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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



### **Auditor's Responsibilities for the Audit of the Ind AS Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the standalone Ind AS 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 risks 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.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- 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 standalone Ind AS financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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



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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended 31 March, 2024 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

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

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure 1' 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, Statement of Profit and Loss and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - e. On the basis of written representations received from the directors as on March 31, 2024, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, 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 with reference to these standalone Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in 'Annexure 2' to this report.
  - g. In our opinion, no managerial remuneration for the year ended 31 March 2024 has been paid/provided by the company to its directors, therefore there is no requirement to check whether the payment of remuneration has been paid in accordance with the provisions of section 197 read with Schedule V to the Act;
  - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:



- i. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.
- ii. The Company does not have any pending litigations which would impact its financial position in its standalone Ind AS financial statements.
- iii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iv. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For NJG & Co.**  
Chartered Accountants

**(CA Ashok Kumar Kansal)**  
Partner, Mem. No 072170  
Firm Regn. No.019718N  
UDIN: 24072170BKHHXQ7632  
Place: New Delhi  
Date: 29.05.2024





## **Annexure 1 to Independent Auditor's Report**

### **Annexure 1 referred to in paragraph (1) under the heading 'Report on other legal and regulatory requirements' of our report even date**

1.
  - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b. The fixed assets of the Company were physically verified in full by the management during the year. According to the information and explanations given to us and as examined by us, no material discrepancies were noticed on such verification.
  - c. According to the information and explanations given to us, the records examined by us, we report that the Company does not hold any freehold property in the name of the Company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease, the company does not hold any such assets therefore it is not disclosed as fixed assets in the financial statements, the lease agreements are in the name of the Company.
2. The company have inventories in the form of Shares in the electronic form so there is no requirement of physical verification. However, the company has been regularly verifying the e-statement as provided by the authority. According to the information and explanations given to us and as examined by us, no material discrepancies were noticed on such verification.
3. According to information and explanation given to us, the company has granted unsecured loans to companies, firms, limited liability partnerships or other parties covered in the register required under section 189 of the Companies Act, 2013.
  - a. In our opinion, the rate of interest and other terms and conditions of such loans are not prima facie prejudicial to the interest of the company subject to some cases on which the rate of interest charged by the company is less than the rate of interest paid by the company.
  - b. In respect of the aforesaid loans, the parties are repaying the principal amounts as stipulated and are also regular in payment of interest, where applicable.
  - c. In respect of the aforesaid loans, in the cases where the overdue amount is more than ninety days, in our opinion, reasonable steps have been taken by the company for the recovery of the principal amounts and interest, where applicable.
  - d. In respect of the aforesaid loans, in the cases where the overdue amount did not pay within the stipulated time, then in our opinion, the company has made sufficient and appropriate provision for the such loans.
4. In our opinion and according to information and explanation given to us, in respect of loans, investments, guarantees and security, the Company has complied with the provisions of sections 185 and section 186 of the Companies Act, 2013.
5. In our opinion and according to the information and explanations given to us, the company has complied with the directives of the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed



- thereunder, to the extent applicable, have been complied with. We are informed by management that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal.
6. To the best of our knowledge and as explained, the central government has not specified the maintenance of cost records under section 148(1) of the Act, for the services of the company.
  7. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, sales- tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.  
According to the information and explanations given to us and the records of the company examined by us, there is one dispute pending regarding income tax of Rs. 10,79,460 relating to financial year 2008-09, against which the company already paid of Rs. 3,32,670 and the balance if any, will be paid on the time of final disbursement of appeal by the authority.
  8. In our opinion and according to the information and explanations given to us, the company has no outstanding dues to any financial institutions or banks or any government or any debenture holders during the year. Accordingly, paragraph 3 (viii) of the order is not applicable.
  9. According to the information and explanations given by management, the company has not raised any money by way of initial public offer or further public offer.
  10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
  11. According to information and explanations as given by the management, there is no managerial remuneration has been paid/provided by the company during the financial year. Hence, there is no requirement to check the compliance of provisions of section 197 read with schedule V to the Act.
  12. The Company is not a Nidhi Company and accordingly, paragraph 3 (xii) of the order is not applicable to the Company.
  13. According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
  14. According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or



private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the order is not applicable.

15. According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
16. According to the information and explanations given to us and based on our examination of the records of the company, the company has registered as required, under section 45-IA of the Reserve Bank of India Act 1934.

**For NJG & Co.**  
Chartered Accountants

**(CA Ashok Kumar Kansal)**  
Partner, Mem. No 072170  
Firm Regn. No.019718N  
UDIN: 24072170BKHHXQ7632  
Place: New Delhi  
Date: 29.05.2024



## **Annexure 2 to the Independent Auditor’s Report**

**Annexure 2 referred to in paragraph 2(f) under the heading ‘Report on the other legal and regulatory requirements’ of our report of even date**

**Report on the internal financial controls over financial reporting under clause (i) of sub – section 3 of section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of ARIHANT CLASSIC FINANCE LIMITED (“the Company”) as at March 31, 2024, in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

### **Management’s responsibility for internal financial controls**

The board of directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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 internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 with reference to these standalone Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial



controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement in 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 control system over financial reporting with reference to these standalone Ind AS financial statements.

### **Meaning of internal financial controls over financial reporting with reference to these Ind AS Financial Statements**

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

- (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent limitations of internal financial controls over financial reporting with reference to these Ind AS Financial Statements**

Because of the inherent limitations of internal financial controls over financial reporting with reference to these Ind AS financial statements, including the possibility of collusion or improper management of 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 and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting with reference to these Ind AS financial statements and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the



NJG & CO.  
CHARTERED ACCOUNTANTS

115, NEW DELHI HOUSE,  
27, BARAKHAMBA ROAD,  
NEW DELHI - 110001  
Tel. No. 011-23325314  
E-mail: njg\_co@yahoo.co.in

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 NJG & Co.**  
Chartered Accountants

**(CA Ashok Kumar Kansal)**  
Partner, Mem. No 072170  
Firm Regn. No.019718N  
UDIN: 24072170BKHHXQ7632  
Place: New Delhi  
Date: 29.05.2024

**ARIHANT CLASSIC FINANCE LIMITED**

New Address : G-72, First Floor, Kirti Nagar, Delhi Industrial Area, West Delhi, Delhi -110015

Old Address: 414, Nalanda Enclave, Opp. Sudama Resorts, Pritam Nagar, Ellis Bridge, Ahmedabad, Gujarat - 380006

CIN L65910DL1995PLC431057

EMAIL : COMPLIANCE4ARIHANT@GMAIL.COM, CONTACT : 011-45061900

**STATEMENT OF ASSETS AND LIABILITES****(Rs In Laacs)**

	Note no.	Mar. 31, 2024 (Audited)	Mar. 31, 2023 (Audited)
<b>A. ASSETS</b>			
<b>1 Financial Assets</b>			
a. Cash and Cash Equivalents	3	50.72	0.82
d. Loans	4	3,146.21	4,164.06
e. Investments	5	0.01	151.01
f. Other Financial assets	6	0.08	0.12
<b>Total Financial Assets</b>		<b>3,197.01</b>	<b>4,316.01</b>
<b>2 Non-Financial Assets</b>			
a. Inventories	7	122.34	136.27
b. Current tax assets(Net)	8	-	-
c. Deferred tax assets	9	1.80	1.80
d. Property, Plant and equipment	10	-	-
e. Other Non-Financial assets	11	60.58	46.81
<b>Total non-financial Assets</b>		<b>184.72</b>	<b>184.88</b>
<b>Total Assets</b>		<b>3,381.73</b>	<b>4,500.89</b>
<b>B. LIABILITIES AND EQUITY</b>			
<b>I. LIABILITIES</b>			
<b>1 Financial Liabilities</b>			
b. Borrowings	12	1,442.71	2,844.56
c. Other Financial liabilities	13	12.38	225.35
<b>Total Financial liabilities</b>		<b>1,455.09</b>	<b>3,069.91</b>
<b>2 Non-Financial Liabilities</b>			
b. Current Tax Liabilities	14	40.57	29.26
<b>Total non-financial liabilities</b>		<b>40.57</b>	<b>29.26</b>
<b>Total Liabilities</b>		<b>1,495.66</b>	<b>3,099.17</b>
<b>II. EQUITY</b>			
a. Equity Share Capital	15	1,014.81	1,014.81
b. Other Equity	16	871.27	386.91
<b>Total Equity</b>		<b>1,886.07</b>	<b>1,401.72</b>
<b>Total Liabilities and Equity</b>		<b>3,381.73</b>	<b>4,500.89</b>

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For NJG &amp; CO.

Chartered Accountants  
Firm Reg. No. 019718N

For and on behalf of the Board of Directors

CA ASHOK KUMAR KANSAL  
(Partner)  
Membership No. 072170  
UDIN:TINA HASMUKH MUTHA  
DIRECTOR  
DIN:002260980MAYUR JAIN  
DIRECTOR  
DIN:00626354Place : New Delhi  
Dated : 29-05-2024ABHISHEK JAIN  
CHIEF FINANCIAL OFFICERPOOJA CHUGH  
COMPANY SECRETARY

**ARIHANT CLASSIC FINANCE LIMITED**

New Address : G-72, First Floor, Kirti Nagar, Delhi Industrial Area, West Delhi, Delhi -110015

Old Address: 414, Nalanda Enclave, Opp. Sudama Resorts, Pritam Nagar, Ellis Bridge, Ahmedabad, Gujarat - 380006

CIN L65910DL1995PLC431057

EMAIL : COMPLIANCE4ARIHANT@GMAIL.COM, CONTACT : 011-45061900

**Statement of profit & Loss for the period ended Mar 31, 2024****(Rs In lacs)**

	Note No.	Mar. 31, 2024 (Audited)	Mar. 31, 2023 (Audited)
<b>INCOME</b>			
<b>1.Revenue from Operations</b>			
Interest Income		246.12	267.50
Sale of shares		29.44	4.02
<b>Total revenue from operation</b>		<b>275.56</b>	<b>271.52</b>
2. Other Income	17	272.80	4.64
<b>Total Income(1+2)</b>		<b>548.36</b>	<b>276.17</b>
<b>EXPENSES</b>			
Purchases of Stock-in-Trade	18	0.08	0.92
Changes in inventories of Finished Goods & Work in Progress	19	13.94	1.00
Employee Benefits Expenses	20	21.90	17.23
Finance Costs	21	105.69	127.11
Depreciation & Amortisation		-	-
Other Expenses	22	13.79	21.89
Investment Allowance	23	(133.99)	5.41
<b>Total Expenses</b>		<b>21.40</b>	<b>173.56</b>
<b>Profit Before Exceptional Items and Tax</b>		<b>526.96</b>	<b>102.61</b>
Exceptional Items			
<b>Profit before tax</b>		<b>526.96</b>	<b>102.61</b>
<b>Tax expenses:</b>			
(1) Current Tax		40.57	29.26
(2) Deferred Tax		-	-
<b>Profit for the year</b>		<b>486.39</b>	<b>73.36</b>
<b>Other Comprehensive Income</b>			
Items that will not be reclassified to profit or loss:-			
Re-measurement gains (losses) on defined benefit plans			
Income tax benefit			
<b>Net other comprehensive income not to be reclassified to profit or loss</b>			
<b>Total Comprehensive income for the year, net of tax</b>		<b>486.39</b>	<b>73.36</b>
<b>Earning per equity share(nominal value of Rs 10/- each)</b>			
Basic	24	4.79	0.72
Diluted	24	4.79	0.72

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For NJG &amp; CO.

Chartered Accountants  
Firm Reg. No. 019718N

For and on behalf of the Board of Directors

CA ASHOK KUMAR KANSAL  
(Partner)  
Membership No. 072170  
UDIN:TINA HASMUKH MUTHA  
DIRECTOR  
DIN:002260980MAYUR JAIN  
DIRECTOR  
DIN:00626354Place : New Delhi  
Dated : 29-05-2024ABHISHEK JAIN  
CHIEF FINANCIAL OFFICERPOOJA CHUGH  
COMPANY SECRETARY



**ARIHANT CLASSIC FINANCE LIMITED**

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 Old Address: 414, Nalanda Enclave, Opp. Sudama Resorts, Pritam Nagar, Ellis Bridge, Ahmedabad, Gujarat - 380006

CIN L65910DL1995PLC431057

EMAIL : COMPLIANCE4ARIHANT@GMAIL.COM, CONTACT : 011-45061900

**Statement of Changes in equity for the period ended March 31, 2024**

<b>a. Equity Share Capital</b>	<b>(Rs In Lacs)</b>
Balance at April 1, 2023	<b>1,014.81</b>
Changes in equity share capital during the year	-
<b>Balance at 31st March, 2024</b>	<b>1,014.81</b>

**b. Other Equity**

Particulars	Reserve & Surplus			Total
	Special Reserve	Share Forfeiture Account	Retained Earnings	
<b>Balance at April 1, 2023</b>	110.03	32.64	244.25	386.92
Profit for the year	-	-	486.39	486.39
Other comprehensive income for the year, net of tax	-	-	-	-
<b>Total comprehensive income for the year</b>	<b>110.03</b>	<b>32.64</b>	<b>730.64</b>	873.31
Transfer from Retained Earnings	97.28	-	-	97.28
Payment of Dividend	-	-	-	-
Tax on Dividend	-	-	-	-
Transfer to Special Reserve	-	-	97.28	97.28
Adjustment of Taxes	-	-	2.04	2.04
<b>Balance at March 31, 2024</b>	<b>207.31</b>	<b>32.64</b>	<b>631.32</b>	<b>871.27</b>

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For NJG & CO.

Chartered Accountants

Firm Reg. No. 019718N

For and on behalf of the Board of Directors

CA ASHOK KUMAR KANSAL

(Partner)

Membership No. 072170

UDIN:

TINA HASMUKH MUTHA

DIRECTOR

DIN:002260980

MAYUR JAIN

DIRECTOR

DIN:00626354

Place : New Delhi

Dated : 29-05-2024

ABHISHEK JAIN

CHIEF FINANCIAL OFFICER

POOJA CHUGH

COMPANY SECRETARY

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**Cash flow Statement for the period ended Mar 31, 2024**

Particulars	(Rs In lacs)	
	As at Mar 31, 2024	As at Mar 31, 2023
<b>Cash Flow From Operating Activities</b>		
<b>Profit before tax</b>	<b>526.96</b>	<b>102.62</b>
Extraordinary Items	-	-
<b>Adjustments for :</b>		
Depreciation and amortisation expenses	-	-
Finance Costs	105.69	127.11
Interest Income	-	-
Tax Adjustments	-2.04	6.77
Dividend Received	-	-
Re-measurement (loss)/gain on defined benefit plans	-	-
<b>Operating profit before working capital changes</b>	<b>630.61</b>	<b>236.50</b>
<b>Adjustments for:</b>		
-(Increase)/decrease in loans (non-current)	<b>1,017.85</b>	<b>-1,345.41</b>
-(Increase)/decrease in other financial assets (non-current)	<b>151.04</b>	<b>-0.12</b>
-(Increase)/decrease in other non-current assets	<b>-13.77</b>	<b>7.15</b>
-(Increase)/decrease in inventories	<b>13.94</b>	<b>1.00</b>
-(Increase)/decrease in trade receivables	-	-
-(Increase)/decrease in loans (current)	-	-
-(Increase)/decrease in other financial assets (current)	-	-
-(Increase)/decrease in other current assets	-	-
- Increase/(decrease) in other financial liabilities (Non-current)	-	-
- Increase/(decrease) in non-current provisions	-	-
- Increase/(decrease) in trade payables	-	-
- Increase/(decrease) in other financial liabilities (current)	<b>-212.97</b>	<b>211.02</b>
- Increase/(decrease) in current provisions	<b>11.31</b>	<b>-23.14</b>
- Increase/(decrease) in other current liabilities	-	-
<b>Cash Generated From operations</b>	<b>967.40</b>	<b>-1,149.50</b>
Income tax paid (net)	40.57	29.26
<b>Cash Generated From operations before extraordinary Items</b>	<b>926.83</b>	<b>-1,178.76</b>
Extraordinary Items	-	-
<b>Net Cash From/(used in) Operating Activities (A)</b>	<b>1,557.44</b>	<b>-942.26</b>
<b>Cash Flow From Investing Activities</b>		
Payments for purchase of property, plant and equipment and capital work in progress	-	-
Proceeds from sale of property, plant and equipment	-	-
<b>Net Cash from/(used in) Investing Activities (B)</b>	<b>-</b>	<b>-</b>
<b>Cash Flow From Financing Activities</b>		
Repayment/Taken of Short term borrowings	<b>-1,401.85</b>	<b>873.43</b>
Finance cost paid	-105.69	-127.11
<b>Net Cash from/(used in) Financing Activities (C)</b>	<b>-1,507.54</b>	<b>746.33</b>
<b>Net increase/(decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>49.90</b>	<b>-195.93</b>
Add: Cash and Cash Equivalents at the beginning of the year	0.82	196.75
<b>Cash and Cash Equivalents at the end of the year</b>	<b>50.72</b>	<b>0.82</b>
<b>Components of cash and cash equivalents</b>		
Cash on Hand	0.27	0.44
<b>With banks -</b>		
On Current Accounts & cheque in hand	50.44	0.38
<b>Total cash and cash equivalents (Refer Note No.-3)</b>	<b>50.72</b>	<b>0.82</b>

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached

For NJG & CO.

Chartered Accountants  
 Firm Reg. No. 019718N

For and on behalf of the Board of Directors  
 For Arihant Classic Finance Limited

CA ASHOK KUMAR KANSAL  
 (Partner)  
 Membership No. 072170  
 UDIN:

TINA HASMUKH MUTHA  
 DIRECTOR  
 DIN:002260980

MAYUR JAIN  
 DIRECTOR  
 DIN:00626354

Place : New Delhi  
 Dated : 29-05-2024

ADHSHEK JAIN  
 86  
 CHIEF FINANCIAL OFFICER

POOJA CHUGH  
 COMPANY SECRETARY

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(Rs In lacs)

**Notes to the financial statements for the period period March 31, 2024**

**10 Property Plant and Equipments**

Carrying Amount of	As at Mar 31,2024	As at March 31, 2023
Computer	-	-
Office Equipment	-	-
Furniture	-	-
Mobile	-	-
	-	-

**Cost or deemed cost**

Particulars	Computer	Office Equipment	Furniture	Mobile	Total
<b>Deemed cost at April 1, 2021</b>	1.76	0.14	0.32	0.66	2.88
Addition for the year	-	-	-	-	-
Disposal / adjustments	-	-	-	-	-
<b>Balance at March 31, 2022</b>	1.76	0.14	0.32	0.66	2.88
Addition for the year	-	-	-	-	-
Disposal / adjustments	-	-	-	-	-
<b>Balance at March 31, 2023</b>	1.76	0.14	0.32	0.66	2.88

**Accumulated Depreciation and**

<b>Accum. dep as at April 1, 2021</b>	1.76	0.14	0.32	0.66	2.88
Depreciation expenses	-	-	-	-	-
Disposal / adjustments	-	-	-	-	-
<b>Accm. Dep. at March 31, 2022</b>	1.76	0.14	0.32	0.66	2.88
Depreciation expenses	-	-	-	-	-
Disposal / adjustments	-	-	-	-	-
<b>Balance at March 31, 2023</b>	1.76	0.14	0.32	0.66	2.88

**Carrying amount of**

Particulars	Computer	Office Equipment	Furniture	Mobile	Total
<b>Balance at April 1, 2021</b>	-	-	-	-	-
Addition for the year	-	-	-	-	-
Disposal / adjustments	-	-	-	-	-
Depreciation charges	-	-	-	-	-
<b>Balance at March 31, 2022</b>	-	-	-	-	-
Addition for the year	-	-	-	-	-
Disposal / adjustments	-	0	1	3	-
Depreciation charges	-	-	-	-	-
<b>Balance at March 31, 2023</b>	-	0	1	3	-

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### Notes to the financial statements for the period period March 31, 2024

	(Rs In Lacs)	
	Mar 31, 2024	Mar 31, 2023
	(Audited)	(Audited)
<b>3 Cash and Bank Balances</b>		
<b>Cash and cash equivalents:</b>		
Cash in hand	0.27	0.44
Current Account with scheduled bank	50.44	0.38
<b>Total</b>	<b>50.72</b>	<b>0.82</b>
<b>4 Loans (Carried at Amortised Cost)</b>		
<b>Unsecured, Considered good</b>		
Loans to Related Parties	1,314.52	1,286.05
Loans to Others	1,844.32	2,894.73
	<b>3,158.84</b>	<b>4,180.79</b>
<b>Doubtful/NPA</b>		
Loans to Related Parties		
Loans to Others	24.05	153.95
	24.05	153.95
Less: Impairment Allowance	36.69	170.68
	<b>3,146.21</b>	<b>4,164.06</b>
<i>Terms and Conditions of Loan given</i>		
a All Loans are receivable on demand		
b Interest is receivable annually and interest rate mentioned in note no. 25		
<b>5 Investments</b>		
<b>A. Investments in equity shares (fully paid)</b>		
<b>Unquoted - In associate (equity investments at cost)</b>		
302,000 equity shares (2020 : 302,000) of Rs. 10 each of Dipika Polymer Pvt Ltd	-	151
<b>B. Investments in equity shares (fully paid)</b>		
<b>Unquoted - In other entities (equity investments at cost)</b>		
36,380 equity shares (2020 : 36,380) of Rs. 10 each of D.R. International Pvt Ltd		
1000 equity shares (2020 : 100) of Rs. 1 each of Dev Kirpa International Pvt Ltd	0.01	0.01
Equity shares of Rs. 10 each of Pal Peugeot Ltd.		
Less: Equity share Impaired		
<b>Total investments in equity instruments</b>	<b>0.01</b>	<b>151.01</b>
Aggregate carrying value of unquoted investments	<b>0.01</b>	<b>151.01</b>
<b>6 Other Financial Assets</b>		
Madhu Doshi	-	-
Other recoverable in cash and kind	0.08	0.12
	<b>0.08</b>	<b>0.12</b>

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### Notes to the financial statements for the period period March 31, 2024

	(Rs In Lacs)	
	Mar 31, 2024	Mar 31, 2023
	(Audited)	(Audited)
<b>7 Inventories</b>		
Stock-in Trade	122.34	136.27
	<b>122.34</b>	<b>136.27</b>
<b>8 Current Tax Assets(net)</b>		
Advance Tax (taxes paid)	0	
Provision for Income Tax		
	-	-
<b>9 Deferred Tax Assets</b>		
<b>Deferred Tax Assets</b>		
Property, Plant and Equipment and Intangible Assets	1.80	1.80
MAT Credit Entitlement		
	<b>1.80</b>	<b>1.80</b>

#### Significant components of net deferred tax assets and liabilities are as follows:

##### *For the year ended March 31, 2023*

Property, plant and equipment and Intangible assets  
MAT Credit Entitlement  
**Net deferred tax Assets**

##### *For the year ended March 31, 2022*

Property, plant and equipment and Intangible assets  
MAT Credit Entitlement  
**Net deferred tax Assets**

Note: *Deferred tax assets and deferred tax liabilities have been offset as they are governed by the same taxation laws.*

Note: *In view of the Company's past financial performance and future profit projections, the Company expects that it shall generate sufficient future taxable income to fully recover the deferred tax assets.*

### 11 Other non-financial Assets

#### *a. Balance with Government Authorities*

-Income Tax refundable	60.58	46.81
Other		
	<b>60.58</b>	<b>46.81</b>

#### *b. Pending refund of income tax*

The Income tax assessed for the F.Y. 2016-17 & 2017-18 has been completed by the department and refund of Rs. 4,41,026 for the F.Y. 2016-17, & Rs. 10,98,682 for the F.Y. 2017-18 is pending with the department due to the transfer of life from Ahmedabad Jurisdiction to Delhi Jurisdiction.

### 12 Borrowings

Loan from related parties (Unsecured)	<b>89</b>		
Loans from others		1,442.71	2,844.56

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### Notes to the financial statements for the period period March 31, 2024

		(Rs In Lacs)	
		Mar 31, 2024	Mar 31, 2023
		(Audited)	(Audited)
		1,442.71	2,844.56
<b>Terms and conditions:</b>			
<i>The loan is repayable on demand and interest is payable as per Loan Agreement.</i>			
<b>13 Other Financial Liabilities</b>			
<b>Statutory Remittances :</b>			
- Audit Fees Payable		4.77	0.35
- TDS payable		7.07	10.59
- Expenses Payable			
Interest accrued but not booked (NPA)			
Sundry Creditors		0.54	0.10
Due to Bank		-	214.31
		12.38	225.35
<b>14 Current Tax Liabilities(net)</b>			
Provision for Income Tax		40.57	29.26
Income Tax payable		-	-
		40.57	29.26
<b>15 Equity Share Capital</b>			
<b><u>Authorised share capital:</u></b>			
		1,150.00	1,150.00
<i>11500000 Equity shares of Rs 10/- Each (as at 31.03.2024 : 11500000 Equity shares of Rs 10/- Each &amp; as at 01.04.2023 : 11500000 Equity shares of Rs 10/- Each)</i>			
		1,150.00	1,150.00
<b><u>Issued, subscribed and fully paid up share capital:</u></b>			
		1,014.81	1,014.81
<i>10148090 Equity shares of Rs 10/- Each (as at 31.03.2024 : 10148090 Equity shares of Rs 10/- Each &amp; as at 01.04.2023 : 10148090 Equity shares of Rs 10/- Each)</i>			
		1,014.81	1,014.81
<b>Total issued, subscribed and paid up share capital</b>		1,014.81	1,014.81

#### a) Rights, Preference and restriction attached to equity shares

The Company has only one class of equity shares, having par value of Rs.10/- per share. Each holder of equity share is entitled for one vote per share and has a right to receive dividend as recommended by the Board of Directors subject to the necessary approval from the shareholders.

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 equity shareholders.

#### b) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year

<b>Equity Shares</b>	March 31, 2024		March 31, 2023	
	Nos.	Amount	Nos.	Amount
Balance as at the beginning of the year	1,01,48,090	1,014.81	1,01,48,090	1,014.81
Issued during the year	-	-	-	-
<b>Balance as at the end of the year</b>	<b>90</b>	<b>1,014.81</b>	<b>1,01,48,090</b>	<b>1,014.81</b>

(Amount in Lakh)

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**Notes to the financial statements for the period period March 31, 2024**

	(Rs In Lacs)			
	Mar 31, 2024 (Audited)	Mar 31, 2023 (Audited)		
<b>c) Details of shares held by each shareholder holding more than 5% shares</b>				
	March 31, 2024		March 31, 2023	
	Nos.	% holding in the class	Nos.	% holding in the class
<b>Equity Shares of Rs 10 each, fully paid up</b>				
Mr. Premjibhai Purshotambhai Patel	9,37,300	9.24%	9,37,300	9.24%
Mrs.Hemaben Premjibhai Patel	9,37,300	9.24%	9,37,300	9.24%
Mr. Munind Shah	8,58,800	8.46%	8,58,800	8.46%
Mr. Dhiren Shah	5,37,700	5.30%	5,37,700	5.30%
Mr. Madhu Doshi	10,00,000	9.85%	10,00,000	9.85%

**16 Other Equity**

Retained earnings (Note-1)	631.32	244.25
Special Reserve (Note-2)	207.31	110.03
Share Forfeiture Account(Note -3)	32.64	32.64
	<u>871.27</u>	<u>386.91</u>

**Retained earnings**

Balance at beginning of the year	244.25	178.79
Add : Profit for the year	486.39	73.36
Less: Transfer to special reserve	97.28	14.67
Add: Adjustment for Taxes	-2.04	6.77
<b>Balance at end of year</b>	<b>631.32</b>	<b>244.25</b>

**Special Reserve**

Opening balance	110.03	95.36
Addition During Year	97.28	14.67
<b>Closing Balance</b>	<b>207.31</b>	<b>110.03</b>

**Note 1- Retained Earning**

It represents accumulated profits of the company and can be utilised as per Companies Act 2013

**Note 2: Special Reserve**

It is Statutory Reserve maintained as per RBI Norms

**Note 3: Share Forfeiture account**

This represents the amount of shares forfeited by the company

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**Notes to the financial statements for the period period March 31, 2024**

	<b>(Rs in Lacs)</b>	
	<b>Mar 31, 2024</b>	<b>Mar. 31, 2023</b>
	<b>(Audited)</b>	<b>(Audited)</b>
<b>17 Other Income</b>		
Dividend Income	23.68	4.64
Other Income	1.48	-
Gain on sale of investment	247.64	-
	<b>272.80</b>	<b>4.64</b>
<b>18 Purchase of Stock in Trade</b>		
Purchase	0.08	0.92
<b>Total</b>	<b>0.08</b>	<b>0.92</b>
<b>19 Change in Inventory of Stock in Trade</b>		
Opening: Stock In Trade (Shares & Security)	136.27	137.27
	136.27	137.27
Closing: Stock In Trade (Shares & Security)	122.34	136.27
	122.34	136.27
<b>Total</b>	<b>13.94</b>	<b>1.00</b>
<b>20 Employee Benefit expenses</b>		
Salaries and Incentives	21.31	15.66
Staff Welfare Expenses	0.59	1.57
<b>TOTAL</b>	<b>21.90</b>	<b>17.23</b>
<b>21 Finance Costs</b>		
Interest Expense	105.69	127.11
<b>TOTAL</b>	<b>105.69</b>	<b>127.11</b>
<b>22 Other Expenses</b>		
Auditors Remuneration	0.71	0.71
Advertisement Expenses	0.48	0.30
Conveyance Expenses	0.80	1.06
Interest on TDS	0.01	0.00
Legal & Professional Charges	2.80	2.07
Membership Fees	0.17	0.24
Misc. & General Exp.	0.00	0.00
NSDL Custody Fees	0.85	-
CDSL/NSDL fees	0.53	2.29
Connectivity/Maintenance charges	0.54	0.49
Office Expenses	0.57	0.95
Listing Fees	0.65	0.65
Internal Audit Fees	0.15	-
Postage & Telegram	0.11	0.43
Printing & Stationary	0.18	0.61
Rent paid	0.71	0.71
ROC Filling Charges	0.07	0.30
Repair & Maintenance	0.41	-
MSE Penalty	-	7.88
Telephone Expenses	0.13	0.37
Travelling , Loadging & Fooding	0.39	0.76
Website Expenses	0.04	0.05
Interest on Income Tax	0.49	2.03
Donation	3.00	-
Bad Debts	-	-
<b>TOTAL</b>	<b>13.79</b>	<b>21.89</b>
<b>23 Impairment loss</b>		
Contingent Provisions Against Standard Assets	-133.99	1.46
Impairment allowance on non performing assets	-	-
Impairment allowance on Equity Shares	-	-
<b>TOTAL</b>	<b>-133.99</b>	<b>1.46</b>



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**Notes to the financial statements for the period period March 31, 2024**

**(Rs in Lacs)**

**24 Earning per share (EPS)**

Earning Per Share (EPS) computed in accordance with Indian Accounting Standard (Ind AS) 33 issued by The Institute of Chartered Accountants of India:-

	<b>Mar 31, 2024</b>	<b>Mar 31, 2023</b>
	<b>(Rs.)</b>	<b>(Rs.)</b>
Net Profit/(Loss) as per Statement of Profit & Loss (Rs. in Lakhs)	486.39	73.36
Weighted Average Number of Equity Shares outstanding during the year	1,01,48,090.00	1,01,48,090.00
Number of shares - Diluted (Nos.)	1,01,48,090.00	1,01,48,090.00
Basic Earning Per share (Rs.)	4.79	0.72
Diluted Earning Per share (Rs.)	4.79	0.72

**25 Related party disclosures**

**Names of related parties and related party relationship**

Key Managerial Personnel

Mr. Rohit Jain  
 Mr. Mayur Jain  
 Mrs. Madhu Doshi

Other Related Parties (Entity in which KMP of Holding Company and their relatives exercise significant influences)

M/S I.K.Polymer North Pvt. Ltd.  
 M/S Dipika Polymers Pvt. Ltd.  
 M/S Dev Kripa Developers Pvt. Ltd.  
 M/S Dmax Polymer Pvt. Ltd.  
 M/S Gitanjali Finvest Pvt. Ltd.  
 M/S Innovo Infratech Llp  
 M/S Moti Lal Banarsi Das

**Related party transactions**

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year :

	<b>March 31, 2024</b>	<b>March 31, 2023</b>
	<b>Rs. (In Lacs)</b>	<b>Rs. (In Lacs)</b>
<b>Rent Paid</b>		
Madhu Joshi	0.71	0.71
<b>Loan Received</b>		
Madhu Doshi	-	380.52
<b>Interest Paid</b>		
M/S Dmax Polymer Pvt. Ltd.		
M/S D R International Pvt. Ltd.	37.87	-
Madhu Doshi	16.13	1.89
<b>Interest Income</b>		
M/S Dev Kripa Developers Pvt. Ltd.	36.28	36.18
M/S Innovo Infratech LLP	57.42	57.36
M/S Gitanjali Finvest Pvt. Ltd.	13.05	13.08
M/S Moti Lal Banarsi Das	7.26	7.48
	<b>March 31, 2024</b>	<b>March 31, 2023</b>
	<b>Rs. (In Lacs)</b>	<b>Rs. (In Lacs)</b>
<b>Balance Payable</b>		
Mrs Madhu Doshi	-	380.52
M/S D R International Pvt Ltd	722.71	-
<b>Balance Receivable</b>		
M/S Dev Kripa Developers Pvt. Ltd.	516.85	516.85
M/S Innovo Infratech Llp	647.68	620.00
M/S Gitanjali Finvest Pvt. Ltd.	88.00	86.64
M/S Moti Lal Banarsi Das	62.00	62.57

**Interest rates of Other Parties**

M/s Din Dayal Real Estates  
 M/s Pritesh Chander Kothari  
 M/s Divine Polymers  
 M/s Kamal Ideal Infratech Pvt. Ltd.  
 M/s Real Polymers

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**Notes to the financial statements for the period period March 31, 2024**

**(Rs in Lacs)**

**26 Financial instruments and risk management**

**26.1 A Financial Instruments by Category**

	March 31, 2024		March 31, 2023	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
<b>Financial Assets</b>				
Cash and Cash Equivalents	-	50.72	-	0.82
Loans	-	3,146.21	-	4,164.06
Investments	-	0.01	-	151.01
Other Financial assets	-	0.08	-	0.12
	-	<b>3,197.01</b>	-	<b>4,316.01</b>
<b>Financial Liabilities</b>				
Borrowings	-	1,442.71	-	2,844.56
Other Financial liabilities	-	12.38	-	225.35
	-	<b>1,455.09</b>	-	<b>3,069.91</b>

**26.1.a Fair value hierarchy**

The fair value of financial instruments as referred to in note above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities [Level 1 measurements] and lowest priority to unobservable inputs [Level 3 measurements]. The categories used are as follows:

Level 1: Quoted prices for identical instruments in an active market;

Level 2: Directly (i.e. as prices) or indirectly (i.e. derived from prices) observable market inputs, other than Level 1 inputs; and

Level 3: Inputs which are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a net asset value or valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

**26.1.b Financial assets and liabilities measured at fair value - recurring fair value measurements**

Financial assets at fair value through profit or loss	As at	Level 1	Level 2	Level 3	Total
Current Investment in Mutual Funds	March 31, 2024	-	-	-	-
Current Investment in Mutual Funds	March 31, 2023	-	-	-	-

**26.1.c Valuation technique used to determine fair value**

The fair value of investments in mutual fund units is based on the net asset value (NAV) as stated by the issuers of these mutual fund units in the published Note: There were no specific financial instruments which were fair valued using level 3 indicators hence no unobservable inputs.

Note: Management considers that the carrying amounts of financial assets and financial liabilities measured at amortised cost approximate their fair values.

**26.2 Financial risk management**

The Company, is exposed to various market risks, credit risk and liquidity risk. The laid down processes, periodic communication, control framework and management process consisting of planning, controlling and monitoring collectively form the risk management system used to define, record and minimise operating, financial and strategic risks. Below notes explain the sources of risk in which the company is exposed to and how it manages the risk.

**26.2.A Market risk:**

**a. Price risk:**

The Company is using aluminium and ferrous items for production of various products. Fluctuation in commodity prices in global market affects directly and indirectly the price of raw material and components used by the Company in manufacturing its various product segments. Further, Pricing pressure from its major Customer to give price cuts and the inability to pass on the increased cost of inputs to the customers may also affect the profitability of the company. The Price risk arises due to fluctuation in prices of these commodities.

The Company has a risk management framework aimed at prudently managing the risk arising from the volatility in commodity prices. The Company's commodity risk is managed centrally through well-established trading operations and control processes. Further, the Company is having arrangement with major customer for actualization of raw material price variations periodically.

**b. Foreign currency risk:**

Foreign currency risk arise from monetary receivables and obligations expressed in a currency other than functional currency of the Company. Primarily the Company is catering to customers in local currency.

The derivative instruments and unhedged foreign currency exposure is as follows:

**(i) Derivatives outstanding as at the reporting date**

Particulars / Purpose	March 31, 2024 (Rs. In Lacs)	March 31, 2023 (Rs. In Lacs)
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**Notes to the financial statements for the period period March 31, 2024**

**(Rs in Lacs)**

Forward Contract (Buy) -

**(ii) Particulars of unhedged foreign exposure as at the reporting date**

**The Company does not have unhedge foreign currency at the end of reporting period.**

**c. Interest rate risk:**

Interest rate is the risk that fair value or future cash flows of a financial instrument will fluctuate because of change in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long term debt obligation at floating interest rates. The exposure of the Company's borrowing at variable rate and fixed rate at the end of reporting period are as follows:

Particulars	March 31, 2024 (Rs. In Lacs)	March 31, 2023 (Rs. In Lacs)
Variable rate borrowings		
Fixed rate borrowings	1,442.71	2,844.56
<b>Total borrowings</b>		

Profit / loss is sensitive to higher / lower interest expense from borrowings as a results of changes in interest rates. Holding all other variable constant, the following table demonstrates the sensitivity to a reasonably possible change in interest rate on floating portion of borrowings.

	March 31, 2024 (Rs. In Lacs)	March 31, 2023 (Rs. In Lacs)
Variable rate borrowings		
Interest rate increase by 0.5%	-	-
Interest rate decrease by 0.5%	-	-

**26.2.B Credit Risk :**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations towards the Company and arises principally from the Company's receivables from customers and liquid investments with banking institutions / mutual funds. The maximum amount of the credit exposure is equal to the carrying amounts of these receivables.

The Company has developed guidelines for the management of credit risk from trade receivables. The Company's primary customer, is its ultimate holding company with good credit rating . Other customers are subjected to credit assessments as a precautionary measure, and the adherence of all customers to payment due dates is monitored on an on-going basis, thereby practically eliminating the risk of default.

	March 31, 2024 (Rs. In Lacs)	March 31, 2023 (Rs. In Lacs)
Investment Allowance	170.68	165.27
Add: Provided During the year	(133.99)	5.41
Closing	36.69	170.68

**26.2.C Liquidity risk:**

Liquidity risk arises from the Company's inability to meet its cash flow commitments on time. Prudent liquidity risk management implies maintaining sufficient stock of cash and marketable securities and maintaining availability of standby funding through an adequate line up of committed credit facilities.

The Company manages liquidity risk by maintaining availability of funding through an adequate amount of committed credit facilities to meet the obligations when due. Management monitors rolling forecasts of liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, liquidity management also involves projecting cash flows considering level of liquid assets necessary to meet obligations by matching the maturity profiles of financial assets & liabilities and monitoring balance sheet liquidity ratios.

**(a) Maturities of financial liabilities**

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. The contractual maturity is based on the earliest date on which the Company may be required to pay.

	0- 3 months	3 - 6 months	6 months - 1 Year	1 - 3 Years
<b>As at March 31, 2024</b>				
Borrowing*	-	-	-	-
Other Financial liabilities	-	12.38	-	-
<b>Total</b>	-	<b>12.38</b>	-	-

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**Notes to the financial statements for the period period March 31, 2024**

**(Rs in Lacs)**

	0- 3 months	3 - 6 months	6 months - 1 Year	1 - 3 Years
<b>As at March 31, 2023</b>				
Borrowing*	-	-	-	-
Other Financial liabilities	-	225.35	-	-
<b>Total</b>	-	<b>225.35</b>	-	-

\*Repayable on demand

**26.3 Capital management**

The capital structure of the Company consists of debt, cash and cash equivalents and equity attributable to equity shareholders of the Company which comprises issued share capital (including premium) and accumulated reserves disclosed in the Statement of Changes in Equity. The Company's capital management objective is to achieve an optimal weighted average cost of capital while continuing to safeguard the Company's ability to meet its liquidity requirements (including its commitments in respect of capital expenditure) and repay loans as they fall due. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is debt divided by total equity. The Company's policy is to keep an optimum gearing ratio. The Company includes within debt, interest bearing loans and borrowings.

**A. Net Debt (Total Debt less cash and cash equivalents) divided by Total equity**

Particulars	As at March 31, 2024	As at March 31, 2023
Debt	1,442.71	2,844.56
Cash and cash equivalent	50.72	0.82
Net Debts	1,391.99	2,843.74
Total Equity	1,886.07	1,401.72
<b>Net debts to Total Equity</b>	<b>0.74</b>	<b>2.15</b>

**Loan covenants**

The Company is in compliant with all the loan covenants on all the borrowings outstanding as on the financial statements date

**B. Dividends**

Particulars	As at March 31, 2024	As at March 31, 2023
<i>On Equity share of Rs.10 each</i>		
Final Dividend		
- Amount of dividend paid	Nil	Nil
- Dividend per equity share	Nil	Nil
Interim Dividend		
- Amount of dividend paid	Nil	Nil
- Dividend per equity share	Nil	Nil

**27 Comparative Ratio Analysis of some of the component of Financial Statements are as under**

	As at March 31, 2024	As at March 31, 2023	% of Variance	Reason of Variance
Current Ratio	2.26	1.40	61.09	Liabilities has been reduced because of borrowings were repaid
Debt Equity Ratio	0.79	2.21	-64.13	Liabilities has been reduced because of borrowings were repaid

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**Notes to the financial statements for the period period March 31, 2024****(Rs in Lacs)**

Debt Service Coverage Ratio	0.28	0.17	70.19	Income has been increased due to gain on sale of investment this year
Return On Equity Ratio	29.59%	5.39%	448.94	Income has been increased due to gain on sale of investment this year
Trade Receivable Turnover Ratio	NIL	NIL	-	-
Trade Payable Turnover Ratio	NIL	NIL	-	-
Net Capital Turnover Ratio	0.15	0.22	-32.70	Liabilities has been reduced because of borrowings were repaid
Net Profit Ratio	1.77	0.27	553.34	Income has been increased due to gain on sale of investment this year
Return On Capital Employed	0.34	16.39%	104.68	Income has been increased due to gain on sale of investment this year
Return On Investment	6.73%	7.66%	-12.12	-

**28 Segment wise revenue, results and capital employed**

- a. As the Company's business activity falls within a single primary business segment viz. "manufacturing and sale of auto components for two wheelers and four  
 b. Secondary segment: Geographical- No such reporting required as company is operating in India only.

**29 Previous year figures**

Previous year's figures have been regrouped/reclassified, where necessary, to confirm to this year's classification.

**For NJG & CO.**  
**Chartered Accountants**  
**Firm Reg. No. 019718N**

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

**CA ASHOK KUMAR KANSAL**  
**(Partner)**  
**Membership No. 072170**  
 UDIN:

-

**TINA HASMUKH MUTHA**  
 DIRECTOR  
 DIN:002260980

**MAYUR JAIN**  
 DIRECTOR  
 DIN:00626354

**Place: New Delhi**  
**Dated : 29-05-2024**

**ABHISHEK JAIN**  
 CHIEF FINANCIAL OFFICER

**POOJA CHUGH**  
 COMPANY SECRETARY