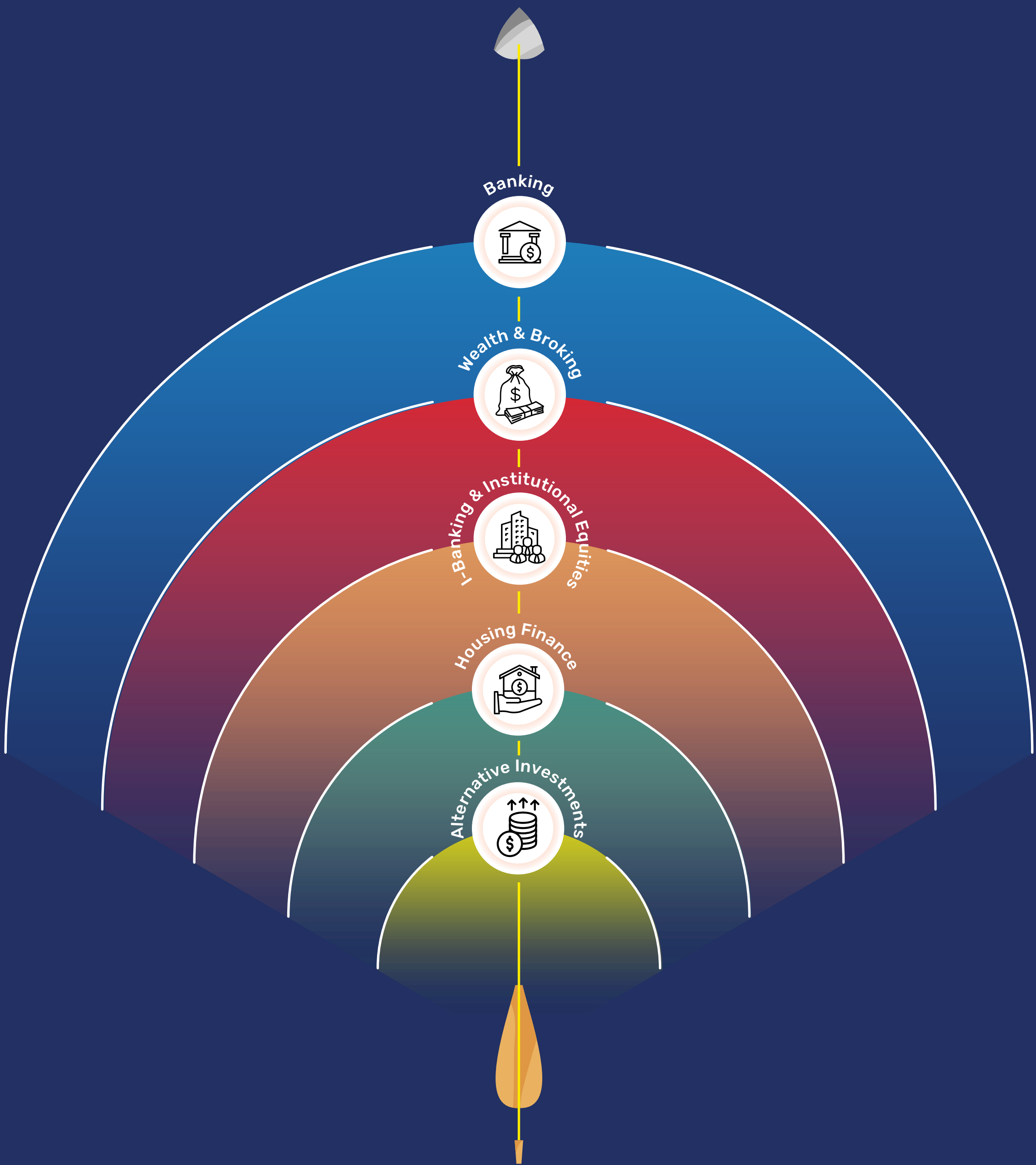
Centrum Capital Limited
Annual Report 2023-24



Geared for GROWTH

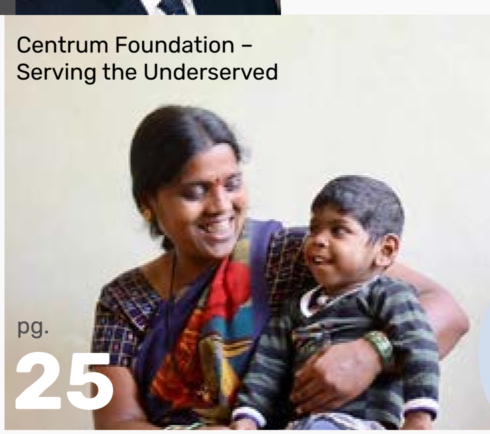
Contents

CORPORATE OVERVIEW

Centrum Group	2
Key Metrics	4
Executive Chairman’s Message	6
Board of Directors	10
Important Milestones	12
Key Achievements FY 2024	14
Action Across Advisory Businesses	15
Building a New Age Bank - Unity Small Finance Bank	19
Credit – Affordable Housing Finance	22
Achieving Excellence	23
Employee Engagement	24
Centrum Foundation - Serving the Underserved	25
Corporate Information	26

STATUTORY REPORTS

Directors’ Report	27
Management Discussion and Analysis	38
Corporate Governance Report	51



FINANCIAL STATEMENTS

Standalone

Independent Auditor’s Report	102
Balance Sheet	112
Statement of Profit and Loss	113
Statement of Cash Flow	114
Standalone Statement of Changes in Equity	116
Notes Forming part of the Financial Statements	118

Consolidated

Independent Auditor’s Report	188
Balance Sheet	200
Statement of Profit and Loss	201
Statement of Cash Flow	202
Consolidated Statement of Changes in Equity	204
Notes Forming part of the Financial Statements	208

Scan the QR Code to view the report online

To know more about the company, log on to centrum.co.in

Forward-looking statement

Some information in this report may contain forward-looking statements. We have based these statements on our current beliefs, expectations and intentions as to facts, actions and events that will or may occur in the future. Such statements generally are identified by futuristic words such as ‘believe’, ‘plan’, ‘anticipate’, ‘continue’, ‘estimate’, ‘expect’, ‘may’, ‘will’ or other similar words. These statements may include assumptions or basis underlying the futuristic statement. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution you that these statements and assumed facts or basis almost always vary from actual results, and the differences between the results implied by the statements and assumed facts or basis and actual results can be material, depending on the circumstances. Unity Small Finance Bank Limited (“Unity” / “Unity Bank” / “The Bank”) Centrum Capital Limited (“Centrum” / “CCL”).

Geared for GROWTH

With the Government firmly in the saddle, it remains committed to maintain fiscal prudence and enhance growth capex, along with planned all round development. At Centrum, we have adopted a similar approach to accelerate growth in our chosen segments, while being resolute in our values of trust and customer centricity. Through the year, we invested substantially in Growth, Granularity and Governance, with a multi-pronged approach that included:

WIDER PRODUCT SUITE

Our Broking and Wealth teams rolled out robust websites & apps respectively, to make investing across asset classes and monitoring portfolios super easy, besides offering value added features. Unity Bank ventured into Personal Loans and Credit Cards, whereas our Investment Banking and Institutional Broking teams, took advantage of the upswing in capital markets to facilitate, IPOs and Private Placements. Capitalising on the success of our first fund, our AIF launched its second fund.

GREATER GEOGRAPHIC PRESENCE

Unity Bank has built a strong presence in Maharashtra, Karnataka and Delhi. It expanded its reach both in existing geographies and entered new ones. Currently it operates out of ~400 locations across the country and continues to grow steadily. Our Wealth business too opened new offices in Punjab & Rajasthan and Centrum Housing scaled up and now operates from approx. 100 locations PAN India.

STRATEGIC PARTNERSHIPS

Unity Bank, our newest venture, partnered with reputed fintechs to roll out differentiated offerings and source assets & liabilities. Industry veteran Alok Agarwal (ex-CFO, RIL), joined our private credit business as an equity partner... a partnership that will go a long way in scaling up our Asset Management business. Additionally, we hosted multiple, very well received investor and dealer conferences bringing together investors and industry.

TEAM EXPANSION

We strengthened our teams across levels PAN India to boost client outreach and enhance customer experience. A number of external and internal capability enhancement and team strengthening initiatives were organised through the year.

As we move ahead, we aim to leverage best in class technology across businesses for greater customer delight, with operational efficiencies and improved productivity. We are confident that with our inherent strengths, capabilities of our team to meet changing client needs and learnings from our journey so far, we are **Geared For GROWTH** in the years ahead!

About Us

One of India's rapidly growing and diversified financial services groups, Centrum has been efficiently servicing the financial and advisory needs of institutions and individuals for over two and a half decades.

Led by industry veterans and entrepreneurs Chandir Gidwani and Jaspal Singh Bindra, Centrum has the Expertise and Experience of a large corporation and Personalisation & Agility of a boutique entity, offering Advisory, Lending and Banking Solutions. We have a PAN India presence and a strong leadership team of seasoned professionals. Centrum Capital Limited is listed on the BSE Limited and National Stock Exchange of India Limited.

A BALANCED MIX OF CORPORATE & RETAIL SERVICES

CENTRUM

ADVISORY

- **Investment Banking**
- **Wealth**
- **Stock Broking**
- **Alternative Investments**

BANKING

Unity Bank

- Personal Banking
- Business Banking
- Inclusive Banking
- Treasury Solutions

CREDIT

Affordable Housing Finance

- Home Loans
- Loan against Property
- Self-construction Loans

CSR

Centrum Foundation

- Help a Child Walk
- Cochlear Implants
- Feed the Needy
- Free OPD Services

Centrum's Investment Banking Division advises corporates on all aspects of financial management and offers services across Equity Capital Markets, Corporate Finance, Debt Syndication and Infrastructure Advisory. Centrum has built a strong Wealth franchise that services the investment and insurance needs of HNIs and family offices and currently manages client assets of over ₹ 39,000 Crs. A robust Retail & Institutional Broking platform offers quality research across sectors and stocks. It services FIIs, Pension Funds, Indian Mutual Funds, Domestic Institutions and is steadily building its presence in South East Asia, USA, UK and Europe.

After establishing a successful track record in its Advisory services, Centrum strengthened its Lending Services with the introduction of Affordable Housing Finance, MSME Lending and Micro Finance. Its Affordable Housing finance business caters to borrowers in tier 2 & 3 cities and has built a strong presence PAN India. Centrum's MSME and Micro Finance businesses had built a strong book (beginning 2017) which we have since merged in to our latest venture - Unity Bank, a new age bank. It is slowly and steadily building its presence across ~400 locations in India and offers services under Branch Banking, Digital Banking, Business Banking, Inclusive Banking and Treasury Solutions.

Centrum also offers Alternative Investment Solutions with two funds in the private credit space, both of which are deployed and performing well.

The Centrum Foundation, our CSR arm caters to the Health, Nutrition and Wellbeing of the underserved. It runs several initiatives such as providing orthotic devices to physically challenged children, medical check-ups and medicines distributed to underprivileged children, cochlear implant surgeries and meal distribution at cancer shelter homes, that help improve the lives of the less fortunate.

Key Metrics*

PEOPLE & PRESENCE

A cohesive team of talented and competent employees and a national footprint, enhance productivity, enabling efficient servicing.

5,450+
Employees

~400
Locations

1,300+
Women Employees

*As on 31st March 2024

PERFORMANCE

A growing portfolio of corporate & retail services helps us delight clients.

₹ ~1,187 Crs.
Market Capitalisation

₹ 39,000 Crs.
Wealth Client Assets Handled

₹ 2,239 Crs.
Consolidated Income

PHILANTHROPY

The Centrum Foundation works towards supporting marginalised communities in the areas of health, nutrition and well-being, helping to improve the quality of their lives.

100+
Orthotic Devices to Physically Challenged Children

1,000+
Children Supported Under Other Healthcare and Education Initiatives

10 Lac +
Meals Distributed

"With a large product portfolio, strategic partnerships, wider footprint and thrust on technology, we were able to grow significantly. Our core values of Integrity, Customer Centricity and Trust have helped us stay focused on customer delight."

Executive Chairman's Message

₹2,239 Crs
Consolidated Income

₹39,000 Crs
Centrum Wealth Client Assets

DEAR SHAREHOLDERS,

In FY 2024, the Indian economy performed well, despite setbacks arising out of the Russia-Ukraine war, Israel – Palestine & Iran conflicts and a muted growth in consumption across sectors nationally. The favourable economic policies spurred growth and liquidity, resulting in healthy earnings growth across sectors. At Centrum, we focused on being nimble and agile, adapting our strategies to changing external and market needs for accelerated growth in our chosen segments. Against this background, I look forward with optimism and excitement to our journey ahead.

In the past decade, The Centrum Group has seeded and grown many businesses both institutional and retail, established a strong national presence and raised growth capital from reputed investors. More importantly in 2021, we took a significant leap by entering the coveted banking space with the setting up of Unity Small Finance Bank – a New-age, that has got off to a very good start. As a Group, we are well diversified across services and geographies to capitalize on opportunities that come our way. I express my gratitude to our Chairman Emeritus, Chandir Gidwani, for his unflinching support and guidance, our eminent Board, partners and the dedicated Centrum team for their invaluable contribution.

FY2024 was a year of considerable action at Centrum. With a large product portfolio, strategic partnerships, wider footprint and thrust on technology, we were able to grow significantly. Our core values of Integrity, Customer Centricity and Trust have helped us stay focused on customer delight. While each business in the Group operates as an independent entity, our teams worked together cross-functionally and leveraged each other's strengths to offer holistic financial solutions to clients.

ECONOMIC OVERVIEW

India as the world's fastest-growing major economy, is at a focal point in its growth journey, moving towards becoming a $ 5 trillion economy soon, on the back of ambitious reforms and a robust digital foundation. Without unforeseen shocks GDP growth for 2024-25 is expected to remain in a healthy 6.5%-7% range.

In its interim budget prior to the general elections, the Government announced several measures that struck a balance between maintaining strong fiscal prudence and enhancing growth capex, while side lining populist measures. As always the infrastructure sector got a healthy share of the capex outlay, which will have a direct impact on boosting job creation, supporting start-ups, sunrise and core industries, MSMEs and rural development. A higher than expected capex outlay and a lower fiscal deficit, will aid the continued momentum of the India growth story.

I now share with you the highlights of your Company's performance in FY2024.

> I am confident that his rich and vast experience in managing High Net worth client segments in Private Banking will add immense value in shaping the business' long term strategy and taking it to greater heights.

ADVISORY BUSINESSES – STRONG GROWTH MOMENTUM

Optimism prevailed in the capital markets during the year, driven by India's macroeconomic stability, a shrinking fiscal deficit as a proportion of GDP and a stable rupee. Our Investment Banking teams assisted corporates in financial management and raised growth capital through primary and secondary markets. Our Equity Capital Markets (ECM) and Corporate Finance teams worked on multiple transactions with marquee clients including the IPOs of JG Chemicals Ltd. and Popular Vehicles & Services Ltd., both of which received significantly high subscriptions. It also advised multiple corporates across QIPs, Buybacks, Open Offers and Rights Issues including the open offer of ConAgra Brands sale of 51.77% stake in Agro Tech Foods Ltd. to a consortium of Samara Capital & Infinity Group. The Debt Capital Markets (DCM) team worked closely with Private and PSU Banks, NBFCs, AIFs and Credit funds to successfully close mandates on restructuring, growth financing, refinancing and special situations. The Infrastructure Advisory team had wins in Roads and EPC construction and continues to engage with corporates across ports, renewables and green energy. All teams have a strong pipeline of deals in FY2025.

CENTRUM WEALTH – NAVIGATING CHANGE. BUILDING FOR TOMORROW.

The Wealth business remained focused on building a larger revenue book, improving productivity and undertaking greater cost control measures. We welcomed industry veteran – Sandeep Das as the New MD & CEO. He comes with a proven track record of over 30 years with global private banks, introducing strategies for driving business growth in India and overseas. I am confident that his rich and vast experience in managing High Net worth client segments in Private Banking will add immense value in shaping the business' long term strategy and taking it to greater heights. Presently it handles client assets of over ₹ 39,000 crores. A sharp focus on growth with improved operational efficiencies through better use of technology got the business prestigious recognitions from respected Industry platforms such as Euro Money and The Economic Times.

CENTRUM BROKING – GREATER OUTREACH DRIVING TRACTION

Our Institutional & Retail Broking teams had an eventful year with initiatives for increased outreach to clients within India and abroad. The Institutional business increased the number of stocks under coverage to offer a wider and balanced mix of scrips. It strengthened its Research and Sales teams and increased investments to improve its backend technology. Its international outreach to clients in South East Asia, USA, UK and Europe also gained significant traction. Their flagship investor conference – Orion along with several regional focused dealer conferences, were well appreciated by investors. The Retail Broking team launched its well researched digital proposition - Centrum GalaxC, targeted at the Do-It-Yourself (DIY) savvy Gen Y and Gen Z population. It also launched a brand new version of its mobile trading app, Centrum GalaxC Invest offering equity trading, mutual funds and IPOs initially. Going forward the business will cross leverage synergies with Unity Bank to offer a 3-in-1 product combining trading, demat and bank accounts under a unified platform.

MODULUS ALTERNATIVES – CAPITALISING GROWTH OPPORTUNITIES

The Private Credit business had an eventful year, with significant developments. Building on the success of its first fund, it launched its second fund – the India Credit Opportunities Fund II that achieved first close in August 2023. The Fund has made substantial progress in a short span with five investments aggregating to approx. ₹ 600 crore. However the milestone moment for the business was welcoming industry veteran and former CFO of Reliance Industries Ltd – Alok Agarwal as an Equity Partner. Alok is a highly respected professional with an illustrious career spanning over four decades. His impeccable legacy, rich and vast experience and track record, will help us accelerate growth and create value for both investors and portfolio companies. Modulus Alternatives also welcomed three seasoned banking veterans from SBI as advisors - Raghavendra Rao, former Deputy MD; Narayanan Sadanandan, former MD & CEO, SBI Pension Funds; and Anoop Krishna, former CGM of the Corporate Group. With a highly respected and seasoned leadership team and investment philosophy in place, I am optimistic that this business will grow well in the years ahead.

> We focused on building a granular loan book in our Banking and Affordable Housing finance businesses, while continuing with steady consolidation in our Advisory businesses.

CENTRUM HOUSING FINANCE - WIDENING ITS PRESENCE

Following the acquisition of the business operations of South India-based NATRUST, the Housing Finance vertical focused on consolidating its operations in the region, while seamlessly integrating the team within the larger Centrum ecosystem. This concerted effort facilitated the streamlining of processes, resulting in greater productivity and a steady growth in Assets Under Management (AUM) and disbursals. The loan book stands at ₹ 1,455 crore and is growing well. With our inherent strengths and the Governments continued efforts to promote affordable housing, we see strong growth in the coming year.

UNITY BANK – SUSTAINED GROWTH IN PROFITABILITY, DEPOSITS AND ADVANCES

I am happy to share that, in the Bank's second full year of operations significant momentum was gained across core verticals of business banking, inclusive banking, and branch banking, with notable growth in both assets and liabilities. Noteworthy recoveries in Non-Performing Assets (NPAs), particularly from legacy assets inherited from erstwhile PMC Bank and the Inclusive Banking portfolio, contributed to profitability. We have built a strong digital banking team to efficiently manage business and operations. Additionally, we commissioned pilots on two credit card programs, the foundations of which are in place and will be launched in FY2025. We also expanded our footprint into new states of West Bengal, Telangana, Punjab, Kerala, and Tamil Nadu.

FY2025, will see us rolling out our Banking App, with substantial marketing and promotional support, drawing untapped customers to Unity. Additionally, branches will be rolled out in existing and new geographies. We are confident that with our investments on strengthening technology, building brand awareness and creating a customer friendly banking app, we will further scale up operations.

FINANCIAL PERFORMANCE

During the year, we focused on building a granular loan book in our Banking and Affordable Housing finance businesses, while continuing with steady consolidation in our Advisory businesses. Unity Bank's Net Advances grew ~80% to ₹ 7,961 crore, driven by addition of granular loans to MSMEs and Microfinance borrowers. It maintains a well-funded Balance Sheet with Shareholder's Funds at a healthy ₹ 1,907 crore and tie ups for inter-bank credit lines from various leading banks and refinance lines from SIDBI and NABARD. Centrum Housing Finance and Centrum Wealth continued to remain profitable, whereas our Institutional Business (Investment Banking and Broking) too delivered operating profits. Our Consolidated Income for the year ending 31st March, 2024 was ₹ 2,239 Crore up ~64% Y-o-Y.

CENTRUM FOUNDATION – SUPPORTING THE HEALTH, NUTRITION & WELL BEING OF THE UNDERSERVED

The Centrum Foundation, our CSR arm, has been helping improve the lives of the less fortunate in the areas of Health, Nutrition and Well being since 2017. It continues to grow the key initiatives of feeding the needy, support to cancer shelter homes, cochlear implants for hearing impaired children and more recently the donation of Orthotic devices to physically challenged children. I am happy to share some of the key milestones the Foundation has achieved till date.

- 100+ Orthotic devices provided to physically challenged children in association with Rise Bionics.
- 1000+ children supported under healthcare and education initiatives
- 10 Lac + meals distributed at cancer shelter homes and schools

FY2025 – AN EXCITING JOURNEY AWAITS US

With renewed vigour, the government continues to pursue growth initiatives across sectors. The recent statements of Sanjay Nayar, the new president of ASSOCHAM, that India is in a 'great spot' and could realise a growth rate of 7.6% or more in 2024 are truly inspiring. We feel confident that the initiatives undertaken by us in the recent years position us well to take advantage of the growing economy. I look forward to sharing more milestones in our journey in the coming years and on behalf of the Board, take this opportunity to thank our clients, investors, regulators, and you dear shareholders for the continued trust and confidence in the Centrum Group.

With Best Wishes,

Jaspal Singh Bindra
Executive Chairman

Board of Directors

CHANDIR GIDWANI

Founder and Chairman Emeritus

JASPAL SINGH BINDRA

Executive Chairman

MAHAKHURSHID BYRAMJEE

Non-Executive
Non-Independent Director

RISHAD BYRAMJEE

Non-Executive
Non-Independent Director

RAMCHANDRA KASARGOD KAMATH

Non-Executive
Non-Independent Director

RAJESH KUMAR SRIVASTAVA

Non-Executive
Non-Independent Director

ANJALI SETH

Independent Director

MANMOHAN SHETTY

Independent Director

SANKARANARAYANAN RADHAMANGALAM ANANTHARAMAN

Independent Director

SUBHASH KUTTE

Independent Director

SUBRATA KUMAR ATINDRA MITRA

Independent Director

Important Milestones

2018


Centrum Group sells forex biz to Ebix for ₹1,200 crore

Successfully monetised the Money Exchange business Centrum Direct by selling it to Atlanta based, NASDAQ listed – Ebix Inc.

Acquired L&T Finance's Supply Chain Finance Business.

2019

Launched maiden structured credit fund- Centrum Credit Opportunities Fund.

Established international presence with a new wealth office in Singapore.

Acquired the Business Operations of Altura Finance Limited.


Centrum expanding foreign operations

2020


Morgan Stanley Fund to Invest ₹190 cr in Centrum Housing Fin

Morgan Stanley's PE fund invested ₹ 190 Crs. in Centrum Housing Finance.

Micro Finance Business raised $ 5.55 million from Singapore-based Impact Investment Exchange (IIX).

2021

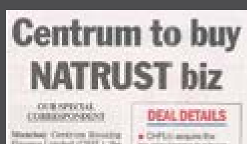
RBI issued Small Finance Bank License to Centrum – the first after a gap of almost 7 years!

Quick turnaround from in-principle approval to operationalisation. Unity Small Finance Bank commenced operations.

MOU with Bank of Baroda for Co-Lending of Home Loans.


Centrum BharatPe gets small fin bank licence

2022


Centrum to buy NATRUST biz

DEAL DETAILS

Unity Bank scaled up operations. Offers attractive interest rates on Savings Accounts and Fixed Deposits.

Centrum Housing Finance acquired the business operations of South India based National Trust Housing Finance.

Strategic alliance with AWR Lloyd to offer Investment Banking services.

Centrum Wealth certified as 'Great Place to Work' by Great Places to Work Institute.

2023

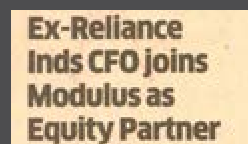
Unity Bank scales up operations. Introduces new services and enhances branch presence. Receives AMFI registration.

Centrum Wealth strengthens leadership team. Sandeep Das brought on board as MD & CEO.

Centrum Wealth launches Wealthverse – A comprehensive mobile app to view and analyse investment Portfolios.


Barclays' Sandeep Das Likely to Join Centrum

2024


Ex-Reliance Inds CFO joins Modulus as Equity Partner

Alok Agarwal (Ex-CFO, RIL) joins Modulus Alternatives as Equity Partner.

Centrum Broking rolled out a digital Investment platform, Centrum GalaxC – Offering investment opportunities across asset classes.

Unity Bank's Deposits cross ₹ 6,000 Crs. and Assets scale up to ₹ 8,000 Crs.

Unity widens product suite. Introduces Personal Loans, Credit Cards and rolls out Digital Banking App.

Centrum Capital and Centrum Retail Services, along with Centrum Wealth (3rd Consecutive Year) certified as a Great Place to Work by the Great Places to Work Institute

Key Achievements FY 2024

Navigating the path of progress through decisive initiatives – Business growth driven by geographic expansion, partnerships, increased thrust on digitization and greater client outreach.

As an organisation, we periodically review our offerings, services and performance against changing market situations and aligning them to customer needs. Our core values of Integrity, Customer Centricity and Trust have helped us stay focussed on customer delight. We took on additional growth initiatives, streamlined processes and brought in greater efficiencies. While each business in the Group operates as an independent entity, our teams worked together cross-functionally and leveraged each other's strengths to offer holistic financial solutions to clients.

Our Investment Banking and Broking teams collaborated to close several transactions. The Wealth and Alternative Investments businesses worked together to offer a wide variety of investment opportunities to clients and the Broking team introduced Centrum GalaxC platform, a one stop solution for investments across asset classes.

The following pages capture an overview of the key developments during the year.

Action Across Advisory Businesses

Taking advantage of improving sentiments in Capital and Fund-Raising Markets, our Equity Capital Markets (ECM), Infrastructure Advisory & Debt Syndication teams, worked closely to advise marquee clients in their Capital Raising and Business Advisory Plans.

DEALS

EQUITY CAPITAL MARKETS & CORPORATE FINANCE

BOOK RUNNING LEAD MANAGER

- **IPO** of JG Chemicals Limited (Left Lead)
- **IPO** of Popular Vehicles & Services Limited

LEAD MANAGER AND ADVISOR

- **QIP** of Axiscades Technologies Limited
- **Buyback Offer** of Dhampur Sugar Mills Limited
- **Open Offer** of Camlin Fine Sciences Limited
- **Rights Issue of** Goa Carbon Limited
- **Scheme of Arrangement** of Dhampur Sugar Mills Limited
- **Corporate Restructuring** of Rane Group
- **Pre-IPO Placement** in SBI General Insurance shares

DEBT CAPITAL MARKETS

- Steel Exchange India Limited (Refinancing and additional funding total of ₹ 375 Crs.)
- K C Montessori Education Society (Project Loan ₹ 100 Crs.)
- Arunachal Pradesh Power Corporation Limited (Working Capital – ₹ 75 Crs.)
- Apollo Green Energy Limited (Working Capital – ₹ 31 Crs.)
- OPG Power Generation Pvt. Limited (Refinancing of existing loans ₹ 30 Crs.)

INFRASTRUCTURE ADVISORY

- 100% forward sale of an under development road project for consideration of ~₹ 150 Crs. to a global investment platform.
- A uniquely structured deal raising ₹ 275 Crs. from one of the leading AIFs for a reputed road EPC company

Action Across Advisory Businesses (Contd..)

CENTRUM WEALTH – GAINING MOMENTUM

SANDEEP DAS JOINS AS MD & CEO

In September 2023, Sandeep Das, a seasoned private banker with over three decades of rich industry experience, joined the Wealth business as its MD & CEO. He has an impeccable track record with global private banks, of formulating strategies and stimulating business growth both in India and overseas. Sandeep oversees the comprehensive business strategy and growth, focusing on initiatives to fortify relationships with existing clients, elevate customer experience, integrate innovative technologies, attract and manage talent, and broaden the client portfolio.

LAUNCH OF WEALTHVERSE

The Wealth team unveiled Wealthverse, a new mobile application designed to enhance client experiences in accessing and analyzing their portfolios. The app provides a range of value-added features, including an integrated dashboard that highlights investments across various asset classes, generates holding statements, tracks upcoming maturities, and estimates tax liabilities.

EXPANDING GEOGRAPHIC PRESENCE

Expanding its geographic reach, the team established a presence in Dehradun, Jaipur & Chandigarh, to leverage growing business opportunities in these cities. With a strong team in place and a favourable micro environment, the business expects sustained growth in the near future.

BUILDING THOUGHT LEADERSHIP

INDIA MARKET PULSE 2024 SURVEY

To map the changing trends in Capital Markets, the team carried out a comprehensive Fund Managers' Survey titled **'India Market Pulse 2024: A Survey of Opinion Leaders.'**

The report, featuring insights from Chief Investment Officers and Fund Managers of leading Indian asset management firms collectively managing over 80% of the Indian mutual fund industry's assets, sheds light on their perspectives on opportunities and risks across various asset classes in the coming year.

WEBINAR WITH BLOOMBERG

The Wealth team and Bloomberg organised an insightful webinar analysing India's growth prospects, interest rates, currency trends, and investment strategies for 2024. Shankar Raman, CIO – Third Party Products and Bloomberg's senior economist, Abhishek Gupta shared their views with investors and industry. Their insights were well received.

Read the report here: https://tinyurl.com/3aemk368.

KEY STATISTICS

₹ 39,000+ Crs.
AUM

650+
New Client Families Added during the year

40%
CAGR in Assets over the past 10 years

16
Cities

*As on 31st March 2024

CENTRUM BROKING - FOSTERING STRONGER RELATIONSHIPS

Long-term value is created through strategic partnerships and meaningful dialogues with all stakeholders. Our Institutional Broking team regularly engages with investors, corporates and intermediaries by periodically organising engaging events to interact, debate and collaborate on new ideas and business initiatives.

ORION – FLAGSHIP INVESTOR CONFERENCE

The flagship Investor Conclave, **Orion – Changing India to a Prosperous Bharat,** was hosted in November 2023. The event saw participation from over 50 listed corporates and 50 Domestic & Foreign Institutional Investors. Several meetings took place as the team showcased corporates that have been growing steadily, with potential to emerge even stronger in the years ahead. Leading companies like Sun Pharma, L&T and Asian Paints participated.

THEMATIC CONFERENCES

By closely engaging with stakeholders, our teams successfully identified changes in purchasing behaviour, the impact of increasing interest rates and inflation, and supply-side constraints, among other critical trends. Two thematic conferences were organized, which were well received by investors, corporations, and industry bodies.

CENTRUM DEALERS' DIALOGUE
Uttar Bharat Ki Kahani. Dealers ki Zubaani.

ORION OUTREACH

December 2023 – A three day virtual conference **"Orion Outreach"** shared inputs by channel partners on the demand scenario, impact of festive season on consumer sentiments and outlook for several consumption sectors.

DEALERS DIALOGUES

March 2024 – Dealers and distributors from North India shared on-ground insights on consumption trends prevailing in the region.

LAUNCH OF CENTRUM GALAXC – INVESTMENT PLATFORM

In May 2023, the team launched Centrum GalaxC – an online investment platform. This user-friendly portal provides a range of solutions for investing in equities, mutual funds, primary markets, bonds, and fixed deposits. The inclusion of various research and analytical tools, such as market heatmaps, screeners, and calculators, simplifies investment across different asset classes. In a strategic move to expand our reach, GalaxC will soon be available to third-party banks and FinTechs as a Broking-as-a-Service platform for customers. Additionally, Stock Lending & Borrowing services have been introduced, with several other features being tested for roll out shortly.

Action Across Advisory Businesses (Contd..)

MODULUS ALTERNATIVES

ALOK AGARWAL (EX CFO RIL) JOINS AS EQUITY PARTNER

In April 2024, Modulus Alternatives welcomed Alok Agarwal, a distinguished industry veteran and former CFO of Reliance Industries Limited, to its team as an Equity Partner. With a career spanning over four decades, Alok has played a pivotal role in the success of Reliance Industries since 1993. His wealth of experience makes him a valuable asset to Modulus Alternatives, where his expertise will guide fund raising, deal sourcing, and structuring. Alok will also play a key role in providing strategic guidance to Modulus as the Chairman of the Advisory Board. We are excited to embark on this collaborative journey with Alok!

LAUNCH OF SECOND PRIVATE CREDIT FUND – ICOF II

Building on the success of its first fund – CCOF, our Private Credit business launched its second fund. The India Credit Opportunities Fund is eyeing a corpus of ₹ 1,250 Crs. and will invest in sectors such as healthcare and pharmaceuticals, specialty chemicals, branded consumer products, logistics and warehousing. The fund has already raised a significant corpus and has begun deploying capital as well.

LEADERSHIP TEAM STRENGTHENED WITH ON-BOARDING OF SBI VETERANS

As part of the expansion strategy to bolster the overall platform across deal origination, fund raising, and governance, Modulus brought on board three seasoned banking veterans: Raghavendra Rao, former Deputy MD of SBI; Narayanan Sadanandan, former MD & CEO of SBI Pension Funds; and Anoop Krishna, former CGM of the Corporate Group at SBI. Their multi-decade experience spanning various facets of banking and financial services will substantially augment our capabilities.

KEY STATISTICS

₹ 2,300 Crs.
Capital Invested

19
Investments

₹ 1,050 Crs.
Capital Returned

11
Successful Exits

*As on 31st March 2024

Building a New Age Bank Unity Small Finance Bank

Our latest venture, Unity Small Finance Bank (Unity Bank), got off to a strong start and in a short span of just over 2 years has expanded its geographic presence, added several new services and strengthened its team. With the building blocks now well in place, the Bank is poised for sustained growth in the years ahead.

OPENS BRANCHES IN WEST BENGAL, PUNJAB, TELANGANA AND TAMIL NADU

After building and consolidating its presence in existing geographies, Unity Bank entered new markets of West Bengal, Punjab, Telangana, and Tamil Nadu. It aims to offer innovative banking solutions and personalized services PAN India, catering to the diverse needs of customers.

BEYOND BANKING – OFFERING MUTUAL FUNDS & INSURANCE

Unity Bank is now a registered AMFI Mutual Fund Distributor and corporate agent of leading insurance companies. These associations will help the bank expand its product offerings and give customers more avenues for investments to grow their wealth.

FUTURE-FORWARD PARTNERSHIPS WITH FINTECH INNOVATORS

Unity Bank is actively fostering partnerships with fintech companies to enhance services, leverage cutting-edge technology, and deliver tailored solutions to customers. Wint Wealth, BharatPe, Upswing, Falcon, Tarakki, Blostem, are among the many fintechs, the bank is working with to stay at the forefront of industry trends, adapt to evolving customer needs, and drive sustainable growth.

Building a New Age Bank
Unity Small Finance Bank (Contd..)

STEADY GROWTH DEMONSTRATED BY ALL BUSINESS VERTICALS

Surpasses

₹ 6,500 Crs.

in Deposits

Driven by its attractive interest rate proposition and a strong branch network, the bank has built a deposit base of over ₹ 6,500 Crs. It is heartening to note, that several depositors of the erstwhile PMC Bank have continued their banking relationship with us, retained and placed fresh deposits, demonstrating faith in our management. We have also welcomed many new clients who have opened Savings accounts and placed deposits with Unity.

Business Banking crosses

₹ 5,000 Crs.

AUM

With the unwavering trust of India's business community, particularly the MSMEs, Unity Bank crossed ₹ 5,000 Crs. in AUM. The business banking segment has demonstrated consistent growth, driven by a balanced portfolio of secured loans, unsecured loans, social infra finance and supply chain finance solutions.

Inclusive Banking Exceeds

₹ 3,000 Crs.

AUM

Unity's Inclusive Banking division focuses on empowering women from semi-urban and rural regions, offering financial support for their entrepreneurial endeavours. With dedication and outreach, the business has grown its AUM to over ₹ 3,000 Crs. servicing more than 9.5 lakh customers in building, expanding and nurturing their businesses.

BUILDING A ROBUST DIGITAL BANKING JOURNEY - LAUNCH OF PERSONAL LOANS & CREDIT CARDS

In early 2024, the Bank proudly unveiled its all-digital unsecured personal loan product. With a user-friendly application process, customers can now access quick and convenient collateral free personal loans. Additionally, the Bank will also roll out several variants of credit cards, some of which are in collaboration with reputed fintech partners.

VALUE ADDED SERVICES

To grow its liabilities base and offer more customized services, the Bank launched new savings account variants for women, senior citizen & NRI customers. The newly launched products offer personalized features including top of the line RUPAY debit cards and discounts on lockers.

ENHANCING VALUE FOR CUSTOMERS

ATTRACTIVE INTEREST RATES ON DEPOSITS

Taking advantage of the high interest regime and keeping customers interest at the forefront, the Bank continues to offer an attractive interest rate proposition on Savings Accounts & Fixed Deposits. Through the Shagun Deposits schemes, we offered Interest Rates as high as 9.50% p.a. for Senior Citizens and 9.00% p.a. for other customers on select tenures. On Savings Accounts, the Bank offers an interest rate of up to 7.50% p.a., which is one of the highest in the industry.

KEY STATISTICS

₹ **981** Crs. Net Interest Income	₹ **439** Crs. Net Profit	**0.6%** Net NPA	**36.4%** Capital Adequacy Ratio
98.7% Provision Coverage Ratio	₹ **6,505** Crs. Total Deposits	₹ **7,961** Crs. Net Advances	₹ **1,907** Crs. Shareholder's Funds

*As on 31st March 2024





Credit – Affordable Housing Finance

INTEGRATING THE BUSINESS OF NATRUST WITH CENTRUM

In December 2022, our Housing Finance team acquired the business of South India based affordable housing company National Trust Housing Finance Ltd (NATRUST). The acquisition propelled the AUM to cross the ₹ 1,000 Crs. milestone and also brought in a highly capable team and branches across South India. The housing team spent considerable time in integrating the operations of the two businesses and welcoming the employees of Natrust to the Centrum family. It is now a fully integrated team, bringing sustained growth to the business.

STRENGTHENED PRESENCE PAN INDIA

Taking advantage of the growing Affordable Housing Market PAN India, the business consolidated its presence and now operates from approx. 90 branches spread across 12 states.

KEY STATISTICS

₹ 1,455 Crs
AUM

15,000 +
Customers

~90
Branches

*As on 31st March 2024

Achieving Excellence

In spite of a challenging macro environment, our teams have been working hard to service clients efficiently with rewarding ideas and opportunities. We feel humbled that credible Industry forums have recognized our efforts, motivating us to work even harder

THREE COMPANIES ARE NOW GREAT PLACE TO WORK CERTIFIED

March 2024 brought happiness and joy to our teams. Three of our key verticals – Centrum Capital and Centrum Retail Services, along with Centrum Wealth (3rd Consecutive Year) were recognized as a Great Place To Work, by the reputed Great Places to Work Institute. All companies excelled in the ratings across parameters. Being recognized as a Great Place to Work is a significant milestone for us as it positions us as an employer of choice and reflects our commitment to creating a workplace where everyone feels valued and empowered.

CENTRUM

Great Place To Work. Certified

The Economic Times Edge Best Brands 2023 (Wealth Management)

Best Wealth Management Company and Best Multi-Family Office - Business Leader of the Year Awards

Asiamoney Asia Private Banking Awards 2023 - Best for High Net-worth Individuals in India

Euromoney Global Private Banking Awards 2024 - India's Best for High-Net-Worth

Unity Bank Inclusive Banking – WASH Loans – Sa-Dhan 2023

Employee Engagement

Our team is our biggest asset. Alongwith enhancing their professional growth, the HR team organises several employee engagement initiatives to ensure a healthy work life balance. These include festive celebrations, cricket tournaments, participation at marathons and several wellness initiatives.

TATA MUMBAI MARATHON

The Centrum Group and Unity Bank came together to run the Tata Mumbai Marathon 2024, supporting the Centrum Foundation. Over 50 members participated and helped spread awareness and raise funds for the Foundations' initiatives.

XLRUNATHON

Centrum Group was a proud partner to XL Runathon – organised by XLRI Jamshedpur in commemoration of its 75th anniversary. The 8 city run comprised of races in the 2, 5 and 10 kms categories and was held in Jamshedpur, Bangalore, Chennai, Kolkata, Mumbai, Pune, Delhi & Hyderabad.

FESTIVE CELEBRATIONS

Tradition and Culture were on Full Display at Centrum's Diwali, Christmas & Navratri celebrations.

WELLNESS INITIATIVES

We partnered with DocOnline to bring our employees several knowledge sessions on maintaining their health. Reputed doctors spoke to employees on a variety of subjects such as - Enrich Your Sleep Cycle, The Truth Behind Fad Diets and the Transformative Power of Yoga.

Centrum Foundation Serving the Underserved

At Centrum, while we manage and grow our businesses with the highest standards of transparency and corporate governance, we feel committed to contribute to the betterment of the lives of the less fortunate. The Centrum Foundation, our CSR arm continued to pursue initiatives in the areas of Health, Nutrition & Well-being, bringing relief to a large number of underserved Indians.

HELP A CHILD WALK

Centrum Foundation launched a new Healthcare Program, “Help a Child Walk”, in collaboration with Rise Bionics. The program aims to provide custom-fitted Orthotic devices to physically challenged children from poor families. The Foundation has already helped over 100 children with these devices and aims to scale up this program significantly.

COCHLEAR IMPLANTS

Cochlear implants restore hearing impairment in children, who are born deaf. Being expensive, children from poor families are unable to afford them. We have supported the surgeries of over 20 children from marginalised families and restored their hearing. They subsequently underwent speech and hearing therapy, and now attend school. We are happy that they are leading a healthy and normal life.

FREE OPD SERVICES

In association with the Paediatric Department of Sion Hospital, in Mumbai, we offer free OPD treatment, medicines and medical devices to children with pulmonary complaints, such as asthma, requiring long term treatment.

ADOPTION OF CANCER SHELTER HOMES

The Foundation has adopted several Cancer Shelter Homes in Mumbai and provides meals to the inmates, who come from across the country for treatment at the Tata Memorial Hospital, Mumbai.

The Foundation also organised several cultural activities at the shelter homes along with donation of equipment.

Corporate Information

BOARD OF DIRECTORS

CHANDIR GIDWANI
Founder and Chairman Emeritus

JASPAL SINGH BINDRA
Executive Chairman

MAHAKHURSHID BYRAMJEE
Non-Executive Non-Independent Director

RISHAD BYRAMJEE
Non-Executive Non-Independent Director

RAMCHANDRA KASARGOD KAMATH
Non-Executive Non-Independent Director

RAJESH KUMAR SRIVASTAVA
Non-Executive Non-Independent Director

ANJALI SETH
Independent Director

MANMOHAN SHETTY
Independent Director

SUBHASH KUTTE
Independent Director

SUBRATA KUMAR ATINDRA MITRA
Independent Director

SANKARANARAYANAN RADHAMANGALAM ANANTHARAMAN
Independent Director

NARAYAN VASUDEO PRABHUTENDULKAR
Independent Director
(Retired w.e.f October 01, 2023)

ESSAJI VAHANVATI
Independent Director
(Resigned w.e.f February 26, 2024)

CHIEF FINANCIAL OFFICER

Sriram Venkatasubramanian

COMPANY SECRETARY & COMPLIANCE OFFICER

Parthasarathy Iyengar

REGISTERED & CORPORATE OFFICE

Level 9, Centrum House, CST Road,
Vidyanagari Marg, Kalina,
Santacruz (East),
Mumbai-400098
Tel.: 022-4215 9000
Website: www.centrum.co.in
E-Mail: secretarial@centrum.co.in

REGISTRAR AND SHARE TRANSFER AGENTS

Link Intime India Private Limited
C 101, Embassy 247, L.B.S. Marg,
Vikhroli (West), Mumbai - 400083.
Tel. No.: 022 – 4918 6000
Fax No.: 022 – 4918 6060
Website: www.linkintime.co.in
E-Mail: rnt.helpdesk@linkintime.co.in

BANKERS

Unity Small Finance Bank Limited
HDFC Bank Limited
Axis Bank Limited
The Federal Bank Limited

STATUTORY AUDITORS

Sharp & Tannan,
Chartered Accountants,
Ravindra Annexe, 194
Backbay Reclamation,
Dinshaw Vachha Road,
Mumbai 400 020.
Tel. No.: 022 - 2286 9900 / 2204 7722
Fax No.: 022 – 2286 9949
Website: www.sharpandtannan.com
E-Mail: admin.mumbai@sharpandtannan.com

Directors' Report

Dear Members,

The Directors have pleasure in presenting the 46th Annual Report and Audited Accounts of the Company for the Financial Year ended March 31, 2024.

1. Financial Highlights

The summarized performance of the Company for the Financial Years 2023-24 and 2022-23 is given below:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Net revenue from operations	4,950.05	2,090.39	2,13,737.99	1,28,645.01
Net Gain/(Loss) on Fair value change	371.95	-	2,638.97	1,513.49
Add: Other operating income	400.00	500.00	4,304.07	847.40
Total revenue from operations	5,722.00	2,590.39	2,20,681.03	1,31,005.91
Other Income	3,964.84	3,224.88	3,185.40	5,543.96
Total Income	**9,686.84**	**5,815.27**	**2,23,866.43**	**1,36,549.86**
Total expenditure before finance cost, depreciation and exceptional items and taxes and impairment of financial assets	5,084.91	6199.62	1,14,297.35	80,290.54
Profit/(Loss) before finance cost, depreciation, exceptional items and taxes and impairment of financial assets	4,601.93	(384.35)	1,09,569.08	56,259.33
Impairment of Financial Assets	60.32	105.93	11,123.88	6,688.64
Profit/(Loss) before finance cost, depreciation, exceptional items and taxes	4,541.61	(490.28)	98,445.20	49,570.69
Less: Finance costs	9516.85	7,127.40	1,02,214.97	63,640.09
Profit/(Loss) before depreciation, exceptional items and taxes	(4975.24)	(7,617.67)	(3,769.77)	(14,069.40)
Less: Depreciation	167.82	170.12	7,125.68	3,795.03
Profit before exceptional items and taxes	**(5143.06)**	**(7,787.79)**	**(10,895.45)**	**(17,864.43)**
Add/Less: Exceptional Items	(955.53)	-	225.16	-
Profit /(Loss) before taxes	**(6,098.59)**	**(7,787.79)**	**(10,670.29)**	**(17,864.43)**
Less: Provision for current taxation	4.18	0.13	418.76	1,566.17
Less: Provision for Income Tax for earlier Years	(95.51)	(118.93)	(3,964.87)	(1,104.87)
Less: Provision for deferred taxation and MAT	(873.67)	(431.50)	(5.35)	(31.86)
Profit/ (Loss) after taxes available for appropriation.	**(5133.59)**	**(7,237.49)**	**(7,118.84)**	**(18,293.87)**
Total Other Comprehensive Income /(Loss)	(1.55)	0.19	(140.63)	76.92
Add: Share in Profit/(Loss) of Associates	-	-	-	-
Less: Minority Interest	-	-	2,781.58	(3,267.03)
Balance to be carried forward	**(5135.14)**	**(7,237.30)**	**(10,041.05)**	**(14,949.92)**

2. Financial Performance and State of Company Affairs

Information on the operational and financial performance of the Company is given in the Management Discussion and Analysis Report, which is annexed to this Report and is in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

3. Consolidated Financial Statements

As per Regulation 33 of the Listing Regulations and applicable provisions of the Companies Act, 2013 ("the Act"), read with the Rules issued thereunder, the Consolidated Financial Statements of the Company for the Financial Year 2023-24, have been prepared in compliance with applicable Ind AS and on the basis of Audited Financial Statements of the Company, its Subsidiaries and Associate Companies, as approved by the respective Board of Directors. In accordance with the applicable Ind AS 110 on Consolidated Financial Statements read with the Listing Regulations, the Consolidated Audited Financial Statements for the year ended March 31, 2024, are provided in the Annual Report.

A statement containing the salient features of the Financial Statements of each of the Subsidiary and Associates in the prescribed Form AOC-1 is annexed as **Annexure A** to this Annual Report.

The Company shall provide free of cost, the copy of the Financial Statements of its Subsidiaries to the Shareholders upon their request. The statements are also available on the website of the Company www.centrum.co.in.

4. Transfer to Reserves

No amount has been transferred from Statement of profit and loss account to Reserves. 124.29 Lakhs are being transferred from Share Outstanding Option Account to General Reserve. No amount has been transferred from Debenture Redemption Reserve to General Reserve.

5. Dividend

With a view to conserve resources for future operations and growth, the Board has not recommended any dividend for Financial Year 2023-24.

In accordance with Regulation 43A of the Listing Regulations, the Company has formulated a 'Dividend Distribution Policy' and details of the same have been uploaded on the Company's website www.centrum.co.in

6. Unclaimed Dividend

Details of Unclaimed Dividend as on March 31, 2024:

Particulars	Amount ( )	Corresponding Shares liable to be transferred to IEPF
Dividend Account 2016-17	1,62,296.05	32,45,921
Interim Dividend Account 2017-18	1,57,321.80	31,46,436
Final Dividend Account 2018-19	1,06,331.30	21,26,626

7. Business Overview & Future Outlook

A detailed business review & outlook of the Company are appended in the Management Discussion and Analysis section of the Annual Report.

8. Share Capital

The Authorised Share Capital of the Company is 1,65,01,00,000 (Rupees One Hundred Sixty Five Crores and One Lakh Only) divided into 1,65,01,00,000/- (One Hundred Sixty Five Crores and One Lakh) Equity Shares of 1/- each. During the Financial Year under review, there was no change in the paid-up Share Capital of the Company.

9. Debentures

During the Financial Year under review, the Company has not issued Unlisted Market Linked Debentures. However, it has redeemed 50 Listed Market Linked Debentures (MLDs) amounting to 50 Lakhs.

10. Credit Rating

As on the date of the report there are no outstanding listed MLDs and hence no rating has been obtained.

11. Debenture Trustees

Beacon Trusteeship Limited acts as the Debenture Trustee for all Non-Convertible Debentures (NCDs) issued by the company.

12. Management Discussion and Analysis

The Management Discussion and Analysis forms an integral part of this Report and gives details on the overall industry structure, economic developments, performance and state of affairs of the Company's various businesses, internal controls and their adequacy, risk management systems and other material developments during the Financial Year 2023-24. The Management Discussion and Analysis is annexed as **Annexure B** to this Annual Report.

13. Business Responsibility and Sustainability Report

The Group is committed to reducing its carbon footprint, implementing sustainable practices, and preserving natural resources. On a Social front, the group is promoting diversity and inclusion, respecting human rights, and engaging with local communities. As part of its Governance approach, the group ensures transparency, accountability, and ethical behaviour throughout the organization.

In accordance with the Listing Regulations, the Business Responsibility & Sustainability Report (BRSR) describing the initiatives taken by the Company is available on the Company's website and can be accessed at www.centrum.co.in

14. Material Changes and Commitments

There were no material changes and commitments affecting the financial position of your Company between the end of the Financial Year and date of the Report.

15. Corporate Governance Report

At Centrum, we ensure that we evolve and follow corporate governance guidelines not just to boost long-term shareholder value, but also to respect minority interest. We consider it our responsibility to disclose timely and accurate information regarding financial, business performance and governance of the Company.

In compliance with Regulation 34 of the Listing Regulations, a separate report on Corporate Governance along with a certificate from the Auditors on its compliance forms an integral part of this Report. The Corporate Governance Report is annexed as **Annexure C** to this Annual Report.

16. Listing Fees

The Company's equity shares are listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) and the Company has paid listing fees up to the Financial Year 2024-25.

17. Number of Meetings of the Board and its Committees

The details of the Meetings of the Board of Directors and its Committees, convened during the Financial Year 2023-24 are given in the Corporate Governance Report, which forms part of this Report.

18. Selection of New Directors and Board Membership Criteria

The Nomination and Remuneration Committee works with the Board to determine the appropriate characteristics, skills and experience required by the Board as a whole and its individual members with the objective of having a Board with a diverse background and rich experience in business. Characteristics expected from all Directors include independence, integrity, high personal and professional ethics, sound business judgment, ability to participate constructively in deliberation and willingness to exercise authority in a collective manner. The Policy regarding the same is available on the website of the Company www.centrum.co.in.

19. Nomination and Remuneration Policy

The Company has in place a Nomination and Remuneration Policy ("Policy") for Directors, Key Managerial Personnel, Senior Management and other employees pursuant to the provisions of the Act and the Listing Regulations, salient features of the Policy forms part of Corporate Governance Report, which forms part of this Report.

20. Familiarisation Programme for Independent Directors

In terms of Listing Regulations, the Company is required to familiarize its Independent Directors with their roles, rights and responsibilities in the Company etc., through interactions and various programmes.

The Independent Directors are also required to undertake appropriate induction and regularly update and refresh their skills, knowledge and familiarity with the Company in terms of Schedule IV of the Act.

The details on the Company's Familiarization Programme for Independent Directors is available on the Company's website www.centrum.co.in

21. Board Evaluation

Pursuant to the provisions of the Act, read with the Rules issued thereunder and the Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force), the process for evaluation of the annual performance of the Directors/ Board/Committees was carried out.

The criteria applied in the evaluation process is detailed in the Corporate Governance Report, which forms part of this Report. In a separate Meeting of Independent Directors, evaluation of the performance of Non-Independent Directors, performance of Board as a whole and performance of the Chairman was done after taking into account the views of Executive and Non-Executive Directors.

22. Declaration by Independent Directors

The Company has received declarations from all Independent Directors confirming that, they meet the criteria of independence as prescribed under the provisions of the Act, read with the Schedules and Rules issued thereunder as well as Regulation 16(1)(b) of the Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force).

23. Independent Directors' Meeting

A meeting of Independent Directors was held on February 09, 2024, as per Schedule IV of the Act read with Regulation 25(3) of Listing Regulations.

24. Changes in Directors and Key Managerial Personnel

As per the provisions of the Act and Articles of Association of the Company, Mr. K R Kamath (DIN: 01715073) Non-Executive Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting (AGM). He does not seek re-appointment as a Director at the ensuing AGM of the Company.

Shareholder's approval has been sought at the ensuing Annual General Meeting as per Regulation 17(1D) of the Listing Regulations for continuation of Mr. Chandir Gidwani as a Director of the Company not liable to retire by rotation for a period of 5 (five years) from the date of shareholders' approval.

Information pursuant to Regulation 36(3) of the Listing Regulations with respect to the Director seeking Re-appointment is appended to the Notice convening the ensuing Annual General Meeting. The Board recommends his re-appointment.

Ms. Anjali Seth, (DIN: 05234352) was re-appointed as an Independent Director for a period of five consecutive years with effect from November 12, 2023 to November 11, 2028 (both days inclusive), and her office is not liable to retire by rotation.

The tenure of Mr. N V P Tendulkar (DIN: 00869913) who was appointed as an Independent Director on the Board of the Company w.e.f October 01, 2018 up to September 30, 2023 (both days inclusive) for a term of 5 consecutive years was completed on September 30, 2023.

Due to unavoidable personal circumstances, Mr. Essaji Vahanvati (DIN: 00157299), Non-Executive Independent Director of the Company resigned from the directorship of the Company with effect from February 26, 2024.The Board places on record its appreciation for the valuable services rendered by him during his tenure as Director of the Company.

25. Key Managerial Personnel

Jaspal Singh Bindra is the Executive Chairman of the Company. Sriram Venkatasubramanian is the Chief Financial Officer. Parthasarathy Iyengar is the Company Secretary and Compliance Officer of the Company.

26. Disclosure under Section 197(14) of the Act

The Executive Chairman of the Company has not received any commission from its holding or subsidiary companies. The Executive Chairman received a sum of ₹ 7,60,000/- from Unity Small Finance Bank Limited ("Bank") as a fee for attending the Board Meetings of the Bank.

27. Directors' Responsibility Statement

Pursuant to Section 134 of the Act (including any statutory modification(s) or re-enactment(s) for the time being in force), the Directors of the Company confirm that:

(a) in the preparation of the annual accounts for the Financial Year ended March 31, 2024, the applicable Ind AS and Schedule III of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) for the time being in force), have been followed and there are no material departures from the same;

(b) the Directors have selected such accounting policies, applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at March 31, 2024 and of the profit and loss of the Company for the Financial Year ended March 31, 2024;

(c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) for the time being in force) for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the annual accounts have been prepared on a 'going concern' basis;

(e) proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and operating effectively; and

(f) proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

28. Audit Committee

The primary objective of the Audit Committee is to monitor and provide effective supervision of the Management's financial reporting process and ensure accurate and timely disclosures with the highest levels of transparency and integrity and quality of financial reporting.

The Committee met 4 (Four) times during the period under review. The details are given in the Corporate Governance Report that forms part of this Report.

As on March 31, 2024, the composition of the Audit Committee was as follows:

Sr. No.	Name	Category	Designation in Committee
1	Mr. Subhash Kutte	Independent Director	Chairman
2	Mr. Rishad Byramjee	Non-Executive Director	Member

Mr. Essaji Vahanvati, Member of the Committee resigned w.e.f February 26, 2024 as an Independent Director. Pursuant to Regulation 17(1E) of Listing Regulations, any vacancy in the office of a director shall be filled by the listed entity at the earliest and in any case not later than three months from the date such vacancy. The Company had time till May 25, 2024 to fill the vacancy or before the next Audit Committee Meeting whichever is earlier. The Board vide circular resolution dated April 19, 2024 has appointed Mr. R A Sankaranarayanan as a member of Audit Committee of the Company.

The recommendations of Audit Committee given from time to time were considered and accepted by the Board.

29. Contracts/Arrangement with Related Party

In line with the requirements of the Act, the Company has formulated a policy on Related Party Transactions, which describes the transactions requiring requisite approvals and requirements of appropriate reporting and disclosure of transactions between the Company and its related parties. The said policy has also been uploaded on the Company's website www.centrum.co.in

All Related Party Transactions that are entered into by the Company are placed before the Audit Committee for review and approval, as per requirements of Section 177 read with Section 188 of the Act and Regulation 23 of the Listing Regulations. In accordance with Section 188 of the Companies Act, 2013, all material related party transactions, and transactions not at arms' length are disclosed in Form AOC-2 provided in **Annexure D** to this Report.

30. Internal Financial Control and Adequacy

The Company has put in place adequate policies and procedures to ensure that the system of Internal Financial Control is commensurate with the size and nature of the Company's business.

These systems provide a reasonable assurance in respect of providing financial and operational information, complying with applicable statutes, safeguarding assets of the Company, prevention and detection of fraud, accuracy and completeness of accounting records and ensuring compliance with Company's policies.

31. Risk Management Policy

The Company has a Risk Management Policy in place, which identifies all material risks faced by the Company.

Due to volatility in the financial markets, the Company is exposed to various risks and uncertainties in the normal course of business. Since volatility can impact operations and financials, the focus on risk management continues to be high.

Centrum's risk management strategy has product neutrality, speed of execution, reliability of access and delivery of service at its core. Multiple services and diverse revenue streams, enable the Company to ensure continuity in offering customized solutions to suit client needs at all times.

32. Conservation of Energy, Technology Absorption and R & D Efforts and Foreign Exchange Earnings and Outgo

A. Conservation of Energy

The Company's operations call for nominal energy consumption cost and there were no major areas where conservation measures could be applied on. However, the Company is making continuous efforts to conserve energy and optimize energy consumption practicable by economizing the use of power.

B. Technology Absorption and R & D Efforts

The Company utilizes technology that not only adheres to Industry Standards but also seeks to provide a competitive advantage over competition. Accordingly, efforts are made to maintain and develop the quality of products / services to meet the expectations of the market.

C. Foreign Exchange Earnings and Outgo

The foreign exchange earnings and outgo during the Financial Year under review was 33 Lakhs and 38.62 Lakhs respectively as compared to previous Financial Year, in which it was 30.54 Lakhs and 49.06 Lakhs respectively.

33. Subsidiaries, Joint Ventures and Associates

A separate statement containing salient features of the Financial Statements of all Subsidiaries and Associates of the Company forms part of the Consolidated Financial Statements in compliance with Section 129 and other applicable provisions, if any, of the Act.

There has been no material change in the nature of the business of the Subsidiaries and Associates.

Further, pursuant to the provisions of Section 136 of the Act, the Financial Statements of the Company, Consolidated Financial Statements along with relevant documents and separate Audited Financial Statements in respect of Subsidiaries and Associates, are available on the website of the Company www.centrum.co.in

The Company does not have any Joint Ventures.

A. During the Financial Year under review, following capital transactions were undertaken:

i) Incorporation of New Company:

The Company has incorporated a step down subsidiary named Centrum Finverse Limited [CIN: U66120MH2023PLC411440] w.e.f October 03, 2023.

ii) Infusion of Additional Capital in subsidiary/ stepdown subsidiary/associates/joint venture:

a) Company invested ₹ 193.78 lakhs pursuant to subscribing to Equity shares issued by Centrum Broking Limited by way of Rights Issue. Further, pursuant to a Bonus Issue, Centrum Broking Limited allotted 73,000 bonus shares to the Company;

b) Company subscribed to 1,34,90,000 equity shares of Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited) at a price of ₹ 10 per share aggregating to ₹ 1,349 lakhs; and

c) 1,50,91,430 Compulsory Convertible Debentures of ₹ 1 each of Centrum Financial Services Limited (a subsidiary) held by the Company was converted into 50,67,703 Equity shares.

iii) Sale of Securities:

a) Company has sold 2,500 equity shares of Centrum Financial Services Limited at a consideration of ₹ 9.50 lakhs;

b) Centrum Broking Limited redeemed 25,00,000 Preference shares of ₹ 10 each held by the Company at a consideration of ₹ 374.58 lakhs;

c) Company divested 18,35,000 ordinary shares (its entire stake) in Centrum International Services PTE Limited (a subsidiary) to Mr. Alok Rajesh Nanavaty at a consideration of ₹ 126.15 lakhs; and

d) Company divested 51,94,015 ordinary shares (its entire stake) in Centrum Capital International Limited (a subsidiary) alongwith its subsidiary CCIL Investment Management Limited, to Mr. Alok Rajesh Nanavaty at a consideration of ₹ 78.37 lakhs.

The Company has 13 Subsidiaries and 1 Associate Company as on March 31, 2024.

Further, a Report on the financial performance of each subsidiary and associate and salient features of the Financial Statements are provided in the prescribed form AOC-1, annexed to this Report

B. Material Subsidiaries

During the Financial Year under review, the Company had the following Material Subsidiaries as per the thresholds laid down under the Listing Regulations:

Pursuant to Regulation 16(1)(c) and Regulation 24 of the Listing Regulations following were considered as Material Subsidiaries during Financial Year 2023-24:

1) Centrum Retail Services Limited
2) Centrum Financial Services Limited
3) Centrum Housing Finance Limited
4) Centrum Wealth Limited
5) Unity Small Finance Bank Limited

The Board of Directors has approved a Policy for determining Material Subsidiaries, which is in line with the Listing Regulations as amended from time to time. The Policy has been uploaded on the Company's website www.centrum.co.in

34. Auditors and Auditors Report

The Members of the Company at the 43rd Annual General Meeting held on August 26, 2021, appointed M/s. Sharp & Tannan, Chartered Accountants (Firm Registration No.- 109982W) as the Statutory Auditors of the Company for a period of five years, to hold office from the conclusion of the 43rd Annual General Meeting to the conclusion of the 48th Annual General Meeting to be held in the year 2026.

The observations made by the Statutory Auditors on the Financial Statements of the Company, in their Report for the Financial Year ended March 31, 2024, read with the Explanatory Notes therein, are self-explanatory and, therefore, do not call for any further explanation or comments from the Board under Section 134(3)(f) of the Act. There are no qualifications, reservations or adverse remarks made by M/s. Sharp & Tannan, Statutory Auditors, in their report for the Financial Year ended March 31, 2024.

Pursuant to provisions of Section 143(12) of the Act, the Statutory Auditors have not reported any incident of fraud during the year under review.

35. Secretarial Auditors

The Board had appointed Mr. Umesh P Maskeri, Company Secretary in practice, as Secretarial Auditor, to conduct the secretarial audit, for the Financial Year ended March 31, 2024. Pursuant to the provisions of Section 204 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Report of the Secretarial Auditor is provided as **Annexure E** to this Report. There are no qualifications, reservations or adverse remarks made by the Secretarial Auditor in his report.

The Company has obtained an Annual Secretarial Compliance Report from Mr. Umesh P Maskeri, Company Secretary in practice and shall submit the same to the Stock Exchanges within the prescribed timelines.

As per the requirements of Listing Regulations, Practicing Company Secretaries of the material unlisted subsidiaries of the Company have undertaken secretarial audit of subsidiaries for Financial Year 2023-24.

The Secretarial Audit Reports of the Unlisted Material Subsidiaries viz., Centrum Financial Services Limited, Centrum Retail Services Limited, Centrum Wealth Limited, Centrum Housing Finance Limited and Unity Small Finance Bank Limited have been annexed to this Report.

36. Utilization of proceeds of Preferential Allotment

The Company did not raise any funds through any preferential allotment.

37. Particulars of Employees and Remuneration

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of the employees of the Company is annexed herewith as **Annexure F**.

The details of employees' remuneration under Rule 5(2) & 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is provided in separate Annexure to this Report. In terms of the second proviso to Section 136(1) of the Act and the rules made thereunder, the Board's Report is being sent to the members without the aforesaid Annexure. Members interested in obtaining copy of the same may send an email to the Company Secretary and Compliance Officer at secretarial@centrum.co.in

None of the employees listed in the said Annexure are related to any Director of the Company.

38. Particulars of Loans, Guarantees and Investments

Details of loans, guarantees and investments under the provisions of Section 134(3)(g) and 186(4) of the

Act, read with the Companies (Meetings of Board and its Powers) Rules, 2014, as on March 31, 2024, are set out in Note 43 of the Standalone Financial Statements forming part of this Report.

39. Disclosure as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company is committed to provide a healthy environment to all its employees and has zero tolerance for sexual harassment at workplace. In order to prohibit, prevent and redress complaints of sexual harassment, the Company has constituted an Internal Complaints Committee in line with the provision of Section 4(1) of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

There were no complaints during the Financial Year 2023-24.

40. Details as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021

Statement pursuant to Regulation 14 read with Part F of Schedule I of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and Section 62(1)(b) of the Act, read with Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 is available on the company's website www.centrum.co.in.

There were no instances of non-exercising of voting rights in respect to shares purchased directly by the employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debenture) Rules, 2014 and hence no information has been furnished.

41. Corporate Social Responsibility (CSR)

The Company had no CSR obligation during the year under review.

42. Extract of Annual Return

The Annual Return of the Company as on March 31, 2024, in Form MGT-7 in accordance with Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014, shall be available on the website of the Company at www.centrum.co.in

43. Public Deposits

During the year under review, the Company has not accepted any deposits within the meaning of Sections 73 and 74 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014, (including any statutory modification(s) or re-enactment(s) for the time being in force).

44. Significant and Material orders passed by the Regulators

There are no significant material orders passed by the Regulators or Courts or Tribunals that impact the Company's going concern status and its future operations.

45. Disclosure on compliance with Secretarial Standards

The Company confirms that the Secretarial Standards issued by the Institute of Company Secretaries of India, were complied with.

46. Whistle Blower Policy

The Company has a Whistle Blower Policy to report genuine concerns or grievances and to provide adequate safeguards against victimization of persons who may use the mechanism. The Whistle Blower Policy encourages the employees and other parties to report unethical behaviors, malpractices, wrongful conduct, fraud, violation of the Company's policies and values, violation of law by any employee of the Company without any fear of retaliation. The mechanism provides for adequate safeguards against victimization of employees to avail of the mechanism and also provides for direct access to the Chairperson of the Audit Committee in exceptional cases. There were no Whistle Blower Complaints received during the Financial Year 2023-24. The Whistle Blower Policy has been posted on Company's website i.e. www.centrum.co.in.

47. Reporting of Frauds

During the Financial Year under review, neither the Statutory Auditors nor the Secretarial Auditors have reported any instances of fraud against the Company by its officers or employees as laid down under Section 143(12) of the Act and Rules framed thereunder.

48. Investor Relations

The Company has an effective Investor Relations Program through which continuous interactions with the investment community are done using various communication channels viz. Individual Meetings, One-on-One interactions.

The Company ensures that critical information is made available to all its investors by uploading such information on the Company's website under the Investor Relations section.

The Company also intimates stock exchanges regarding upcoming events like declaration of quarterly & annual earnings with Financial Statements and other such matters having bearing on the share price of the Company.

49. General

The Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions pertaining to these items during the period under review.

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. There was no revision in financial statements.
3. Company has not issued any sweat equity shares.
4. Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act, are not applicable for the business activities carried out by the Company.
5. There was no instance of one-time settlement with any bank or financial institution and
6. There were no proceedings, either filed by the Company or against the Company, pending under the Insolvency and Bankruptcy Code, 2016, before the National Company Law Tribunal or any other court.

50. Unclaimed Dividend

The Company has declared dividend for the Financial Year 2016-17. Details pertaining to unclaimed and unpaid divided is provided in Corporate Governance Report forming part of this report.

51. Human Resource and Employee Relationship

There is an ongoing emphasis on building a progressive Human Resources culture within the organization. Structured initiatives that foster motivation, teamwork and result orientation continue to be addressed.

52. Disclosures with respect to demat suspense account/ unclaimed suspense account

The Company has no shares lying in the demat suspense account or in the unclaimed suspense account.

53. Web link

All the Policies including the following framed by the Company as per the Companies Act, 2013 and Listing Regulations are uploaded on the Company's website at www.centrum.co.in.

- Nomination and Remuneration Policy
- Remuneration criteria for Non-Executive Directors
- Related Party Transaction Policy
- Familiarisation Programme for Independent Directors
- Policy on determining Material Subsidiaries

54. Cautionary Statement

Statements in the Directors' Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward-looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed. Important factors that could influence the Company's operations include global and domestic demand and supply conditions, changes in government regulations, tax laws, economic developments within the country and such other factors that may affect the markets/industry in which the company operates.

55. Acknowledgement

The Directors wish to convey their gratitude and place on record their appreciation for employees across levels for their hard work, solidarity, cooperation and dedication during the year.

The Directors sincerely convey their appreciation to customers, shareholders, vendors, bankers, business associates, regulatory and government authorities for their continued support.

For and on Behalf of the Board of Directors
of **Centrum Capital Limited**

Jaspal Singh Bindra
Executive Chairman
DIN: 00128320

Place: Mumbai
Date: May 17, 2024

Annexure A

FORM AOC-1

(Pursuant to Section 129(3) of the Companies Act 2013 read with rules 5 of the Companies (Accounts) Rules, 2014)

PART A - Statement containing salient features of the Financial statements of Subsidiary Companies

(₹ in Lakhs)

Sr. No	1	2	3	4	5	6	7	8	9	10	11	12	13
Name of the subsidiary Company	Centrum Retail Services Limited	Centrum Broking Limited	Centrum Wealth Limited	Centrum Investment Advisors Limited	Centrum Financial Services Limited	Centrum Housing Finance Limited	Centrum Insurance Brokers Limited	Modulus Alternatives Investment Managers Limited	Centrum Capital Advisors Limited	Unity Small Finance Bank Limited	Ignis Capital Advisors Limited	Centrum Finverse Limited	Centrum Alternatives LLP
Reporting Period for the subsidiary concerned, if different from the holding company's reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-
Reporting Currency	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
Exchange Rate as on the last date of the relevant financial year in case of foreign subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-
Paid up Equity Share Capital	3,554.65	2,323.14	2,000.00	211.30	10,402.46	26,686.64	1,040.00	1,700.00	100.00	70,490.20	488.33	125.00	-
Paid up Preference Share Capital	-	-	-	-	-	-	-	-	-	-	-	-	-
Partner's Capital Account	-	-	-	-	-	-	-	-	-	-	-	-	875.67
Partner's Current Account	-	-	-	-	-	-	-	-	-	-	-	-	(339.24)
Reserves & surplus	26,694.28	1,213.17	4,520.39	461.20	18,276.08	18,797.89	39.25	(1,571.74)	(17.43)	1,04,677.23	23.42	(39.05)	-
Total Assets	1,08,639.18	16,928.55	10,180.83	772.08	57,625.97	1,48,940.11	1,371.91	750.38	168.95	14,49,554.16	586.39	88.74	568.13
Total Liabilities	1,08,639.18	16,928.55	10,180.83	772.08	57,625.97	1,48,940.11	1,371.91	750.38	168.95	14,49,554.16	586.39	88.74	568.13
Investments	8,958.85	-	4,049.26	-	-	-	-	109.22	-	38,83,621.90	-	-	-
Turnover	25,174.36	6,993.94	12,836.14	1,783.87	2.83	17,488.68	723.71	734.45	232.76	1,56,635.86	204.50	-	532.00
Other Income	348.71	661.65	300.68	35.38	-	664.56	128.57	18.66	1.71	900.88	49.96	-	0.93
Profit/ (Loss) before Taxation	(4,408.21)	24.29	138.34	19.55	(2,489.18)	1,726.56	74.94	(494.77)	(4.35)	1,780.26	7.60	(27.33)	491.83
Provision for taxation	-	8.92	(3.86)	(12.14)	-	331.59	(20.81)	-	(0.25)	2,281.23	1.78	-	-
Profit/ (Loss) after Taxation	(4,408.21)	33.21	134.48	7.41	(2,489.18)	2,058.15	54.13	(494.77)	(4.60)	4,061.49	9.38	(27.33)	491.83
Proposed Dividend													
% of Shareholding (Note 1)	100.00%	51.01%	73.05%	100.00%	99.99%	56.39%	100.00%	82.35%	100.00%	51.00%	100.00%	100.00%	100.00%

Note 1 %age of shareholding is of immediate Holding Company

For and on Behalf of the Board of Directors
of **Centrum Capital Limited**

Jaspal Singh Bindra
Executive Chairman
DIN: 00128320

Place: Mumbai
Date : May 17, 2024

Annexure A

FORM AOC-1 (Contd..)

(Pursuant to Section 129(3) of the Companies Act 2013 read with rules 5 of the Companies (Accounts) Rules, 2014)

(₹ in Lakhs)

Name of Associates	Acorn Fund Consultants Private Limited
1. Latest audited Balance Sheet Date	31.03.2024
2. Shares of Associate/Joint Ventures held by the company on the year end	Associate
No of Shares	7,39,900
Amount of Investment in Associates/Joint Venture	0.00001
*Extend of Holding %	49.00%
3. Description of how there is significant influence	Significant influence is by way of shareholding in the company.
4. Reason why the associate/joint venture is not consolidated	NA
5. Networth attributable to Shareholding as per latest audited Balance Sheet	(-44.34)
6. Profit / (Loss) for the year	0.98
i. Considered in Consolidation	0
ii. Not Considered in Consolidation	0.98

*%age of Interest is of Centrum Retail Services Limited, subsidiary of the Company.

For and on Behalf of the Board of Directors
of **Centrum Capital Limited**

Jaspal Singh Bindra
Executive Chairman
DIN: 00128320

Place: Mumbai
Date : May 17, 2024

Annexure B

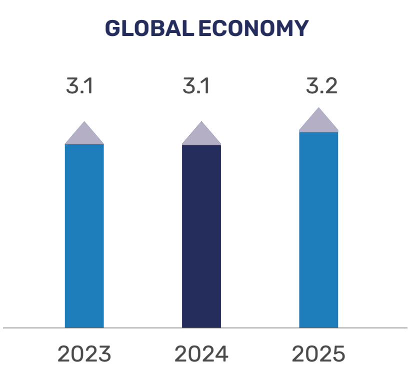
Management Discussion and Analysis

Global Economic Overview

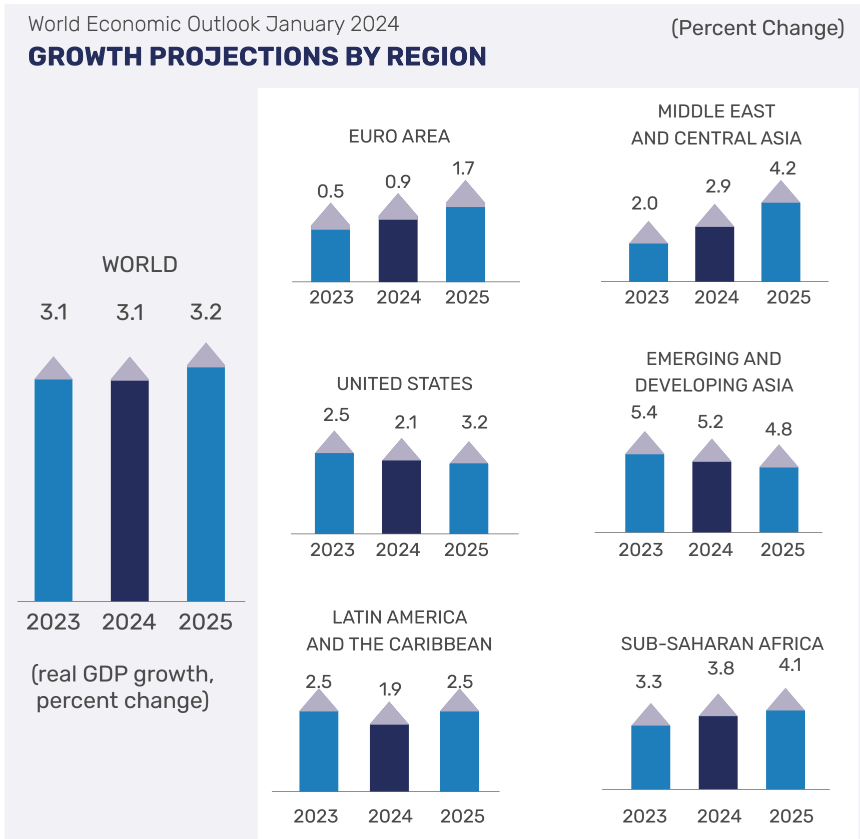
In 2023, the global economy demonstrated strength despite unpredictable challenges, driven by fluctuating commodity prices that led to high inflation. These issues were compounded by ongoing geopolitical tensions between Ukraine and Russia, and more recently, between Israel and Palestine, resulting in disruptions to supply chains. To mitigate inflation, Central Banks in major economies resorted to interest rate hikes which impacted economic activity.

As a result, the International Monetary Fund (IMF) estimates global growth to decrease from 3.5% in 2022 to 3.1% in 2023.[1] Despite these hurdles, emerging economies like India, Vietnam and Mexico experienced positive growth and attracted investments from foreign institutional investors. However, China's economy exhibited signs of strain, which could have adverse effects on the global economy.

Growth projection by World Economic Outlook



(Source: IMF World economic outlook, January 2024)



(Source: IMF World economic outlook, January 2024)

Outlook

In FY 2025, the world economy will be at an inflection point, with chances of measured growth. Even amidst geopolitical tensions, a cautious optimism prevails. Besides, decreasing inflationary pressures are expected to induce Central Banks into implementing more supportive fiscal policies.

However, it is crucial for governments and international organisations to tackle urgent issues like debt relief, climate change and global trade. The combined efforts of governments and the strength of economies around the world will play a key role in creating a path for sustainable and inclusive growth in the days ahead.

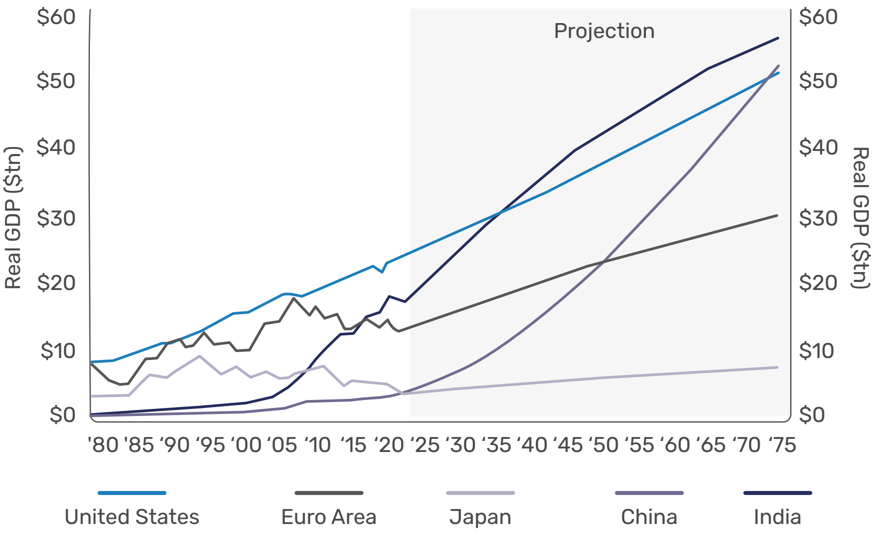
Indian Economic Overview

India's economy has demonstrated a strong growth trajectory, driven by several positive reforms. The country's young and growing population, the robust performance of its manufacturing sector and steady growth of financial markets continue to attract investments.

For FY 2024, growth is expected to be moderate. Real GDP growth is expected to reach 6.8% in fiscal year 2025. Regulatory measures aimed at curbing unsecured lending may impact credit growth. Looking ahead, India aims to surpass the $5 trillion mark and achieve the target of becoming a $7 trillion economy within the next

[1] https://www.imf.org/en/Publications/WEO/Issues/2024/01/30/world-economic-outlook-update-january-2024

seven fiscal years (2025-2031). This is expected to position India as the world's third-largest economy, elevating per capita income to the upper middle-income category by 2031.[2]



Source: Goldman Sachs Global Investment Research. As of February 12, 2024.

Outlook[3]

The Indian economy is poised for sustained growth in the years ahead, driven by robust domestic demand, strategic policy initiatives and significant structural reforms. The recently announced Interim Union Budget for 2024-25 aims to bolster economic progress by prioritising capital expenditure, enhancing infrastructure development and fostering inclusive growth.

Looking ahead, the government's focus is expected to shift from large-scale projects to strategic investments. This transition will be supported by well-crafted policies, evolving global trade dynamics and a commitment to green energy adoption.

Company Overview

Founded in 1997, Centrum Capital Limited ("Centrum") is a well-respected financial services group with diversified fee businesses, a growing lending platform and a Small Finance Bank. The Group caters to institutions and individual clients and has a PAN India presence. Institutional services include Investment Banking and an Institutional Broking Desk catering to FIIs, pension funds, Indian mutual funds, domestic institutions and HNIs. Centrum provides Comprehensive Wealth services to HNIs and family offices, along with affordable Housing Finance in Tier II and Tier III cities. The Alternative Investment Management business manages funds across private debt and venture capital. Unity Small Finance Bank Limited (Unity Bank) is a new-age, digital-first bank that offers a variety of banking services through its Branch network and mobile app.

Fee Businesses

INVESTMENT BANKING

Industry Overview

The investment banking sector in India is anticipated to witness growth in 2024. The sector is expected to benefit from improved economic activity, stable government policies, technological progress and digital transformation drives across the country. Financial stability and structural reforms are also anticipated to add impetus. Despite global economic uncertainties and challenges associated with potential changes in interest rates and competition from FinTech players, the industry is poised for sustained progress.[4]

In the first quarter of 2024, global Initial Public Offering (IPO) volumes experienced a 7%[5] decrease, however, the proceeds saw a year-on-year increase of 7%. Amidst a global slowdown in IPO activity, India emerged as a standout performer. Despite a 15.8% decline in the total number of IPOs worldwide (reaching 1,429), India secured an impressive third position in terms of IPO proceeds.[6] This achievement underscores a significant shift in the sources of capital, with India's local markets maturing and attracting substantial investment. The investment banking sector in India has become a notable global participant. This development is fuelled by the country's strong economic progress and an increasing demand for corporate finance services. India's market capitalisation stands at ₹ 39,989,013 crore, as on March, 2024[7].

[2]https://dea.gov.in/sites/default/files/The%20Indian%20Economy%20-%20A%20Review_Jan%202024.pdf

[3]https://www.gsam.com/content/gsam/global/en/market-insights/gsam-insights/perspectives/2024/indias-economic-ascent.html

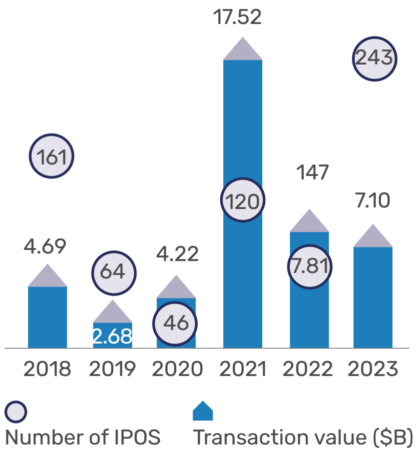
[4]https://bfsi.economictimes.indiatimes.com/blog/resurgence-and-challenges-indian-banks-2024-outlook/106817271

[5]https://www.ey.com/en_gl/newsroom/2024/03/major-shift-in-global-ipo-market-share-from-the-past-five-years

[6]https://www.spglobal.com/marketintelligence/en/news-insights/latest-news-headlines/india-s-ipo-activity-to-stay-strong-in-2024-after-hitting-multiyear-high-80327059

[7] https://www.bseindia.com/markets/equity/EQReports/allindiamktcap.aspx

IPO activity in India (2018-2023)



Data compiled on January 25, 2024 Analysis includes all IPOs completed on the National Stock Exchange of India Limited and BSE Limited covered by S&P Global Market Intelligence.

(Source: S&P Global Market Intelligence_Jan, 252024)[8]

Business Overview

Centrum's Investment Banking team caters to the growth funding requirement throughout the life cycle of a corporate. The range of specialist services cover Equity Capital Markets (ECM), Corporate Finance (Private Equity and M&A) and Debt Capital Markets, with dedicated teams for key sectors. As a category I Merchant Banker, core services include IPOs, Qualified Institutional Placements (QIPs), Delisting, Rights Issuance, Open Offers, Buybacks and other ECM Products. Additionally, the business offers private placement of primary & secondary equity, mezzanine debt, mergers and acquisitions, advisory and advisory services on restructuring. The vertical also handles debt syndication for all types of loans, stressed asset solutions, securitisation and portfolio sale. The Infrastructure Advisory Group is focused on Transaction Advisory and Corporate finance deals in the areas of renewable and conventional energy, roads, railways, ports, urban infrastructure, airports, utilities, mobility and logistics.

Highlights FY2024

Optimism prevailed in the capital markets during the year. Some of the major reasons were:

1. India's macroeconomic stability was parallel to none.
2. The fiscal deficit was steadily shrinking as a proportion of gross domestic product.
3. The rupee was stable and probably the best performing currency in the Asia PAC region.
4. "Core" inflation, which excludes food and fuel prices, had eased to 3.3 per cent year-on-year.

Equity Capital Markets and Corporate Finance

During the year, the Equity Capital Markets (ECM) and Corporate Finance teams worked on multiple transactions with marquee clients, many of which are ongoing:

Closed Transactions

Book Running Lead Manager

1. **IPO** of JG Chemicals Limited (Left Lead): The issue was oversubscribed ~28.5 times generating a demand of ~₹ 57 bn.
2. **IPO** of Popular Vehicles & Services Limited: With an issue size of ₹ 6 bn + in spite of extreme volatility in the small and mid-caps space during the issue open dates, the issue was oversubscribed across QIB, Retail and Employee investor categories.

Lead Manager and Advisor

3. **QIP** of Axiscades Technologies Limited: The QIP which was offered at a price of ₹ 662 per share was the first QIP raise post Axiscades IPO and was oversubscribed with a demand of ~8x of the issue size. The investors who received allotments, are a healthy mix of mutual funds, insurance companies, FPIs and AIFs.
4. **Buyback of Shares** of Dhampur Sugar Mills Limited: Manager to the Buyback offer made by the company. The offer was oversubscribed with a demand of ~7.4x of the issue size.
5. **Open Offer** of Camlin Fine Sciences Limited: Manager and Advisor to the issue. The Offer was made by funds advised by Convergent Finance LLP and a subsidiary of Belgium based Ackermans & van Haaren.
6. **Rights Issue** of Goa Carbon Limited: Lead Manager for the proposed Rights Issue of shares to the existing eligible shareholders of the Company.
7. **Scheme of Arrangement** of Dhampur Sugar Mills Limited: Sole Advisor to the scheme of arrangement.
8. **Corporate Restructuring** of Rane Group: Provided a fairness opinion on the merger of Rane Engine Valves Limited with Rane (Madras) Limited.
9. **Pre-IPO Placement** in SBI General Insurance (SBI GI): Sole Transaction Advisor to Elpro International Limited, large family offices and Ultra High Networth Individuals to facilitate an investment of ~ ₹ 1.25 bn in SBI General Insurance shares sold by ESOP holders. The team has thus far facilitated investment by 40 Institutional and Individual investors in SBI GI shares, aggregating over ₹ 6 bn.

Infrastructure Advisory

Infrastructure Advisory team has successfully advised 100% forward sale of an under development road project for consideration of ~ ₹ 150 Crs to a global investment platform. The team has also closed a uniquely structured deal raising ₹ 275 Crs from

[8]https://www.spglobal.com/marketintelligence/en/news-insights/latest-news-headlines/india-s-ipo-activity-to-stay-strong-in-2024-after-hitting-multiyear-high-80327059

one of the leading AIFs for a reputed road EPC company to execute an under development highways project. Centrum was the exclusive advisor in both the deals.

Debt Capital Markets

With the fast-paced recovery of economic activity in India in FY2024, the Corporate sector was on the front foot to plan growth and expansion. Many stressed borrowers were also encouraged to seek solutions and resolutions to their problems. In spite of the RBI maintaining a high REPO rate to tame inflation, it did not deter the demand for credit for growth, refinancing or special situations.

The Debt Capital Markets (DCM) team worked closely with the Private and PSU Banks, NBFCs, AIFs and Credit funds to close several mandates in restructuring, growth financing, refinancing and special situations. Key transactions include:

- Steel Exchange India Limited (Refinancing and additional funding of ₹ 375 crs)
- K C Montessori Education Society (Project Loan ₹ 100 crs)
- Arunachal Pradesh Power Corporation Limited. (Working Capital ₹ 75 crs)
- Apollo Green Energy Limited. (Working Capital ₹ 31 crs)
- OPG Power Generation Private Limited (Refinancing of existing loans ₹ 30 crs)

Outlook

The business aspires to be a credible and sought-after mid-market investment bank, offering customised financial solutions. It aims to prioritise sectors and develop internal synergies within the Group. With the country being “future ready” poised to drive global growth, the team expects to serve a wider clientele with higher volumes of business in the coming years. The Infrastructure Advisory practise expects strong tailwinds for the sector, enabled by the relentless efforts of the Government to create world class infrastructure and transition to green energy complemented by sustained appetite of the global investors for long term assets in India. Embracing new technologies will open up many untapped opportunities for the business which aims to cater to a wider set of clients in new age sectors such as electric vehicle ecosystem, green hydrogen and digital infrastructure. Building upon the traction gained over the last few years, the business targets to be a leading mid-market investment banker in the entire spectrum of infrastructure and allied sectors.

Each of the verticals has a strong deal pipeline in place and expects to close several transactions in FY2025.

On-going Transactions include:

1. Buyback offer: Manager to the Buyback Offer of Dwarikesh Sugar Industries Limited through the Tender offer route.
2. Open Offer: Sole Advisor to an Open Offer in Agro Tech Foods Limited pursuant to the multinational ConAgra Brand’s sale of 51.77% stake to a consortium of Samara Capital and Infinity Group.
3. Left Lead to the proposed IPO of a Society Redevelopment Construction Company.
4. M & A and Sell Side Advisor to a Leading Steel Products Manufacturer.
5. Sole Advisor to a Scheme of Arrangement of DCM Shriram Industries Limited.
6. Advisor to a Scheme of Arrangement in Borosil Scientific Limited.
7. Sole Advisor to two CDR/FDR format restaurant chains in their fund raise plans.
8. M & A and Sell side Advisor to a Diagnostic chain.
9. Sell Side Advisor to a leading internet service provider in their fund-raising plans.

WEALTH

Industry Overview

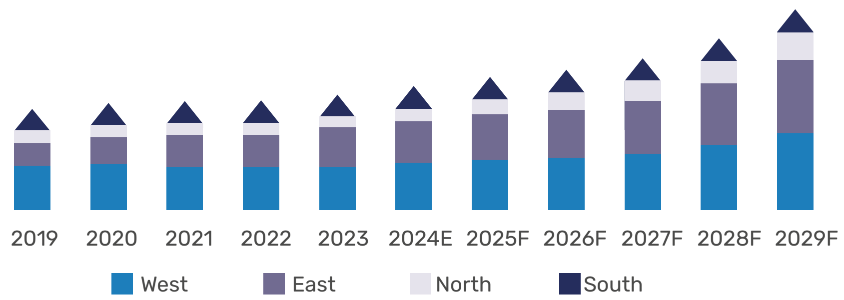
Along with economic growth, entrepreneurship opportunities continue to create a large pool of High Net Worth Individuals who require efficient wealth management services. To fulfil this demand, companies are investing in automated wealth management solutions. Besides, growing awareness about managing wealth professionally has given an added impetus to the wealth management industry.[9]

The India wealth management industry was valued at $ 429.1 billion in 2023. It is anticipated to expand at a rate of 4.56% per year, between 2025 and 2029. With an anticipated surge to 6.11 lakh High Net-Worth Individuals by 2025, India’s private wealth management sector holds immense potential to grow and prosper. Additionally, India is poised to become the world’s fourth-largest private wealth market by 2028.[10] By offering personalised services and different types of investment options, the asset and wealth management industry is witnessing accelerated growth in India.

[9] https://medium.com/@jackwarnerxd/india-wealth-management-market-size-trends-and-share-evaluation-bb6d6d9cbf4e#:~:text=According%20to%20the%20latest%20TechSci,forecast%20period%20of%202025%E2%80%932029.

[10] https://www.orfonline.org/public/uploads/posts/pdf/20240413120431.pdf

India Wealth Management Market



(Source: Techsci research_India Wealth Management Market, 2023)[11]

Business Overview

Centrum Wealth Limited (CWL) offers a comprehensive suite of Distribution and Family Office services encompassing the investable universe, including ideas from across equities, fixed income, and alternative investments. The firm caters to the diverse wealth and distribution needs of High and Ultra-High Net Worth Individuals (HNIs and UHNWIs), CXOs, global Indians, family offices, and corporate treasuries.

'Client first' remains the operating mantra at Centrum Wealth from inception since 2008. The proposition covers the complete client journey from wealth creation, preservation and pass on phase. With a strong foundation built on the core values of integrity, transparency and empathy, CWL is committed to delivering client-centric and integrated wealth solutions backed by robust in-house asset management capabilities and an innovative technology platform.

Highlights FY2024

The business embarked on a transformative journey during the past year, focusing on three key drivers of the wealth business – Revenue growth, Assets gathering and New Client Acquisition. This initiative aims to take Centrum Wealth to new heights, strengthening its position as a brand known for exceptional wealth expertise across a diverse range of asset classes, including both traditional and alternative investments, as well as public and private market offerings.

Expanding Reach and Capabilities - Centrum Wealth's team of nearly 240 skilled professionals operates across 15 locations, with client coverage extending to more than 75 cities via a hub-and-spoke model. The company's open architecture platform offers clients access to an extensive investment opportunity basket, comprising 100+ discretionary portfolios, 75+ alternative investment funds, and 45+ mutual funds. This comprehensive offering, coupled with CWL's expertise in product innovation and structuring in both domestic and international markets, has attracted more than 5,000 HNI and UHNWI families, corporate treasuries, and family offices, who have entrusted the firm with client assets of about ₹ 39,000 Cr.

Diversified Revenue Mix and Geographic Presence - CWL's tailor made approach to client portfolios, which the firm has adopted since its inception more than a decade ago, is paying off. Short term challenges from regulatory changes to structures of key distribution products have been navigated successfully.

Assets across client segments at Centrum Wealth, grew at 25% CAGR for the past 3 years. More than half of Centrum Wealth's clients are sourced through referrals, and 75% of new clients are in the wealth creation phase, showing potential for further growth in AUM in the medium to long term.

Accolades and Recognition - Centrum Wealth's commitment to excellence has earned the firm recognition from both local and global industry watchers and media powerhouses.

The company has been certified as a "Great Place To Work" for the third consecutive year, a testament to its strong foundation of people and culture, characterized by open communication and collaborative work environment.

Additionally, CWL was honoured with the prestigious Economic Times Edge Best Brand Award, recognizing its outstanding brand value and customer trust. The firm also received the Euromoney Best for HNIs in India, acknowledging the proposition and client-centric approach to the HNI client segment.

Outlook

According to the Centrum Wealth India Market Pulse 2024 (a survey of CIOs and Fund Managers who manage more than 85% of India's mutual fund assets), 78% believe that India's GDP in CY 2024 - 25 will grow between 6% - 7%. Further the Government's 'AmritKaal' vision has put India on a solid trajectory to become the world's third largest economy by 2030. This creates the perfect backdrop for wealth creation and should result in a heightened demand for professional wealth services. The market for wealth and related services (for those up to $ 5 Mn networth equivalent) is projected to grow at a mid to high teens CAGR over the next five years, while the segment above $ 5 Mn equivalent, is anticipated to outpace other segments as per Industry watchers.

[11]https://www.techsciresearch.com/report/india-wealth-management-market/4226.html

As the wealth creation story unfolds across the country, with nearly 100 towns and cities expected to have UHNW representation as per Industry reports, Centrum Wealth is strategically positioned to capitalize on this opportunity. The company's current geographical spread covers more than 85% of this addressable market, enabling it to effectively cater to the evolving needs of prospects and clients.

Going ahead, Centrum Wealth remains committed to its 'Client First' approach, leveraging its expertise, innovative solutions, and brand engagement. Hence a wider (with presence in relevant cities and client segments) and deeper (driven by our We For You spirit, with sharper proposition and products) approach is expected to yield promising results.

STOCK BROKING

Industry Overview

ICRA suggests an 18-22 percent increase in the Broking industry revenues and a 22-25 percent rise in net profits YoY for FY24, driven by a resurgence in investor sentiment, improved profitability and positive returns.[12]

In the current fiscal year, the Margin Trade Funding (MTF) segment has seen increased activity, reaching new highs. After maintaining a relatively flat trajectory in FY2023, the overall industry-wide MTF exposure surged by 98% from March 2023 to approximately ₹51,000 crore as of December 28, 2023.[13]

The financial market is witnessing significant growth due to rebounding investor sentiment. It has led to increased equity mobilization, expansion of the active NSE client base through the addition of new demat accounts and record equity AUMs fuelled by retail participation in mutual funds.

The industry is experiencing a phenomenal growth trajectory due to rising retail participation, improved market sentiment and increased mutual fund exposure. Discount brokerages have also established a strong foothold, with F&O segments reporting relentless growth in comparison to the past few years.

- **Institutional Equities**

Business Overview

The Institutional Equities business at Centrum Broking offers Broking Services in secondary markets, including IPOs and QIPs, catering to domestic and international institutional investors. The client profile comprises domestic mutual funds, insurance companies, foreign portfolio investors and private equity players. A focused research team and a strong sales and dealing team help offer value-added services. Over the years, the team has put out multi-bagger stock ideas on a regular basis. It uses a differentiated research process for large, mid and small cap companies and offers detailed coverage on both established as well as under-researched, undervalued and under-owned scrips.

Highlights FY2024

In contrast to global trends, Indian markets emerged as a strong performer. The year saw record highs for key indices like Nifty and Sensex, fuelled by robust domestic economic growth and rising consumer demand. Foreign investors remained bullish on India, with significant net inflows throughout the year. This positive sentiment benefitted specific sectors, with Information Technology and Consumer Discretionary witnessing strong growth.

During the year, it hosted multiple virtual investor conferences. 'Orion – Changing India to prosperous Bharat,' the flagship conference, showcased companies with strong fundamentals and a sound growth potential. Additionally, several Dealer Conferences helped investors assess on-ground insights and demand helping them draw a fair assessment on the consumption scenario and future trends in the respective sectors. All conferences saw healthy participation from corporates, investors and trade bodies.

Outlook

With interest rates expected to reduce leading to an increase in consumption, the business expects increased momentum in both its domestic and international outreach and empanelment. It plans on hiring additional senior research analysts to further increase its sectoral coverage and widen its product suite. Backed by the favourable responses received for its earlier investor conferences, it plans to further strengthen its investor and corporate relationships by hosting additional thematic conferences.

- **Retail Broking**

Business Overview

The Retail Broking division of Centrum Broking Limited (CBL) offers holistic solutions across equity broking, portfolio management and depository services to High Net-Worth Individuals (HNIs) and corporates. The division called the Private Client Group (PCG) offers services that encompass Equities, Derivatives, Currencies and Primary market product offerings. CBL Retail Broking offers depository services, being registered as a Depository Participant with Central Depository Services (India) Limited (CDSL) and is a trading member with the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE). The Technical and Derivatives Desk provides short-term as well as positional ideas, which are best suited for High Net-Worth Individuals (HNIs) traders. The business is primarily focused on servicing customers acquired through the Group's Wealth business franchise,

[12]https://www.icra.in/CommonService/OpenMedia?Key=4c3a4884-4686-4da2-bc4b-2cfda1893e95

[13]https://www.icra.in/CommonService/OpenMedia?Key=4c3a4884-4686-4da2-bc4b-2cfda1893e95

Centrum Wealth Limited (CWL). The business offers a full-service model with experienced dealers to service high-net-worth clients acquired through the group's private banking franchise, Centrum Wealth Limited (CWL). The dealer servicing model was very well augmented by the technical and derivatives desks, which provided short-term trading ideas and delivered a good performance, beating market benchmarks.

CBL offers a franchisee model to individuals and corporates across the country who have a good experience and track record of running a successful business in financial services.

Highlights FY 2024

During the year the business launched its Digital Proposition Centrum GalaxC targeted at do-it-yourself (DIY) savvy Gen Y and Gen Z population. The business also launched a brand new version of its mobile trading app, Centrum GalaxC Invest offering equity trading, mutual funds and IPOs in the first phase. Going ahead the business plans on launching financial planning, bond offerings and insurance solutions as well. The beta launch made in Q4FY24 has seen good traction amongst customers.

As an extension, the business also introduced Centrum GalaxC Launchpad, an easy to navigate interface which enables a DIY customer to sign up onto the CBL broking platform in a seamless five minute journey, paperless journey.

The team also worked closely with Unity Small Finance Bank to develop a three in one proposition for the bank's customers. The module is under testing in a closed user group and expected to be made live to customers in FY 2025.

It also tied up with multiple fintech partners offering the GalaxC Innovate - Broking as a Service (BaaS) product. It allows the vertical's fintech partners to use its open APIs to launch their own front-end interface powered by the Centrum Broking service solution as its backbone. The products developed with the fintech partners are undergoing robust testing and post regulatory approvals, will go live.

Outlook

The new initiatives undertaken are in early stages and FY 2025 marks the beginning of a transition of the business from a pure traditional brokerage into a new generation digital brokerage. It will leverage its relations with multiple fintech and bank partners to capitalise on the growing financial services opportunity in India.

ALTERNATIVE INVESTMENT MANAGEMENT

Industry Overview

India's robust economic growth has opened up new investment vistas for both domestic and foreign investors. As the world's fifth-largest economy, the country now boasts a substantial number of high-net-worth individuals (HNIs). Increased household savings, driven by rising per capita income and heightened awareness of financial products, have accelerated India's transition toward the efficient management of savings growth. Consequently, there is a growing appetite for risk-taking and a quest for unconventional investment avenues.

30%

Annual growth rate in FY23 as AIFs in India have come of age and experience[14]

Alternative Investment Funds (AIFs) have emerged as a robust alternative and are witnessing significant demand. Over the past decade, AIFs have experienced rapid growth in India, positively impacting the investment landscape. Their growth trajectory has been remarkable, expanding tenfold in the last seven years. Notably, AIFs were relatively obscure a decade ago, often considered the exclusive domain of foreign institutional investors.

AIFs represent privately pooled funds that invest across various asset classes, including infrastructure, hedge funds, private equity and venture capital. These investment vehicles cater primarily to retail HNIs and ultra-HNI investors who can commit a minimum investment of approximately US$125,000.[15]

AIFs offer a compelling avenue for sophisticated investors seeking diversification and potentially higher returns within the Indian market. Their flexibility and ability to tap into diverse investment strategies make them an attractive proposition for those navigating the evolving financial landscape.

~$84.3 billion

AIF industry managed assets[16]

[14] https://www.aima.org/article/alternatives-becoming-mainstream-in-india-asset-allocation.html

[15] https://www.aima.org/article/alternatives-becoming-mainstream-in-india-asset-allocation.html

[16] https://www.aima.org/article/alternatives-becoming-mainstream-in-india-asset-allocation.html

Growth Drivers

Business Overview

Modulus Alternatives Investment Managers Limited is an established alternative asset manager specializing in private credit. One of the early movers in the Indian private credit space, the firm focuses on performing credit opportunities across key sectors – healthcare, industrial, consumer, logistics and capital goods. With an emphasis on capital protection and an active fund management strategy, the firm seeks to deliver steady, attractive risk-adjusted returns to its investors.

Highlights FY2024

FY2024 was a year of performance, people and processes for Modulus Alternatives.

Performance – The business manages 2 category II Alternate Investment Funds. Its maiden fund, Centrum Credit Opportunities Fund (Fund I), has an invested capital (Fund and other investors) of ₹ 1,790 crore and have returned more than ₹ 1,050 crore to its investors. With 15 marquee investments, the platform has successfully exited 11 of these investments with 3 exits in FY2024. Building upon the robust performance of Fund I, Modulus Alternatives announced the first close of its second fund, India Credit Opportunities Fund II, in August 2023. The investment strategy of this Fund aligns with the approach of the first Fund and focuses on identifying sound companies with strong fundamentals and good credit profiles in the performing credit space. Since its launch, the Fund has made substantial progress and made five investments aggregating to ₹ 591 crore.

People - During the year, the business increased its headcount by more than 80% Y-o-Y. Moreover, the platform has added three industry veterans from State Bank of India to bolster the platform across deal origination, fund raise, and governance. Service Partners play a very crucial role in the overall functioning of the platform. Modulus Alternatives added CRISIL (Valuation) and Ernst & Young Global Limited (Auditor) for its second Fund, apart from Trilegal (Legal Counsel), Beacon Trusteeship Limited (Trustee) and CAMS Investor Services Private Limited (RTA) who continue their services in Fund II from Fund I.

Processes - Investor-centricity was a key focus area during the year with further strengthening of processes for smoother investor on-boarding, reducing TAT for investor queries and efficient and detailed communication during key announcements like distribution of fees, every quarter, new deals in the second Fund, XIRR statements and income and expense statements. In order to further strengthen investor connect, Modulus Alternatives organized various outreach programmes throughout the year. The team organized several video call sessions and face to face meetings to further educate and empower prospects on the various categories within the private credit sector as well as investment opportunities in the Funds as well as the deals of the Funds. Additionally, deal execution processes were further tightened to ensure increased throughput while treasury operations were further built upon to maximize yields of the investor.

Outlook

The private credit market in India is maturing and is expected to reach an AUM US $100 billion over the coming years. The central drivers of growth for the market can be attributed to the change in bankruptcy regime, GDP growth of the country, along with acceptance of private credit as an alternative source of financing by corporates. Moreover, India is on its way to become a $7 trillion economy by 2030 and this provides ample opportunities to both demand and supply side drivers. Long-term and patient capital from private credit funds will play an important role in the growth of the economy.

The potential of the private credit market in India can be ascertained by the fact that just 0.5% India's GDP is the private credit market while in developed economies, this number stands at 4.5-5% GDP.

AFFORDABLE HOUSING FINANCE

Industry Overview

After enduring a phase of stagnant growth from FY20 to FY22, Affordable Housing Finance Companies (AHFCs) witnessed a remarkable revival in 2023, registering a year-over-year expansion of 27%. This upward trend in growth is anticipated to stay. Even with the positive trend, it is essential to note that the rate of mortgage adoption in India is still relatively low, at 11%.[17] However, government initiatives like Pradhan Mantri Awas Yojana (PMAY) aims to invigorate the housing finance sector by constructing 2 crore new homes across 305 urban and rural locations. This continues to encourage real estate developers to invest in the affordable housing segment.

As India's population continues to grow, it is estimated that by 2030, there will be a need for an additional 25 million affordable housing units. Co-lending is predicted to be instrumental in fulfilling this demand and making affordable housing accessible in India. The adoption of advanced technology is expected to facilitate development by enabling a smooth flow of credit to areas of the economy that were previously underserved or not served at all.

With the integration of co-lending and advanced technology, coupled with government initiatives, the affordable housing finance sector in India is poised for significant growth.

Business Overview

Centrum Housing Finance Limited is a professionally managed housing finance company. It provides financial inclusion to low and middle-income (LMI) families in Tier II and III cities by making hassle-free long-term housing finance accessible to them. The business offers Home Loans, Self-Construction Loans, Top-Up Loans and Loans against Property to cater to specific needs using a combination of traditional methods and superior technology. The business has built its operations on a hub-and-spoke model to penetrate deeper into its target markets.

Highlights FY2024

During the year, the Housing Finance Team embarked on several strategic initiatives aimed at enhancing operational efficiency and building organic growth within the business. Following the acquisition of the business operations of South India based NATRUST, the team focused on consolidating its operations in the region while seamlessly integrating the team with the larger Centrum ecosystem. This concerted effort facilitated the streamlining of processes, resulting in greater productivity and a steady growth in Assets Under Management (AUM) and disbursals.

The business also grew its workforce across levels including few at the senior management level. At a PAN India level, the business demonstrated organic growth in existing geographies, and has an AUM of ₹ 1,455 crores as of March 31, 2024.

Outlook

With a widespread geographic presence, a competent team and a continued focus by the Government on promoting affordable housing, the business anticipates substantial growth in its AUM and fresh disbursals in the coming year. While the focus will remain strongly on organic expansion, the business will also evaluate opportunistic in-organic initiatives to further stimulate growth.

BANKING

Industry Overview

Industry Overview

ICRA has revised the banking sector's outlook to stable from positive, anticipating healthy credit growth and profitability. Despite potential margin pressure due to a likely rate cut in H2 FY2025, steady operating profits are expected due to loan book growth and benign credit costs. The credit to deposit ratio (CD ratio) is projected to remain high, posing challenges for the net interest margins (NIMs) of banks. However, improving asset quality metrics and steady credit costs should support a mild moderation in Return on Assets (ROA) and a healthy Return on Equity (ROE). The capitalisation and solvency profiles of banks are expected to remain comfortable, supported by internal capital generation and lower net NPA levels.[18]

The banking sector is poised for a steady upswing in FY2025, bolstered by managed net non-performing advances and strong credit growth, leading to a positive credit cost outlook. Despite some moderation due to liability repricing, the robust earnings of banks and solid solvency profiles ensure a promising future.

Over the past decade, this sector, growing at a CAGR of ~18%, has been pivotal to credit expansion. Consequently, its share in bank credit surged from 18% in March 2013 to 31% by March 2023. In contrast, the corporate sector has seen slower growth due to weaker asset quality and subdued expansion. Thus, the retail sector's growth has outstripped other segments.[19]

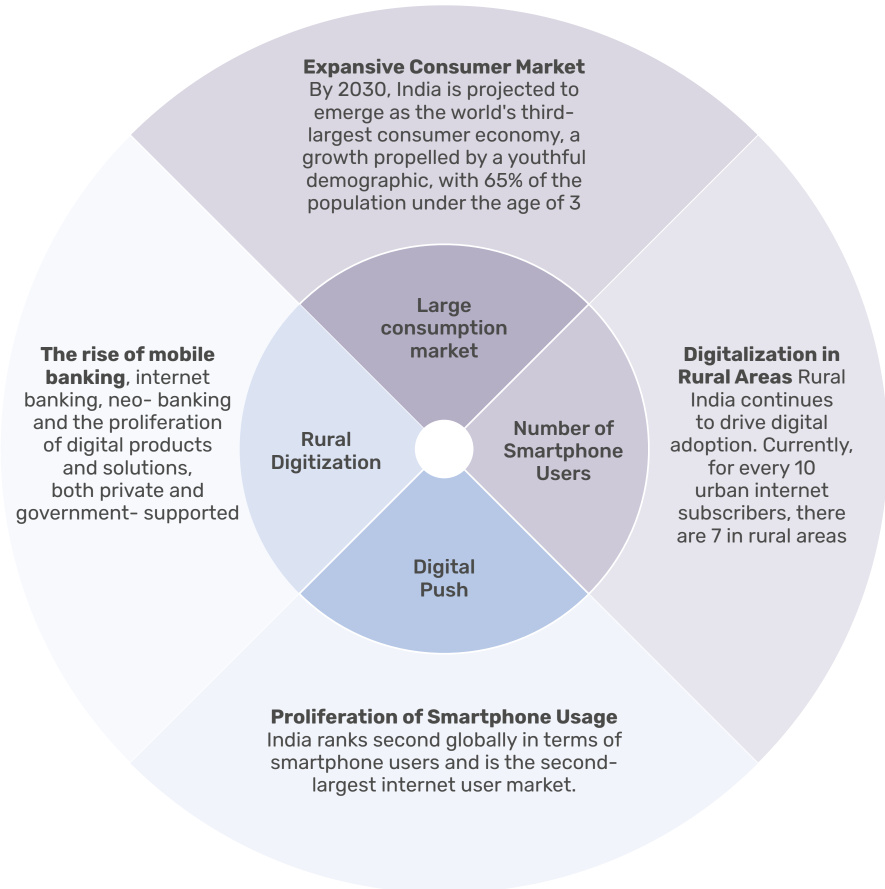
Despite facing certain obstacles, the Indian banking sector is strategically poised for prosperity in the intermediate term.

---

[17]https://www.thehindubusinessline.com/money-and-banking/navigating-the-mortgage-landscape-vision-for-affordable-housing-finance/article67938628.ece

[18]https://www.icra.in/CommonService/OpenMediaS3?Key=6259ad2c-3f43-44e1-9f8f-4561d0c66070#:~:text=22.2%20trillion%20(16.3%25)%20in,as%20on%20March%2025%2C%202022.

Growth drivers



Business Overview

Unity Small Finance Bank ("Unity"/"the Bank") commenced operations in November 2021 with a business model of collaboration and open architecture, uniting all its stakeholders to deliver a seamless digital banking experience. Unity's vision is to make Banking available at customers' fingertips using the latest technology. It offers a variety of banking services through its branch and office network. As of March 31, 2024, it has a network of 400+ banking outlets across India.

Highlights FY2024

In the Bank's second full year of operations, significant momentum was gained across core verticals including business banking, inclusive banking, and branch banking, with notable growth in both assets and liabilities. The market presents ample opportunities for sustaining this growth trajectory and maintaining a healthy asset portfolio. The Bank recorded an Pre-Provisioning Operating Profit of ₹ 417 crores, reflecting the strength of its core business operations. Noteworthy recoveries in Non-Performing Assets (NPAs), particularly from legacy assets inherited from erstwhile PMC Bank and the Inclusive Banking portfolio, contributed to a healthy Net Profit of ITF ₹ 439 crores. With a Net Interest Margin of 10.8% and a capital adequacy ratio of 36.4%, the bank remains confident in sustaining this growth momentum throughout FY2025. Additionally, the bank made substantial investments towards consolidating and scaling up its technology platforms.

The bank has built a dedicated digital banking team, spanning both business and operational functions. It has commissioned pilots on two credit card programs, the foundations of which are in place and will be launched in FY2025. Furthermore, it has collaborated with its investor - BharatPe, to venture into services of merchant acquiring and lending.

Expanding its footprint into new states such as West Bengal, Telangana, Punjab, Kerala, and Tamil Nadu, in addition to consolidating presence in existing territories, has led to a sizeable workforce of operating from ~400 banking outlets.

Outlook

The Bank anticipates healthy growth in its credit card, personal loans, and merchant lending segments. Partnerships with reputable fintech firms to adopt a multi-channel approach for liability acquisition and CASA building are also underway and should drive good momentum. Additionally, its plans to further strengthen the technology platforms, which will be a key differentiator in offering value added services to customers.

The Bank has in place a five-year plan that aims to serve over 10 million customers and build a loan book exceeding ₹ 50,000 crores, progress of which is on target. The Bank is on track to meet its license conditions to build presence in unbanked rural locations and facilitate priority sector lending, along with harmonizing the grade structures of erstwhile PMC Bank staff. All of which is to be achieved keeping the Bank's values at the forefront and while adhering to the highest norms of corporate governance.

[19]https://www.icra.in/Rating/DownloadResearchSummaryReport?id=5249

Human Resources

Highlights

During the year, the HR team undertook various initiatives aimed at cultivating a thriving organizational culture. Notably, three entities within the group - Centrum Capital Limited, Centrum Wealth Limited and Centrum Retail Services Limited, attained the prestigious Great Place to Work® certification. Centrum Capital and Centrum Retail Services achieved this distinction in their first year of application, with an exceptional Trust Index Score of 91/100. Furthermore, Centrum Wealth Limited secured accreditation as a 'Great Place to Work' for the third consecutive year, reflecting consistently high ratings across all evaluation parameters and reaffirming a steadfast commitment to nurturing a supportive and inclusive workplace environment.

The team also focused on talent acquisition, successfully recruiting high-calibre individuals from both peer organizations and campuses, thereby augmenting the workforce's expertise and capabilities across businesses. Several policies were implemented to ensure a favourable work-life balance for employees, wellness sessions were conducted to aid in coping with mental health and other related issues, and numerous training sessions were organised to enhance productivity. Advanced certification courses were also arranged with the aim of developing a learning organisation, boosting employee development, improving employee performance, and positively impacting business outcomes.

In line with a commitment to diversity, the Company prioritized building greater representation from all sections of society within the workforce, resulting in a notable 30% increase in female employees compared to the previous year. As of March 31, 2024, the total number of employees in Centrum Capital Limited was 45, whereas across Group companies, including Unity Bank, the team size is over 5,400.

ESG Approach

ESG (Environmental, Social, and Governance) guidelines have become increasingly important for companies to consider in their operations and decision-making. As a responsible corporate citizen, the Centrum Group is committed to incorporating robust ESG practices as part of its regular operations.

The Group is committed to reducing its carbon footprint, implementing sustainable practices, and preserving natural resources. On a social front, the group is promoting diversity and inclusion, respecting human rights, and engaging with local communities. As part of its Governance approach, the group ensures transparency, accountability, and ethical behaviour throughout the organisation.

It is important to emphasise the Company's efforts to integrate ESG considerations into its overall strategy and decision-making processes. This includes setting specific goals and targets, regularly monitoring and reporting on progress, and engaging with stakeholders to gather feedback and improve performance. By prioritising ESG considerations, the group believes it can not only enhance its reputation and stakeholder relationships, but also contribute to a more sustainable and equitable future for all.

Opportunities and Challenges

Opportunities

The Banking, Financial Services and Insurance (BFSI) sector is expected to grow significantly in the coming years, with government initiatives such as Digital India, the Unified Payments Interface (UPI), globalisation and a push towards a cashless economy acting as driving factors.

The Indian banking sector is anticipated to experience positive growth bolstered by factors like economic development, government measures and a focus on digitalisation of banking services. Reiterating the ease and accessibility offered to customers, the Consumer Confidence in India has increased to 98.50 points in March, 2024[20], a significant transformation driven by government and regulatory initiatives.

The Pradhan Mantri Jan Dhan Yojana, the world's largest financial inclusion initiative, has led to the enrolment of over 486 million beneficiaries, including over 265 million women. This initiative has expanded the customer base for banks and opened up new avenues for providing financial services. The Reserve Bank of India's guidelines for setting up Wholly Owned Subsidiaries by foreign banks in India have also encouraged foreign investments into the sector, providing an opportunity for the BFSI sector to access global best practices and technologies. The introduction of Kisan Credit Card loans in a fully digital and hassle-free manner has made credit accessible to the agricultural sector, thereby expanding the market for BFSI services.

From 2023 to 2028, India is projected to experience unparalleled growth in the count of Ultra High Net Worth Individuals (UHNWIs), those possessing a net worth exceeding $30 million, surpassing all other nations.

Challenges

With the increasing reliance on digital technologies, the sector remains vulnerable to cyber threats. The frequency of cyberattacks continue to escalate, ranging from ransomware attacks to data breaches. Financial

[20]https://tradingeconomics.com/india/consumer-confidence

institutions must, therefore, invest in advanced cybersecurity measures to safeguard sensitive customer data and secure the trust of its patrons.

As digital systems become more sophisticated, the risk of insider threats also grows. Employees or third-party partners with access to critical systems pose a potential risk. Institutions need to implement stringent access controls, conduct regular employee training on cybersecurity best practices and monitor user activities to detect and mitigate insider threats.

The BFSI industry is inherently tied to changes in the country's economic environment. Economic downturns, whether caused by global crises or regional factors, can significantly impact the financial stability of institutions. With robust risk management practices and diversified portfolios, financial institutions can mitigate such threats. A weak economic environment may also lead to an increase in non-performing assets, which can affect the asset quality of banks. Regular assessments of loan portfolios and early warning systems are, therefore, crucial for identifying and addressing potential NPAs, before its escalation.

Risk Management

At Centrum, an effective risk management policy lies at the core of its business philosophy, which is centred on delivering higher and better returns to all its stakeholders. With ups and downs, volatility and fluctuations in the financial business in which the Company operates, Centrum is exposed to various risks and uncertainties in the normal course of business. Since such variations can cause deviations in the results of operations and affect the Group's financial performance, the focus on risk management continues to be high. Centrum's risk management strategy has product neutrality, speed of trade execution, reliability of access and delivery of service at its core. Multiple products and diverse resource streams enable the Company to ensure the continued offering of customised solutions to suit client needs at all times, good and bad.

State-of-the-art technology, experienced professionals and a highly qualified IT team for in-house software development, coupled with adequate backup systems and compliance with regulatory norms, insulate Centrum to a large extent from the vagaries of the financial business.

At Centrum, a company-wide Risk Management Policy (RM Policy) is in place. The RM Policy is based on best-in-class standards and includes the Company's various activities as well as key criteria for effectively managing the various risks it faces. This Company has a systematic and proactive approach to identifying risks and adopting appropriate risk mitigation strategies. Management makes strategic decisions in cooperation with the Board after carefully assessing secondary and residual risks.

Internal Control and Adequacy

Centrum has always focused on maintaining a strong internal control system, which is commensurate with the Group's size and nature of operations. The Company's internal controls are structured to ensure reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable statutes, safeguarding assets from unauthorised use or losses, executing transactions with proper authorisation and ensuring compliance of corporate policies, laws, and accounting standards.

Financial, operational and accounting controls are suitable for the Company's size and scope. To ensure that its business is conducted in an orderly and efficient manner, the Company has devised and implemented numerous controls. Apart from routine and general checks, the Company has processes in place to ensure the accuracy and completeness of accounting records, as well as the timely creation of trustworthy financial data. External professional entities are appointed to analyse the process to ensure that the Company benefits from their subject-area expertise.

Sr. No.	Particulars	Reviewed by
1.	Internal Audit	F.K. Mody & Co. Chartered Accountants
2.	Internal Financial Controls	Sharp & Tannan, Chartered Accountants
3.	Secretarial Auditor	Umesh P. Maskeri, Practicing Company Secretary

F.K. Mody & Co. Chartered Accountants has been designated as the Company's internal auditor. Internal Auditing is conducted in accordance with an Internal Audit plan in cooperation with the Audit Committee. The Internal Audit process examines the effectiveness and efficiency of internal control checks and encompasses all important aspects of the Company's operations.

With a strong monitoring system in place, the Company has an Audit Committee, the details of which have been provided in the Corporate Governance Report. Centrum has also appointed an independent Internal Audit Firm. The Audit Committee regularly reviews the Internal Audit Reports as well as the findings and recommendations of the Internal Auditors. Suggestions for improvement are considered and the Audit Committee follows up on the implementation of corrective actions. The Committee also meets with the Company's statutory auditors to ascertain, inter alia, their views on the adequacy of internal control systems and keeps the Board of Directors posted on its observations.

Financial Overview and Key Ratios

During the year, the group focused on building a granular loan book in our Banking and Affordable Housing finance businesses, while continuing with steady consolidation in our Advisory businesses. Unity Bank's Net Advances grew ~80% to ₹ 7,961 crore, driven by addition of granular loans to MSMEs and Microfinance borrowers. It maintains a well-funded Balance Sheet with Shareholder's Funds at a healthy ₹ 1,907 crore and tie ups for inter-bank credit lines from various leading banks and refinance lines from SIDBI and NABARD. Centrum Housing Finance and Centrum Wealth continued to remain profitable, whereas the Institutional Business (Investment Banking and Broking) too delivered operating profits. Consolidated Income for the year ending 31st March, 2024 was ₹ 2,239 Crore up ~64% Y-o-Y.

Key Ratios

Sr No.	Particulars	FY 2024	FY 2023	YoY Change
1	Debtors Turnover (times)	11.89	7.96	3.93
2	Interest Coverage Ratio (times)	0.20	(0.06)	0.26
3	Current Ratio (times)	0.63	1.74	(1.11)
4	Debt Equity Ratio (times)	1.88	1.62	0.26
5	Operation Profit Margin Ratio (%)	(7)%	(143)%	136.80%
6	Net Profit Margin Ratio (%)	(89.72)%	(279.40)%	189.68%
7	Return on Capital Employed (%)	4.17%	0.74%	3.43%

Cautionary Statement

This document contains statements about expected future events and the financial and operating results of the businesses that are forward-looking. By their nature, forward-looking statements require the business to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions and other forward-looking statements will not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results, and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the management's discussion and analysis of Centrum Capital Limited's Annual Report for FY2024.

Annexure C

Corporate Governance Report

Company's Report on Corporate Governance for the Financial Year ended March 31, 2024, pursuant to Regulation 34(3) and 53(1)(f) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

I. PHILOSOPHY OF CORPORATE GOVERNANCE:

Centrum Capital Limited ("the Company"/"Centrum") believes that robust ethical practices, transparency in operations and timely disclosures go a long way in enhancing shareholder value, while safeguarding interests of all stakeholders. Over the years, the Company has complied with the principles of Corporate Governance emphasizing on transparency, empowerment, accountability and integrity. Corporate Governance, therefore, generates long-term economic value for Stakeholders.

The Company has adopted a Code of Business Conduct and Ethics for its employees including the Executive Directors. In addition, the Company has adopted a Code of Conduct for the Board Members and Senior Management Team, which includes Code for matters relating to Independent Directors. The Company's corporate governance philosophy has been further strengthened through the Centrum Code of Conduct to regulate, monitor and report trading by Designated Persons in securities of Centrum Capital Limited ("Insider Trading Code").

The Company is committed to adhere to the Code of Corporate Governance as it means adoption of best business practices aimed at growth coupled with bringing benefits to investors, customers, creditors, employees and the society at large. The objective of the Company is not just to meet the statutory requirements of the Code of Corporate Governance as prescribed under Regulation 34(3) and 53(1)(f) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") but also to develop systems and follow practices and procedures to comply with the spirit of law.

Over the years, we have strengthened our governance practices. These practices define the way business is conducted and value is generated. Stakeholders' interests are the primary consideration parameter when taking business decisions.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations, as applicable, with regard to corporate governance. In accordance with Regulation 34(3) and 53(1)(f) read with Schedule V of the Listing Regulations and best practices followed in Corporate Governance, the details of compliance by the Company are as under:

II. BOARD OF DIRECTORS:

In terms of the Company's Corporate Governance Policy, all statutory and other significant and material information is placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company as trustees of the Shareholders. The Board reviews and approves the strategy and oversees actions and results of the Management, to ensure that long-term objectives are achieved.

A. COMPOSITION OF THE BOARD:

The Board of Directors ("Board") comprises of Executive and Non-Executive Directors. The Non-Executive Directors include independent professionals having considerable experience in their respective fields.

The strength of the Board as on March 31, 2024, is 11 Directors. The Board comprises of 5 Independent Directors, 5 Non-Executive Non-Independent Directors and an Executive Chairman.

The Board has identified the following skills / expertise / competencies, which are fundamental for the effective functioning of the Company, and are currently available with the Board:

Sr. No	Name of the Director	Core skills/expertise/competencies identified by the Board of Directors as required in the context of its business(es) and sector(s)
1	Mr. Chandir Gidwani	Entrepreneur, Accounts & Finance, Business Strategy and Corporate Management
2	Mr. Jaspal Singh Bindra	Entrepreneur, Banking and Finance, Business Strategy and Corporate Management
3	Mr. Rishad Byramjee	Entrepreneur, Shipping and Logistics Industry domain, Business Strategy and Corporate Management
4	Mrs. Mahakhurshid Byramjee	Entrepreneur, Real Estate Development, Business Strategy and Corporate Management
5	Mr. Ramchandra Kasargod Kamath	Professional, Banking & Finance, Secretarial, Corporate Governance
6	Mr. Rajesh Kumar Srivastava	Professional, Banking & Finance
7	Mr. Subhash Kutte	Professional, Banking & Finance
8	Mr. Manmohan Shetty	Entrepreneur, Film & Entertainment Industry domain, Business Strategy and Corporate Management
9	Ms. Anjali Seth	Professional, Law – Corporate Sector, Merger & Acquisitions and Private Equity, Corporate Governance
10	Mr. Subrata Kumar Mitra	Professional, Banking & Finance
11	Mr. Sankaranarayanan Radhamangalam Anantharaman	Professional, Banking, Risk & Treasury

The number of Directorships, Committee Memberships/ Chairmanships of all Directors are within respective limits prescribed under the Companies Act, 2013 ("the Act") and Listing Regulations.

B. DIRECTORS' DIRECTORSHIPS/COMMITTEE MEMBERSHIPS:

In accordance with Regulation 26 of the Listing Regulations, none of the Directors are members in more than 10 committees excluding private limited companies, foreign companies and companies under Section 8 of the Act or act as Chairperson of more than 5 committees, across all public limited companies, in which he/ she is a Director (The Audit Committee and Stakeholders' Relationship Committee are only considered in computation of limits). Based on the intimations/disclosures received from the Directors, none of the Directors of the Company hold Memberships/Chairpersonship of the Board/ Committees, more than the prescribed limits under the Listing Regulations.

Relevant details of the Board of Directors as on March 31, 2024, are given below:

Name of Director & DIN	Date of Appointment (dd/mm/yyyy)	Category of Director	Directorships in other Indian Public Limited Companies (excluding Centrum)	No. of Board Committees in which Chairperson/ Member (excluding Centrum)		List of Directorship held in Other Listed Companies and Category of Directorship
				Chairperson	Member	
Mr. Chandir Gidwani DIN: 00011916	07/09/1996	Chairman Emeritus (Non-Executive)	6	1	1	• ADF Foods Limited (Non-Executive Independent Director)
Mr. Jaspal Singh Bindra DIN: 00128320	21/04/2016	Executive Chairman	3	-	1	-

Name of Director & DIN	Date of Appointment (dd/mm/yyyy)	Category of Director	Directorships in other Indian Public Limited Companies (excluding Centrum)	No. of Board Committees in which Chairperson/ Member (excluding Centrum)		List of Directorship held in Other Listed Companies and Category of Directorship
				Chairperson	Member	
Mrs. Mahakhurshid Byramjee DIN: 00164191	18/04/2001	Non-Executive Director	-	-	-	-
Mr. Rishad Byramjee DIN: 00164123	11/03/2003	Non-Executive Director	1	-	-	-
Mr. Ramchandra Kasargod Kamath DIN: 01715073	14/11/2015	Non-Executive Director	2	1	2	• Aavas Financiers Limited (Nominee Director) • Spandana Sphoorty Financial Limited (Nominee Director)
Mr. Rajesh Kumar Srivastava DIN: 00302223	23/11/2022	Non-Executive Director	2	-	-	-
Mr. Manmohan Shetty DIN: 00013961	05/08/2016	Independent Director	2	-	-	-
Mr. Subhash Kutte DIN: 00233322	06/07/2015	Independent Director	6	3	7	• Synergy Green Industries Limited (Non-Executive Independent Director) • Menon Pistons Limited (Non-Executive Independent Director)
Ms. Anjali Seth DIN: 05234352	12/11/2018	Independent Director	5	4	6	• Nirlon Limited (Non-Executive Independent Director) • Endurance Technologies Limited (Non-Executive Independent Director) • Kalpataru Projects International Limited (Non-Executive Independent Director)

Name of Director & DIN	Date of Appointment (dd/mm/yyyy)	Category of Director	Directorships in other Indian Public Limited Companies (excluding Centrum)	No. of Board Committees in which Chairperson/ Member (excluding Centrum)		List of Directorship held in Other Listed Companies and Category of Directorship
				Chairperson	Member	
Mr. Subrata Kumar Mitra DIN: 00029961	12/09/2019	Independent Director	7	4	8	• Asirvad Microfinance Limited (Debt Listed) (Non-Executive Independent Director) • IL&FS Engineering and Construction Company Limited (Non-Executive Independent Director) • IL&FS Transportation Networks Limited (Non-Executive Independent Director) • AGS Transact Technologies Limited (Non-Executive Independent Director)
Mr. Sankaranarayanan Radhamangalam Anantharaman DIN: 05230407	03/04/2021	Independent Director	2	-	2	• The South Indian Bank Limited (Non-Executive Independent Director)

Notes:

1. Directorships exclude Private Limited Companies, Foreign Companies and Section 8 Companies.
2. Membership of Committees only includes Audit Committee and Stakeholders Relationship Committee in all the public limited companies other than Centrum. Based on the intimations/disclosures received from the Directors, none of the Directors of the Company hold Memberships/ Chairpersonship of the Board/Committees, more than the prescribed limits under the Listing Regulations.
3. Due to completion of tenure of 5 consecutive years, Mr. Narayan Vasudeo Prabhutendulkar (DIN: 00869913), Non-Executive Independent Director of the Company retired from the directorship of the Company on September 30, 2023. There were no other material reasons other than those provided.
4. Due to certain unavoidable personal circumstances, Mr. Essaji Vahanvati (DIN: 00157299), Non-Executive Independent Director of the Company resigned from the directorship of the Company on February 26, 2024. There were no other material reasons other than those provided.
5. Ms. Anjali Seth (DIN: 05234352) was re-appointed as Non-Executive Independent Director of the Company for a second term of five consecutive years commencing from November 12, 2023 to November 11, 2028 (both days inclusive).
6. Mr. Rishad Byramjee is the son of Mrs. Mahakhurshid Byramjee. None of the other Directors are related inter-se.
7. Brief profiles of each of the above Directors are available on the Company's website: www.centrum.co.in.
8. Maximum tenure of Independent Directors is in accordance with the Act and rules made thereunder.

C. INDEPENDENT DIRECTORS CONFIRMATION BY THE BOARD:

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations. A formal letter of appointment to Independent Directors as provided in the Act, has been issued and disclosed on website of the Company viz. www.centrum.co.in

D. NUMBER OF INDEPENDENT DIRECTORSHIPS:

As per Regulation 17A of the Listing Regulations, Independent Directors of the Company do not serve as an Independent Director in more than seven listed companies.

E. BOARD MEETINGS:

The Board meets at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries. In case of business exigencies, the approval of the Board is taken through circular resolutions. The circular resolutions are noted at the subsequent Board Meeting.

The notice and detailed agenda along with the relevant notes and other material information is sent in advance separately to each Director and in exceptional cases, tabled at the Meeting with the approval of the Board. This ensures timely and informed decisions are taken by the Board. Additionally, the Board reviews the performance of the Company vis-à-vis the budgets/ targets.

4 (Four) Board Meetings were held during the Financial Year 2023-24 i.e. May 19, 2023, August 12, 2023, November 10, 2023 and February 09, 2024. All Board Meetings in FY 2023-24 were held through video conferencing and the gap between two consecutive meetings was less than 120 days.

Attendance of Directors at the Board Meetings and at the last Annual General Meeting (AGM):

Sr. No	Name of the Director	No. of Board Meetings attended	Whether Attended the AGM held on August 12, 2023
1	Mr. Chandir Gidwani	4	Yes
2	Mr. Jaspal Singh Bindra	4	Yes
3	Mr. Rishad Byramjee	4	Yes
4	Mrs. Mahakhurshid Byramjee	1	No
5	Mr. Ramchandra Kasargod Kamath	4	Yes
6	Mr. Rajesh Kumar Srivastava	3	Yes
7	Mr. Manmohan Shetty	3	Yes
8	Mr. Subhash Kutte	4	Yes
9	Mr. Narayan Vasudeo Prabhutendulkar*	2	No
10	Ms. Anjali Seth	4	Yes
11	Mr. Subrata Kumar Mitra	4	Yes
12	Mr. Sankaranarayanan Radhamangalam Anantharaman	4	Yes
13	Mr. Essaji Vahanvati**	4	Yes

* Mr. Narayan Vasudeo Prabhutendulkar retired on September 30, 2023.

**Mr. Essaji Vahanvati resigned on February 26, 2024.

III. COMMITTEES OF THE BOARD:

A. AUDIT COMMITTEE:

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of the Listing Regulations read with Section 177 of the Act.

The important functions of the Audit Committee are enumerated below:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by them;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
    a. 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 Act.
    b. Changes, if any, in accounting policies and practices and reasons for the same.
    c. Major accounting entries involving estimates based on the exercise of judgment by management.
    d. Significant adjustments made in the financial statements arising out of audit findings.
    e. Compliance with listing and other legal requirements relating to financial statements.
    f. Disclosure of related party transactions.
    g. Qualifications, if any, in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Scrutiny of inter-corporate loans and investments;
7. Evaluation of internal financial controls and risk management systems;
8. Reviewing with the management, the performance of statutory and internal auditors and adequacy of the internal control systems;
9. Reviewing the adequacy of the 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;
10. To look into the reasons for substantial defaults, if any, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
11. To review the functioning of the whistle blower mechanism;
12. Approval of the appointment of a CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

MEETINGS, COMPOSITION AND ATTENDANCE OF THE AUDIT COMMITTEE:

The Audit Committee met 4 (four) times during the Financial Year 2023-24. The maximum gap between two Meetings was not more than 120 days. The Committee met on May 18, 2023, August 12, 2023, November 10, 2023 and February 09, 2024. The requisite quorum was present at all Meetings. The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held on August 12, 2023.

The Company Secretary acts as the Secretary to the Audit Committee.

The Committee invites executives as it considers appropriate and representatives of the statutory auditors and internal auditors, to be present at its meetings.

The table below provides the attendance of Audit Committee members:

Sr. No	Name of the Director	Position	Category	No. of Meetings Attended
1	Mr. Subhash Kutte	Chairman	Independent Director	4
2	Mr. Rishad Byramjee	Member	Non-Executive Director	4
3	Mr. Narayan Vasudeo Prabhutendulkar*	Member	Independent Director	2
4	Mr. Essaji vahanvati**	Member	Independent Director	2

* Mr. Narayan Vasudeo Prabhutendulkar retired on September 30, 2023.

**Mr. Essaji Vahanvati resigned on February 26, 2024.

B. NOMINATION & REMUNERATION COMMITTEE:

The Nomination & Remuneration Committee is constituted in terms of Section 178 of the Act and Regulation 19 of the Listing Regulations.

The important functions of Nomination & Remuneration Committee are enumerated below:

1. Recommend to the Board, the setup and composition of the Board and its committees.
2. Recommend to the Board, the appointment / re-appointment of Directors and Key Managerial Personnel.
3. Support the Board and Independent Directors in the evaluation of performance of the Board, its Committees and Individual Directors.
4. Recommend to the Board, the Remuneration Policy for Directors, Executive Team or Key Managerial Personnel as well as employees.
5. Oversee familiarisation programs for Directors.

MEETINGS, COMPOSITION AND ATTENDANCE OF THE NOMINATION & REMUNERATION COMMITTEE:

During the year, the Nomination & Remuneration Committee meet 1 (one) time and the required Members were present in the meeting held on July 06, 2023. The table below provides the attendance of the Nomination & Remuneration Committee members:

Sr. No	Name of the Directors	Position	Category	No. of Meetings Attended
1	Mr. Subhash Kutte	Chairman	Independent Director	1
2	Mr. Chandir Gidwani	Member	Non-Executive Director	1
3	Mr. Manmohan Shetty	Member	Independent Director	1

The Company Secretary acts as the Secretary to the Nomination & Remuneration Committee.

NOMINATION AND REMUNERATION POLICY

The Company has in place a Nomination and Remuneration Policy formulated as per the provisions of the Act and the Listing Regulations. The Policy outlines the role of Nomination & Remuneration Committee (NRC) and the Board, inter alia, determining the criteria for Board membership, approving, and recommending compensation packages and policies for Directors and Senior Management and lay down the effective manner of performance evaluation of the Board, its Committees, and the Directors.

The Policy outlines the role of NRC as below;

1. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. For every appointment of an independent director, the Nomination & Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such

evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

a. use the services of external agencies, if required;

b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

c. consider the time commitments of the candidates.

3. Formulate criteria for evaluation of performance of independent directors and the board of directors;

4. Devise a policy on diversity of board of directors;

5. Identify persons who are qualified to become Directors and persons who may be appointed in Senior Management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;

6. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;

7. Recommend to the Board, all remuneration, in whatever form, payable to senior management.

The salient features of the Policy are:

- It acts as a guideline for matters relating to appointment and re-appointment of Directors
- It contains guidelines for determining qualifications, positive attributes of Directors, and independence of a Director
- It lays down the criteria for Board Membership
- It sets out the approach of the Company on board diversity
- It lays down the criteria for determining independence of a Director, in case of appointment of an Independent Director

The Company has framed a Nomination and Remuneration Policy pursuant to Section 178 of the Act. The Board of Directors at its meeting held on May 17, 2024, reviewed the policy and made changes to align the policy with prevailing provisions of Listing Regulations. The Nomination and Remuneration Policy of the Company is available on the website of the Company at www.centrum.co.in

DETAILS OF REMUNERATION OF DIRECTORS (FOR THE YEAR ENDED MARCH 31, 2024):

EXECUTIVE DIRECTORS REMUNERATION:

Remuneration to Executive Directors is determined by the Board on the recommendation of the Nomination & Remuneration Committee and is subject to Shareholders' approval.

The Remuneration paid during the Financial Year ended March 31, 2024, to Mr. Jaspal Singh Bindra is as follows:

Particulars	Amount (₹)
Fixed Salary[#]	5,88,00,000
Perquisite (Company leased Accommodation)	73,70,000
Committed Bonus	80% of Fixed Salary
Notice Period	3 months
Service Contract[*]	3 years

* Mr. Jaspal Singh Bindra has been re-appointed as Executive Chairman with effect from April 21, 2022, for a period of three years. As per the terms of his re-appointment, he is eligible for Car and driver provided by the Company to be used for company's business; Telephone and other communication facilities at residence, earned leave and encashment of earned leave at the end of the tenure.

Leave Travel Allowance shall be payable as per the applicable rules.

NON – EXECUTIVE DIRECTORS REMUNERATION:

Non-Executive Directors of the Company are entitled only to sitting fees for the meetings of Board of Directors and/or Committee meetings attended by them. No other remuneration is being paid to them. The Company paid sitting fees of 1,00,000/- per meeting to Non-Executive Directors for attending meetings of the Board and 90,000/- per meeting for attending Audit Committee meetings and 25,000 for other Committee Meetings.

PERFORMANCE EVALUATION:

Performance Evaluation forms containing criteria for evaluation of the Board as a whole, Committees of the Board and Individual Directors and Chairperson of the Company were sent to all Directors with a request to provide their feedback to the Company on the Annual Performance Evaluation of the Board as a whole, Committees of Board, Individual Directors & Chairperson of the Company for the Financial Year 2023-24. Further, based on the feedback received by the Company, the Board of Directors at its Meeting held on May 17, 2024, noted that the Annual Performance of each of the Directors, including the Chairman is highly satisfactory and decided to continue the terms of appointment of all the Independent Directors of the Company.

Details of Equity Shares held and sitting fees paid to the Non-Executive Directors during the year ended March 31, 2024 are as follows:

Sr. No	Name of the Director	Equity Shares held**	*Sitting Fees (₹ in Lakhs)
1	Mr. Chandir Gidwani	75,000	4.50
2	Mr. Jaspal Singh Bindra	7,00,000	Nil
3	Mrs. Mahakhurshid Byramjee	68,61,120	1.00
4	Mr. Rishad Byramjee	7,43,100	Nil
5	Mr. Manmohan Shetty	Nil	3.25
6	Mr. Subhash Kutte	Nil	8.60
7	Mr. Ramachandra Kasargod Kamath	Nil	4.00
8	Mr. Narayan Vasudeo Prabhutendulkar***	Nil	3.80
9	Ms. Anjali Seth	Nil	4.00
10	Mr. Subrata Kumar Mitra	Nil	4.00
11	Mr. Rajesh Kumar Srivastava	Nil	3.00
12	Mr. Sankaranarayanan Radhamangalam Anantharaman	Nil	4.00
13	Mr. Essaji Vahanvati****	Nil	5.80

* Sitting fees include payments for the Board appointed Committee meetings also.

** Equity shares disclosed above are held in the name of Directors, it does not include equity shares held by their relatives and/or indirectly through Companies /Body Corporates

*** Mr. Narayan Vasudeo Prabhutendulkar retired on September 30, 2023.

****Mr. Essaji Vahanvati resigned on February 26, 2024.

The Company has not granted any stock options to any of its Directors. Further, no severance fees are payable on termination of appointment.

Criteria for making payment to Non-Executive Directors is disclosed on the Company's website - www.centrum.co.in.

C. STAKEHOLDERS RELATIONSHIP COMMITTEE:

Pursuant to provisions of Section 178(5) of the Act, read with Regulation 20 of the Listing Regulations, Stakeholders Relationship Committee of the Board has been constituted.

The important functions of the Stakeholder Relationship Committee are enumerated below:

(1) Resolving grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.

(2) Review of measures taken for effective exercise of voting rights by shareholders.

(3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.

(4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

MEETINGS, COMPOSITION AND ATTENDANCE OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE:

During the year, the Committee met 1 (One) time and required Members were present in the meeting held on February 09, 2024. The table below provides the attendance of the Stakeholders Relationship Committee Members:

Sr. No	Name of the Directors	Position	Category	No. of Meetings Attended
1	Mr. Rishad Byramjee	Chairman	Non-Executive Director	1
2	Mr. Subhash Kutte	Member	Independent Director	1
3	Mr. Chandir Gidwani	Member	Non-Executive Director	1
4	Mr. Jaspal Singh Bindra	Member	Executive Chairman	1

The Company Secretary of the Company, Mr. Parthasarathy Iyengar acts as the Compliance Officer. He also acts as the Secretary to the Committee.

The Company has appointed Link Intime India Private Limited as the Registrar and Share Transfer Agent. The Committee also oversees the performance of the Registrar and Share Transfer Agent and recommends measures for overall improvement in the quality of investor services.

The Company and Registrar have not received any complaints from the shareholders during the Financial Year ended March 31, 2024.

The Company has designated an email id 'cs@centrum.co.in' for registering investor complaints, in compliance with Clause 47(f) of the erstwhile Listing Agreement, which also meets the requirements of the Listing Regulations.

D. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The role of Corporate Social Responsibility (CSR) Committee in terms of Section 135 of the Act, inter alia is to monitor and provide strategic direction for fulfilling the Company's Corporate Social Responsibility Policy.

The terms of reference of CSR Committee is as follows:

(1) Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company in areas or subject, specified in Schedule VII;

(2) Recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and

(3) Monitor the Corporate Social Responsibility Policy of the Company from time to time.

The Company did not have any CSR obligation for the year under review and hence no meetings of the Committee were held during the year under review.

COMPOSITION OF THE CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

As on March 31, 2024, the Corporate Social Responsibility Committee comprises of one Independent Director and two Non-Executive Directors:

Sr. No	Name	Category	Position
1	Mr. Chandir Gidwani	Non-Executive Director	Chairman
2	Mr. Subhash Kutte	Independent Director	Member
3	Mr. Rishad Byramjee	Non-Executive Director	Member

E. FUND RAISING COMMITTEE:

The scope of the Fund Raising Committee is to explore fund raising options available to the Company for raising of funds through further issue of securities.

The Committee meet 1 time during the year under review inter alia for pre-mature exit of Market Linked Debentures (MLDs).

COMPOSITION OF THE FUND RAISING COMMITTEE:

As on March 31, 2024, the Fund Raising Committee comprises of one Executive Director and two Non-Executive Directors:

Sr. No	Name	Category	Position
1	Mr. Chandir Gidwani	Non-Executive Director	Chairman
2	Mr. Jaspal Singh Bindra	Executive Director	Member
3	Mr. Rishad Byramjee	Non-Executive Director	Member

F. RISK MANAGEMENT COMMITTEE:

The terms of reference of Risk Management Committee are:

1. To formulate the Risk Management Policy which shall include:
    a. A framework to assess risks including financial, operational, sectoral, information and cyber security risks;
    b. Measures for risk mitigation including systems and processes for internal control of identified risks;
    c. Business continuity plans;
2. To periodically review and adapt the Risk Management Policy with evolving contexts;
3. To lay down processes or procedures to evaluate, monitor and mitigate identified risks;
4. To monitor implementation of the Risk Management Policy including adequacy of controls;
5. Review appointment, removal and terms of remuneration of the Chief Risk Officer (if any);
6. To inform the Board about the nature and content of its discussions, recommendations and actions to be taken;
7. To perform such other functions as the Board may deem fit from time to time.

MEETINGS, COMPOSITION AND ATTENDANCE OF THE RISK MANAGEMENT COMMITTEE:

During the year, the Risk Management Committee met 2 (Two) times and required Members were present in the meetings held on September 12, 2023 and February 09, 2024. The table below provides the attendance of the Risk Management Committee Members:

Sr. No	Name of the Directors	Category	Position	No. of Meetings Attended
1	Mr. Jaspal Singh Bindra	Executive Director	Chairman	2
2	Mr. Subhash Kutte	Independent Director	Member	2
3	Mr. Sriram Venkatasubramanian	Chief Financial Officer	Member	2

IV. GENERAL BODY MEETINGS:

Particulars of Annual General Meeting held during the last three years and details of the special resolutions passed are given below:

Financial Year	Day, Date and Time	Venue	No. of Special Resolutions passed
2022-2023	Saturday, August 12, 2023 at 03:00 p.m.	Through Electronic mode [video conference ("VC") or other audio visual means ("OAVM")]	1
2021-2022	Thursday, August 11, 2022 at 04:30 p.m.	Through Electronic mode [video conference ("VC") or other audio visual means ("OAVM")]	1
2020-2021	Thursday, August 26, 2021 at 03:00 p.m.	Through Electronic mode [video conference ("VC") or other audio visual means ("OAVM")]	-

EXTRA ORDINARY GENERAL MEETING:

During the Financial Year 2023-24, no Extra Ordinary General Meeting of the Members of the Company was held.

POSTAL BALLOT:

During the Financial Year 2023-24, 1 (one) Special Resolution was approved by the Shareholders of the Company through the postal ballot process.

The Company appointed Mr. Umesh P Maskeri (Membership No. 4831 CP No. 12704) Practising Company Secretary as the Scrutinizer for conducting the postal ballot process. The postal ballot process was carried out in a fair and transparent manner. E-voting facility was offered to Shareholders. The Company followed the procedure relating to E-voting pursuant to applicable provisions of the Act, read with Rules thereto and the provisions of the Listing Regulations. The results of postal ballot were also posted on the website of the Company - www.centrum.co.in.

No special resolution is proposed to be conducted through Postal Ballot at the ensuing Annual General Meeting of the Company.

The details of the Postal Ballot conducted during the Financial Year 2023-24, are provided herein below:

A) Postal Ballot Notice dated September 11, 2023, result whereof was announced on October 16, 2023:

SPECIAL RESOLUTION: 1. TO CONSIDER AND APPROVE THE REAPPOINTMENT OF MS. ANJALI SETH (DIN: 05234352) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
41,60,32,740	22,87,63,853	54.9870	22,87,30,930	32,923	99.9856	0.0144

PROCEDURE FOR POSTAL BALLOT:

In compliance with Regulation 44 of the Listing Regulations, Sections 108, 110 and other applicable provisions of the Act read with the Rules issued thereunder and General Circular Nos. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA"), the Company provided electronic voting (Remote e-voting) facility to all its members. The Company engaged the services of Central Depository Services (India) Limited ("CDSL") for the purpose of providing electronic voting facility to all its members. The postal ballot notice was sent to the members in electronic form at their email addresses registered with the depositories/RTA. The Company also published notices in newspapers declaring the details of completion of dispatch, e-voting details and other requirements in terms of the Act, read with the rules issued thereunder and the Secretarial Standards issued by the Institute of Company Secretaries of India.

Mr. Umesh P Maskeri (Membership No. 4831 CP No. 12704) Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the postal ballot process by voting through electronic means only (remote e-voting) in a fair and transparent manner.

The Scrutinizer submitted his report to the Executive Chairman of the Company, after the completion of scrutiny and the consolidated results of the voting by postal ballot were then announced by the Executive Chairman. The results were displayed on the Company's website at www.centrum.co.in, and were made available on the websites of the Stock Exchanges and CDSL.

V. AFFIRMATIONS AND DISCLOSURES:

a. Compliances with Governance Framework

The Company complies with all mandatory requirements under the Listing Regulations.

b. Related Party Transactions

The Company has no materially significant related party transactions that may have a potential conflict with the interest of the Company. The details of transactions with related parties are given for information under notes to the accounts of the Balance Sheet as on March 31, 2024. The Company has adopted a policy on dealing with Related Party Transactions and the same may be accessed on the Company's website - www.centrum.co.in.

c. Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during last three Financial Years

The Company has complied with all requirements specified under the Listing Regulations as well as other regulations and guidelines of SEBI. There were no strictures or penalties imposed by either SEBI or Stock Exchanges or any statutory authority for non-compliance of any matter related to capital markets during the last three financial years.

d. Whistleblower Policy

The Company has a Whistle Blower Policy/ Vigil Mechanism for the employee to report genuine concerns/ grievances. The Policy is uploaded on the Company's website- www.centrum.co.in. During the year, there were no instances reported to the Audit Committee.

e. Disclosure of Accounting Treatment

In preparation of the annual accounts for the Financial Year ended March 31, 2024, the applicable Accounting Standards and Schedule III of the Act (including any statutory modification(s) or re-enactment(s) for the time being in force), have been followed and there are no material departures from the same.

f. All Mandatory requirements of Listing Regulations have been complied by the Company

g. Disclosures on Risk Management

The Company has duly constituted a Risk Management Committee of the Board. The Company has laid down procedures to inform the members of the Board about the risk assessment and minimisation procedures. These procedures have been periodically reviewed to ensure that the Executive Management, controls risk through a properly defined framework. Risk management issues are discussed in the Management Discussion & Analysis Report.

h. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of Listing Regulations

The Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of Listing Regulations.

i. A certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority

The Certificate of Company Secretary in practice is annexed herewith as a part of the report.

j. Where the board had not accepted any recommendation of any committee of the board, which is mandatorily required, in the relevant financial year

The Board has accepted all the recommendations of any Committee of the Board.

k. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part

Total fees for all services (excluding out of pocket expenses) paid by the Company and its subsidiaries on a consolidated basis is ₹ 177.05 Lakhs.

l. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Number of complaints filed during the Financial Year 2023-24: 0

Number of complaints disposed off during the Financial Year 2023-24: 0

Number of complaints pending as on end of the Financial Year 2023-24: 0

m. Disclosure of Loans and Advances in the nature of loans provided by the Company or its subsidiaries to firms/companies in which directors are interested by name and amount

The Company has not made any loans or advances in the nature of loans to firms/companies in which Directors are interested during Financial Year 2023-24.

n. List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad

As on the date of the report there are no outstanding listed MLDs. The Company has not taken any credit rating during the financial year under review.

o. Management Discussion and Analysis Report

A Management Discussion and Analysis Report forms part of the Annual Report and includes discussions on various matters specified under Regulation 34(3) of the Listing Regulations.

p. Information to Shareholders

The information as required under Regulation 34(3) of the Listing Regulations, relating to the Directors proposed to be appointed / re-appointed, is furnished as a part of the Notice convening the Annual General Meeting.

q. CEO/CFO Certification

In accordance with the Regulation 17(8) of the Listing Regulations, a certificate from the Executive Chairman and CFO was placed before the Board.

r. Compliance

A Certificate from the Statutory Auditors confirming compliance with the conditions of Corporate Governance as stipulated in Regulation 34(3) of the Listing Regulations is annexed to the Directors' Report and forms part of the Annual Report.

The Company is in compliance with the requirements stipulated under Regulations 17 to 27 read with Schedule V and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations, as applicable.

Certificate from the Executive Chairman stating that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the code of conduct of Board of Directors and Senior Management is annexed to the Directors' Report and forms part of the Annual Report.

s. Training of Board Members

The Board is equipped to perform its role of business assessment through inputs from time to time. Directors are fully briefed on all business related matters, risk assessment & minimisation procedures, and new initiatives proposed by the Company. Directors are also updated on changes / developments in the domestic / global corporate and industry scenarios including those pertaining to statutes / legislation and economic environment.

Periodic presentations are made at the Board and Committee meetings, on business and performance updates of the Company, business environment, business strategy and risks involved.

t. Familiarisation Programme for Directors

The Company believes a Board that is well informed or familiarised, can contribute effectively and significantly to discharge its role of trusteeship to fulfil the shareholder aspirations and societal expectations.

The details of familiarisation programmes for Independent Directors may be accessed on the Company's website - www.centrum.co.in

u. Policy for determining 'material' subsidiaries

The Company has formulated and adopted a policy for determining material subsidiary companies and the same may be accessed on the Company's website www.centrum.co.in.

The list of material subsidiaries during the year under review is mentioned under Sr. No. 33 in the Directors' Report.

v. Disclosure on Unlisted Material Subsidiaries

Details of Unlisted Material Subsidiaries for FY 2023-24 are as under:

Name of the Material Subsidiaries	Date of Incorporation	Place of Incorporation	Name of the Statutory Auditor	Date of Appointment/ Re-appointment of Statutory Auditor
Centrum Retail Services Limited	July 31, 2014	Mumbai	A.T Jain & Co, Chartered Accountants	July 03, 2020
Centrum Financial Services Limited	January 27, 1993	Ahmedabad (presently the registered office of the Company is situated in Mumbai)	Shah & Taparia, Chartered Accountants	October 29, 2021

Name of the Material Subsidiaries	Date of Incorporation	Place of Incorporation	Name of the Statutory Auditor	Date of Appointment/ Re-appointment of Statutory Auditor
Centrum Housing Finance Limited	March 03, 2016	Mumbai	Chaturvedi & Co., Chartered Accountants	August 18, 2021
Centrum Wealth Limited	January 25, 2008	Mumbai	A.T Jain & Co, Chartered Accountants	August 01, 2019
Unity Small Finance Bank Limited	August 25, 2021	Delhi	V Sankar Aiyar & Co., Chartered Accountants	January 31, 2022

VI. MEANS OF COMMUNICATION:

The quarterly/annual financial results are regularly submitted to the BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) in accordance with the Listing Regulations and normally published in the English newspaper namely "Free Press Journal" and in the regional language newspaper namely "Navshakti". The quarterly/ annual financial results are also regularly posted on the Company's website www.centrum.co.in.

VII. GENERAL SHAREHOLDER INFORMATION:

a. Annual General Meeting for FY 2023-24:

Date : August 09, 2024

Time : 4:00 p.m. India Time

Venue : The Company is conducting the meeting through VC/OAVM pursuant to the MCA Circular dated September 25, 2023 and as such there is no requirement to have a venue for the AGM. For detail please refer to the Notice of this AGM.

b. Financial year : April 01, 2023, to March 31, 2024.

c. Dividend Payment Date : Not Applicable

d. Listing on Stock Exchanges :

1. **BSE Limited**
   Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001.
2. **National Stock Exchange of India Limited**
   Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai 400051.

e. Stock code : BSE – 501150

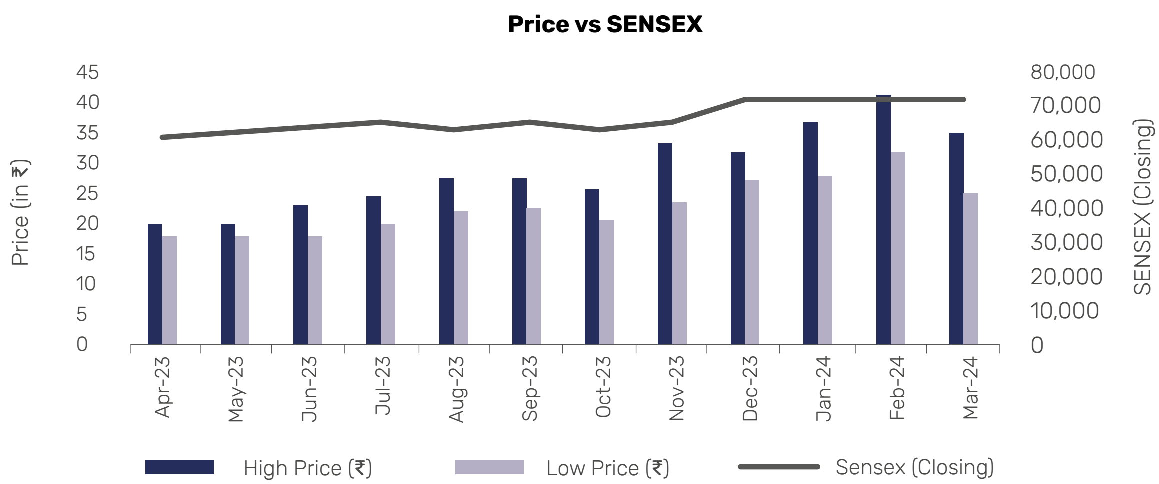
: NSE – CENTRUM

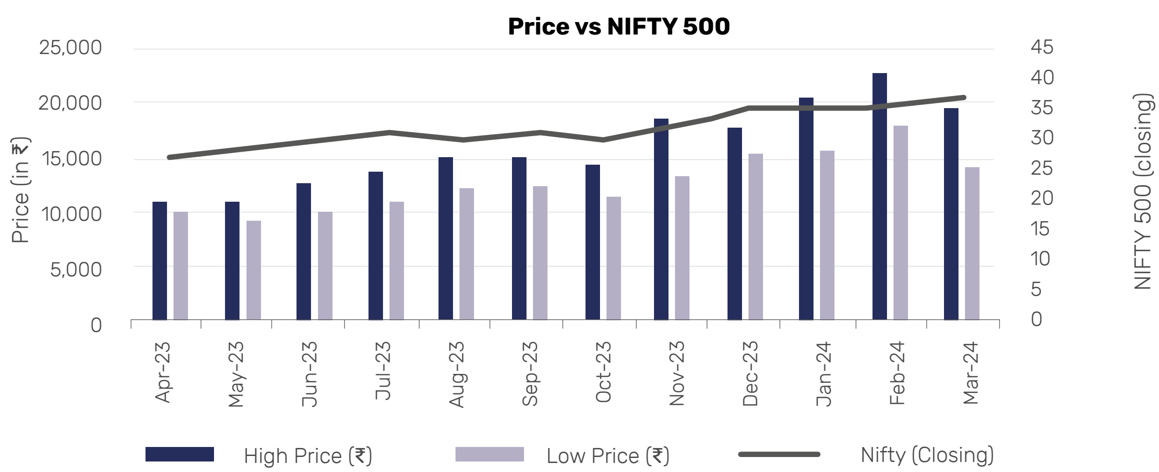
Listing Fees as applicable have been paid.

f. Market Price Data : Share prices of the Company for the period of twelve months from April 2023 to March 2024

Month	BSE			NSE		
	High Price (₹)	Low Price (₹)	Sensex (Closing)	High Price (₹)	Low Price (₹)	Nifty (Closing)
Apr-23	19.85	17.85	61,112.44	19.80	17.80	15,219.55
May-23	19.85	17.50	62,622.24	19.90	16.85	15,766.40
Jun-23	23.00	18.00	64,718.56	23.05	18.00	16,430.00
Jul-23	24.73	20.01	66,527.67	24.80	20.00	17,059.00
Aug-23	27.34	22.25	64,831.41	27.35	22.25	16,924.30
Sep-23	27.50	22.71	65,828.41	27.70	22.50	17,292.60
Oct-23	26.00	20.50	63,874.93	25.80	20.40	16,801.10
Nov-23	33.10	24.00	66,988.44	33.25	23.80	17,987.95
Dec-23	31.78	27.50	72,240.26	31.85	27.50	19,429.15
Jan-24	36.77	28.22	71,752.11	36.90	28.10	19,802.10
Feb-24	41.40	32.19	72,500.30	41.40	32.25	20,090.05
Mar-24	35.15	25.50	73,651.35	35.30	25.45	20,255.15

g. Performance in comparision to broad based indices:





h. Registrar and Transfer Agents and Share Transfer System

: Link Intime India Private Limited
C-101, Embassy 247, L.B.S. Marg, Vikhroli West, Mumbai 400 083
Tel. No. 022 – 49186000
Fax No.: 022 – 49186060
Email: rnt.helpdesk@linkintime.co.in

Shares lodged for transfer at the Registrar's address are normally processed within 15 days from the date of lodgement, and requests for dematerialisation of shares are processed and the confirmation is given to the depositories within 15 days from the date of lodgement, if the documents are clear in all respects.

The Company Secretary who is also the Compliance Officer verifies the transfer Register sent by the Registrar. Investor grievances, if any, are resolved by the Compliance Officer, failing which, they would be referred to the Stakeholders Relationship Committee.

i. Categories of Shareholding as on March 31, 2024:

	Category	No. of Shareholders	No. of fully paid up Equity Shares Held	Percentage of Shareholding
A	Promoter and Promoter Group	3	16,01,33,578	38.49
B	Public	43,630	24,03,80,928	57.78
C	Non Promoter – Non Public	1	1,55,18,234	3.73
C1	Shares Underlying DRs	-	-	-
C2	Shares held by Employee Trusts	1	1,55,18,234	3.73
	TOTAL (A+B+C)	**43,634**	**41,60,32,740**	**100.00**

*Shareholders with multiple folios are treated as one.

j. Distribution of Shareholding as on March 31, 2024:

Sr. No	Category (Shares)	No. of Shareholders	% of Total Shareholders	No. of Shares held	% of Total Shares
1	1 – 500	31,644	71.22	48,97,123	1.18
2	501 – 1,000	5,369	12.08	45,74,497	1.10
3	1,001 – 2,000	2,960	6.66	47,10,238	1.13
4	2,001 – 3,000	1,234	2.78	32,43,506	0.78
5	3,001 – 4,000	593	1.33	21,74,551	0.52
6	4,001 – 5,000	638	1.44	30,81,502	0.74
7	5,001 – 10,000	935	2.10	72,76,422	1.75
8	10,001 - Above	1,060	2.39	38,60,74,901	92.80
	TOTAL	**44,433**	**100.00**	**41,60,32,740**	**100.00**

k. Transfer of Unclaimed Dividend and Shares to Investor Education and Protection Fund (IEPF)

Pursuant to the provisions of the Act, read with Investor Education Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended ('Rules'), the dividends, unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company are liable to be transferred to the IEPF. Accordingly, Final unclaimed dividends of Shareholders for FY 2016-17 and Unpaid Interim dividend for FY 2017-18 lying in the unclaimed dividend account of the Company as on August 31, 2024 will be due for transfer to IEPF on the due date i.e., September 01, 2024. Further, the shares (excluding the disputed cases having specific orders of the Court, Tribunal or any Statutory Authority restraining such transfer) pertaining to which dividend remains unclaimed for a consecutive period of seven years from the date of transfer of the dividend to the Unpaid Dividend Account is also mandatorily required to be transferred to the IEPF Authority established by the Central Government.

The Company is in the process of sending individual communication to the concerned shareholders at their registered address, whose dividend remains unclaimed and whose shares are liable to be transferred to the IEPF.

l. Dematerialisation of shares:

The shares of the Company are available for dematerialisation and agreements have been signed with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Around 99.61% of the Company's shares are held in dematerialised mode. Trading in dematerialised form is compulsory for all investors. The Company (through its Registrar and Share Transfer Agents) provides the facility of simultaneous transfer and dematerialisation of shares and has confirmed the same to NSDL and CDSL.

There are no shares lying in the demat suspense Account and unclaimed suspense Account.

m. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity:

The Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments as on March 31, 2024.

n. Commodity price risk or foreign exchange risk and hedging activities:

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given. For a detailed discussion on foreign exchange risk and hedging activities, please refer to Management Discussion and Analysis Report.

VIII. Address for Correspondence:

1. To the Company:

Registered and Corporate Office:

Level – 9, Centrum House, C.S.T. Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai - 400098

Tel No.: 022 – 42159000;

Email: info@centrum.co.in;

secretarial@centrum.co.in

2. Registrar and Share Transfer Agent:

Link Intime India Private Limited

Unit: Centrum Capital Limited

C–101, Embassy 247, L.B.S. Marg,

Vikhroli West, Mumbai 400 083

Tel. No. 022 – 49186000

Fax No.: 022 – 49186060

Email: rnt.helpdesk@linkintime.co.in

For **and on behalf of the Board of Directors**
of **Centrum Capital Limited**

Jaspal Singh Bindra
Executive Chairman
DIN: 00128320

Place: Mumbai
Date: May 17, 2024

Independent Auditor's Certificate on Compliance with the Corporate Governance requirements under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time

To the Members of Centrum Capital Limited

1. This Certificate is issued in accordance with the terms of our engagement letter.

2. We have examined the compliance of conditions of Corporate Governance by **Centrum Capital Limited** (the 'Company'), for the year ended on 31st March, 2024, as stipulated in Regulations 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and Paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the 'Listing Regulations') pursuant to the Listing Agreement of the Company with the Stock Exchanges.

Management's Responsibility

3. The Management is responsible for ensuring that the Company complies with the conditions of Corporate Governance. This responsibility also includes the design, implementation and maintenance of internal controls and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

5. We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

6. We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) and the Guidance Note on Certification of Corporate Governance both issued by the Institute of the Chartered Accountants of India (the 'ICAI'), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 (the 'Act'), in so far as applicable for the purpose of this Certificate. The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, *Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements*, issued by the ICAI.

Opinion

8. Based on our examination, as above, and to the best of the information and explanations given to us and representations provided by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and Paragraphs C, D and E of Schedule V of the Listing Regulations during the year ended 31st March, 2024.

9. We 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.

Restriction on Use and distribution

The Certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care to any other person or for any other purpose to whom this Certificate is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for any event or circumstances occurring after the date of this Certificate. Our Firm shall not be liable to the Company or to any other concerned for any claims, liabilities or expenses relating to this assignment, except to the extent of fees relating to this assignment.

SHARP & TANNAN
Chartered Accountants
Firm's Registration No.109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385
UDIN: 24043385BKDZVL3663
Mumbai, 17th May, 2024

Annexure D

Form No. AOC–2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 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 provision thereto

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

1. The details of contracts or arrangements or transactions entered into during the year ended March 31, 2024, which were not at arm's length basis.

Sr. No	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ Transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date of approval / noting by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188
1	Unity Small Finance Bank Limited, Subsidiary	Corporate Guarantee	FY 2023-24	Corporate Guarantee of ₹ 4,000 lakhs sanctioned as on March 31, 2024 given by the Holding Company as part of the sanctioned terms and condition stipulated by Banks /Financial Institution	Refer Note 1 below	May 18, 2023	Nil	August 12, 2023
2	Centrum Broking Limited, Subsidiary	Corporate Guarantee	FY 2023-24	Corporate Guarantee of ₹ 15,000 lakhs outstanding as on March 31, 2024 given by the Holding Company as part of the sanctioned terms and condition stipulated by Banks /Financial Institution	Refer Note 1 below	May 18, 2023	Nil	August 12, 2023
3	Centrum Housing Finance Limited, Subsidiary	Corporate Guarantee	FY 2023-24	Corporate Guarantee of ₹ 56,160 lakhs outstanding as on March 31, 2024 given by the Holding Company as part of the sanctioned terms and condition stipulated by Banks /Financial Institution	Refer Note 1 below	May 18, 2023	Nil	August 12, 2023
4	Centrum Retail Services Limited, Subsidiary	Corporate Guarantee	FY 2023-24	Corporate Guarantee of ₹ 1,405 lakhs outstanding as on March 31, 2024 given by the Holding Company as part of the sanctioned terms and condition stipulated by Banks /Financial Institution	Refer Note 1 below	May 18, 2023	Nil	NA
5	Centrum Alternatives LLP, Subsidiary	Corporate Guarantee	FY 2023-24	Corporate Guarantee of ₹ 22.42 lakhs outstanding as on March 31, 2024 given by the Holding Company as part of the sanctioned terms and condition stipulated by Banks /Financial Institution	Refer Note 1 below	May 18, 2023	Nil	NA

The amount of Corporate Guarantee(s) specified above are the amounts outstanding as on March 31, 2024. Please refer to Note 43 forming part of the Standalone Financial Statements for changes in the amount(s) of Corporate Guarantees given/ satisfied during the Financial Year.

Note1: To enable the subsidiaries to obtain loans/borrowing facilities at favorable terms, it is inherent and therefore becomes necessary, incumbent and in the ordinary course, to support their fund raising activities to enable them borrow from the lenders at competitive rates for its business. Normally, the Company does not charge any commissions to the subsidiaries for providing such corporate guarantee(s) to support their fund raising.

2. Details of material contracts or arrangement or transactions at arm's length basis

The details of material contracts or arrangements or transactions at arm's length basis for the year ended March 31, 2024, are as follows:

Sr. No	Name(s) of the related party & Nature of relationship	Nature of transactions	Transactions Value (₹ in Lakhs) Aggregate	Duration of transactions	Salient terms of transactions	Date of approval/ noting by the Board	Amount paid in advance (₹)
1	Centrum Wealth Limited, Subsidiary	Market Linked Non-convertible Debentures Redeemed	69.40	01.04.2023 to 31.03.2024	Market Linked Debentures redeemed in accordance with the terms and conditions contained in the transaction documents for the Issuance.	February 13, 2023	Nil
2	Centrum Wealth Limited, Subsidiary	Inter-corporate Deposit Given	20,720	01.04.2023 to 31.03.2024	Inter-Corporate Deposit given rate of interest of 14% p.a.	February 13, 2023	Nil
3	Centrum Wealth Limited, Subsidiary	Inter-corporate Deposit Received Back	19,905	01.04.2023 to 31.03.2024		February 13, 2023	Nil

For and on Behalf of the Board of Directors
of **Centrum Capital Limited**

Jaspal Singh Bindra
Executive Chairman
DIN: 00128320

Place: Mumbai
Date: May 17, 2024

Annexure E

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended March 31, 2024
Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the
Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

To
The Members
Centrum Capital Limited
Registered & Corporate Office
Level -9, Centrum House, C.S.T. Road, Vidyanagari Marg,
Kalina, Santacruz East
Mumbai - 400098

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Centrum Capital Limited** (hereinafter called "the Company") incorporated on November 18, 1977, having CIN L65990MH1977PLC019986 and Registered & Corporate Office at Level – 9, Centrum House, C.S.T. Road, Vidyanagari Marg, Kalina, Santacruz East, Mumbai - 400098, for the Financial Year ended on March 31, 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 books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31, 2024 according to the provisions of:

(i) The Companies Act, 2013 ("the Act") and the rules made thereunder;

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

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

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

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

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

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

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

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

   (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

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

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

   (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; Not applicable during the year;

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

I have relied on the representation made by the Company and its officers for the systems and the mechanism formed by the Company for the compliances under the applicable Acts/laws and regulations to the Company.

The following regulations are specifically applicable to the Company:

(a) Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992

(b) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

(c) Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994

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

(e) Securities and Exchange Board of India (Certification of Associated Persons in the Securities Markets) Regulations, 2007

(f) Prevention of Money Laundering Act, 2002

(g) Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013

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

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

(ii) The Listing Agreement entered into by the Company with BSE Limited and National Stock Exchange of India Limited and SEBI LODR

During the period under review:

The members of the Company, at the Annual General Meeting and Postal Ballot, conducted during the financial year, have passed the following resolutions for Special Business:

1. 45th Annual General Meeting held on August 12, 2023

i) Special Resolution

Raising of funds through issue of securities subject to approval of the regulatory and/or statutory authorities as applicable pursuant to the provisions of Sections 23, 42, 62 and 179 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, including any amendments, statutory modification(s) and / or re-enactment thereof for the time being in force) (the “Companies Act”), all other applicable laws, rules and regulations, the Foreign Exchange Management Act, 1999 and Rules made thereunder upto ₹ 1,000 crores.

ii) Ordinary Resolution

Material related party transaction(s) of the company at arm’s length and ordinary course of business to provide Corporate Guarantee(s) in favour of any Bank(s) / other lending institution(s) in respect of the loans/ credit facilities availed/to be availed by subsidiaries of the Company viz., Centrum Broking Limited (“CBL”) and / or Centrum Housing Finance Limited (“CHFL”) and / or Unity Small Finance Bank Limited (“Unity SFB”) up to an outstanding limit not exceeding 250,00,00,000/- (Rupees Two Hundred and Fifty Crores Only), 700,00,00,000/- (Rupees Seven Hundred Crores Only) and 100,00,00,000/- (Rupees One Hundred Crores Only) respectively, during the Financial Year 2023-24 and up to the conclusion of the Company’s 46th Annual General Meeting pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, Sections 2(76), 188 and applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

iii) Ordinary Resolution

Material related party transaction(s) of the company at arm’s length and ordinary course of business for availing or providing secured or unsecured, short-term or long-term debt from/to Centrum Wealth Limited (CWL), a subsidiary of the Company for an outstanding limit as receivable or as payable against each other not exceeding 200,00,00,000/- (Rupees Two Hundred Crores Only) at any point in time, during the Financial Year 2023-24 and up to the conclusion of the Company’s 46th Annual General Meeting pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, Sections 2(76), 188 and applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

iv) Ordinary Resolution

Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) (at arm’s length and ordinary course of business) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), between Centrum Retail Services Limited (CRSL), a wholly-owned subsidiary of the Company and Centrum Wealth Limited (CWL), a subsidiary of the Company, for availing / providing secured / unsecured, short-term / long-term debt from / to the other for an outstanding limit as receivable or as payable against each other does not exceed, 200,00,00,000/- (Rupees Two Hundred Crores Only) at any point in time, during the Financial Year 2023-24 and up to the conclusion of the Company's 46th Annual General Meeting pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, Sections 2(76), 188 and applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder.

v) Ordinary Resolution

Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) (at arm's length and ordinary course of business) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), between Centrum Financial Services Limited (CFSL), a wholly-owned subsidiary of the Company and Centrum Wealth Limited (CWL), a subsidiary of the Company, for availing / providing secured / unsecured, short-term / long-term debt from / to the other for an outstanding limit as receivable or as payable against each other does not exceed, 50,00,00,000/- (Rupees Fifty Crores Only) at any point in time, during the Financial Year 2023-24 and up to the conclusion of the Company's 46th Annual General Meeting pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, Sections 2(76), 188 and applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder.

vi) Ordinary Resolution

Material Related Party Transactions (at arm's length and ordinary course of business) or make any modifications to such contracts/ arrangements/transactions, during the Financial Year 2023-24 and up to the conclusion of the 46th Annual General Meeting of the Company, with Subsidiaries/ Step-Down Subsidiaries/ Associates, or inter-se between the Subsidiaries/Step-Down Subsidiaries/Associates, as specified in the Explanatory Statement to the Notice of the 45th AGM, upto the aggregate monetary limits stated in the Explanatory Statement to the Notice of the 45th AGM pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, Sections 2(76), 188 and applicable provisions of the Companies Act, 2013 ("Act") read with the Rules framed thereunder.

vii) Ordinary Resolution

Authorisation for making donation to Bonafide Charitable and other Funds provided that the aggregate amount of contribution to such funds in a financial year shall not exceed the limits as set out in Section 181 of a sum of ₹ 1 crore, whichever is higher.

2. Postal Ballot evoting which was closed on October 14, 2023

i) Special Resolution

Re-appointment for a second term of Ms. Anjali Seth (DIN: 05234352) as an Independent Director of the Company for a period of five consecutive years with effect from November 12, 2023 to November 11, 2028 (both days inclusive), and her office shall not be liable to retire by rotation pursuant to the provisions of Section 149, 152 of Companies Act, 2013 read with Schedule IV of the Act, Regulation 16 and 17 of SEBI Listing Regulations.

During the year under review, following developments have taken place on the regulatory compliance front in respect of the matters mentioned below :

1. Change in shareholding of promoters :

a) JBCG Advisory Services Private Limited has acquired 117000 equity shares through secondary market purchases during quarter ended June 30, 2023

b) Businessmatch Services (India) Private Limited has acquired 1,00,000 equity shares through secondary market purchases during quarter ended June 30, 2023

c) BG Advisory Services LLP transferred 18,000 equity shares by way of inter se transfer to JBCG Advisory Services Private Limited during quarter ended March 31, 2024

d) Consequently, the holding of the promoters has increased from 38.44% on March 31, 2023 to 38.49% as on March 31, 2024.

The promoters mentioned above have filed the necessary intimations as required.

2. **Sale of shares by Centrum ESPS Trust**

Centrum ESPS Trust ("Trust") has effected sale of 22,09,000 shares and 4,95,000 shares during the quarters ended December 31, 2023 and March 31, 2024 respectively through the secondary market transactions. Consequently, the holding of the Trust has reduced from 4.38 % as on March 31, 2023 to 3.73 % March 31, 2024.

3. **Resignation/Retirement of Independent Director :**

Mr. N V P Tendulkar, (DIN 00869913), Independent Director retired as an Independent Director with effect from September 30, 2023, upon completion of his first term of office and thus he ceased to be a director of the Company and Mr. Essaji Vahanvati, (DIN 00157299), tendered his resignation as an Independent Director of the Company with effect from February 26, 2024.

4. **Resignation of Non Executive Non Independent Director :**

Mr. Rajesh Srivastava, (DIN 00302223), tendered his resignation as a Director of the Company with effect from close of business hours on May 17, 2024.

With effect from February 26, 2024, company was having a total number of 11 Directors comprising of 5 Independent Directors and 6 Non Executive Non Independent Directors. Since the Company is having an Executive Chairman, the Company is required to have atleast 50 % of the total strength as Independent Directors i.e. atleast 6 Independent Directors as per Regulation 17(1)(b) of SEBI LODR. Pursuant to resignation of Mr. Rajesh Srivastava, the Company is having total number of 10 Directors i.e.5 Independent Directors and 5 Non Executive Non Independent Directors comprising of 50% of total strength as Independent Directors.

5. **Scheme of amalgamation :**

The Scheme of amalgamation between Centrum Capital Limited (Transferee Company) with Centrum Microcredit Limited (Transferor Company) was approved by the National Company Law Tribunal, Mumbai bench on March 30, 2023 and the same was intimated to BSE Limited and National Stock Exchange of India Limited upon receipt of the Certified True Copy of the order on April 10, 2023.

6. **Sale of wholly owned overseas subsidiaries**

Company has entered into share purchase agreements on November 17, 2023 to transfer its entire stakes held in wholly owned overseas subsidiaries viz. Centrum International Services Pte Limited, Singapore and Centrum Capital International Limited, HongKong alongwith its subsidiary viz. CCIL Investment Management Limited, Mauritius

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors, including the time period of 3 months granted under Regulation 17(1E) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and appointment of the Independent Woman Director. 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.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance as per the requirement of the regulations, 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 decisions are carried through recorded as part of the minutes. All the resolutions were passed unanimously.

I further report that based on review of compliance mechanism established by the Company, I am of the opinion that the Company has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

UMESH PARAMESHWAR MASKERI
PRACTICING COMPANY SECRETARY
COP No. 12704 FCS No 4831
ICSI UDIN F004831F000386630
ICSI Peer Review Certificate No 653/2020

Place: Mumbai
Date : May 17, 2024

Note:

This report is to be read with our letter of even date which is annexed as ANNEXURE I and forms an integral part of this report.

ANNEXURE I

To
The Members
Centrum Capital Limited
Registered & Corporate Office
Level -9, Centrum House, C.S.T. Road, Vidyanagari Marg,
Kalina, Santacruz East
Mumbai- 400098

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our 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, we followed provide a reasonable basis for our 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 the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

UMESH PARAMESHWAR MASKERI
PRACTICING COMPANY SECRETARY
FCS No 4831 COP No. 12704
Peer Review Certificate No 653/2020
ISCI UDIN F004831F000386707

Place: Mumbai
Date : May 17, 2024

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended March 31, 2024

Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

To
The Members,
Centrum Housing Finance Limited
Registered Office, Unit 801, Centrum House, CST Road
Vidyanagari Marg, Kalina, Santa Cruz (East)
Mumbai-400098

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Centrum Housing Finance Limited** (hereinafter called "the Company") incorporated on March 3, 2016, having CIN U65922MH2016PLC273826 and Registered Office at Unit 801, Centrum House, CST Road, Vidyanagari Marg, Kalina, Santa Cruz (East), Mumbai- 400098 for the financial year ended on March 31, 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 books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:

(i) The Companies Act, 2013 ("the Act") and the rules made thereunder;

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

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

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

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

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- Not applicable to the Company

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

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not applicable to the Company

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- Not applicable to the Company

(e) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021; (applicable upto period ended June 26, 2023)

(f) The Securities and Exchange Board of India (Registrars to Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;- Not applicable to the Company

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

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

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")- (applicable upto period ended June 26, 2023)

I have relied on the representation made by the Company and its officers for the systems and the mechanism formed by the Company for the compliances under the applicable Acts/ laws and regulations to the Company. The list of major head/ groups of Acts/laws and regulations specifically applicable to the Company is furnished below :

i) The National Housing Bank Act, 1987

ii) The Housing Finance Companies (NHB) Directions, 2010

iii) Guidelines prescribed by the National Housing Bank for Housing Finance Companies

iv) The Reserve Bank of India Act, 1934

v) Regulatory framework for Housing Finance Companies prescribed by the Reserve Bank of India

vi) Guidelines issued by the Reserve Bank of India for Housing Finance Companies including Master Directions

vii) Master Directions- Non Banking Financial Company (Reserve Bank) Directions, 2021

viii) Credit Information Companies (Regulation) Act, 2015 and Rules made thereunder

ix) The Prevention of Money Laundering Act, 2002 and the Prevention of Money Laundering (Maintenance of Records) Rules, 2005

x) SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003

xi) Master Directions- External Commercial Borrowings, Trade Credits and Structured Obligations issued by the Reserve Bank of India

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

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

(ii) The Listing Agreement entered into by the Company with BSE Limited and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review :

The Company has redeemed and paid the outstanding maturity proceeds of ₹ 10 Crore in June, 2023 to the holders of the Principal Protected, Secured, Rated, Listed, Redeemable, Non-Convertible, Market Linked Debentures (MLDs) issued under Series CHFL-9.99%-16-6-23-NCD under INE575U07018 (959651) which were listed on the BSE Limited. Consequently, BSE Limited has delisted these debt securities with effect from June 16, 2023. Further, the Company has redeemed and paid the outstanding maturity proceeds of ₹ 25 Crore in June 2023 to the holders of the Principal Protected, Secured, Rated, Listed, Redeemable, Non-Convertible, Market Linked Debentures (MLDs) issued under Series CHFL-9.9%-26-6-23-PVT INE575U07026 (959694) which were listed on the BSE Limited. Consequently, BSE Limited has delisted these debt securities with effect from June 26, 2023. It may thus be seen that the Company has ceased to be a Debt Listed Company with effect from June 26, 2023.

During the year under review, the Shareholders of the Company, approved the following matters at the General Meetings held by Video Conferencing/ Other Audio Visual Means, on the following dates :

1. 8th Annual General Meeting held on June 09, 2023

i) Special Resolution

Substitution of clause 104.2 (2) of the Articles of Association comprising of 10 directors and composition of Board of Directors including the right to nominate two nominee directors by the promoters and one nominee director by the Debenture Trustee and appointment of 4 independent directors

ii) Ordinary resolution:

Approval of related party transaction with Centrum Capital to avail assistance by means of corporate guarantee not exceeding ₹ 750 crore

iii) Special Resolution :

Approval for issue of Non Convertible Debentures on private placement basis aggregating ₹ 200 crores pursuant to the provisions of Section 23, 42 and 71 of the Companies Act, 2013, Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debenture) Rules, 2014 and the NHB / RBI guidelines

iv) Special Resolution:

Approval of CHFL Employee Incentive Scheme pursuant to the CHFL Employee Stock Option Plan pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013 relating to the exercise price or the formulae for arriving at the exercise price which shall not exceed ₹ 35 per option.

2. Extra Ordinary General Meeting held on January 16, 2024

i) Special Resolution

Re-appointment of Mr. Mohan Vasant Tanksale (DIN: 02971181) as an Independent Director for a second term of five years commencing from February 04, 2024 pursuant to the provisions of Section 149, 152 and Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014

ii) Special Resolution

Regularisation of Mr. Animesh Chauhan (DIN: 02060457) as an Independent Director for a term of five years commencing from June 09, 2023 upto June 08, 2028 pursuant to the provisions of Section 149, 152 and Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014

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

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors including the woman director, except as mentioned above. 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.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance as per the requirement of the regulations, 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 decisions are carried through /recorded as part of the minutes. All the resolutions were passed unanimously.

I further report that based on review of compliance mechanism established by the Company, I am of the opinion that the Company has adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

UMESH PARAMESHWAR MASKERI
PRACTICING COMPANY SECRETARY

COP No. 12704 FCS No 4831
Peer Review Certificate No 653/2020
ICSI UDIN F004831F000287685

Place : Mumbai
Date : May 02, 2024

Note: This report is to be read with our letter of even date which is annexed as ANNEXURE I and forms an integral part of this report.

Annexure I

To
The Members,
Centrum Housing Finance Limited
Unit 801, Centrum House, CST Road
Vidyanagari Marg, Kalina, Santa Cruz (East)
Mumbai-400098

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our 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, we followed provide a reasonable basis for our 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 the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

UMESH PARAMESHWAR MASKERI
PRACTICING COMPANY SECRETARY

COP No. 12704 FCS No 4831
Peer Review Certificate No 653/2020
ICSI UDIN F004831F000287685

Place : Mumbai
Date : May 02, 2024

FORM NO. MR.3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

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

To,
The Members,
Centrum Retail Services Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Centrum Retail Services Limited** (CIN: U74999MH2014PLC256774) (hereinafter called "the Company").

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

Based on our verification of the Company's statutory registers, books, papers, minute books, forms and returns filed and other records maintained by the Company and the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2024**, complied with the statutory provisions listed hereunder and also that the Company has followed proper Board-processes and has required compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2024** in accordance with the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder – **Not Applicable to the Company;**

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

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder for compliance to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, **as applicable;**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), **as amended from time to time:**

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 **Not Applicable to the Company;**

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 - **Not Applicable to the Company;**

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable to the Company;**

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **Not Applicable to the Company;**

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **Not Applicable to the Company;**

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client **Not Applicable to the Company;**

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not Applicable to the Company;**

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable to the Company;**

i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 - **Not Applicable to the Company.**

(vi) The Company has complied with the provisions of the applicable general laws, rules, regulations and guidelines.

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

i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and

ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **to the extent applicable to the Company.**

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

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors. 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.

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.

The minutes of the Board meetings and Committee Meetings have not identified any dissent by members of the Board / Committee of the Board respectively hence we have no reason to believe that the decisions by the Board were not approved by all the directors/members present. The Minutes of the Board meetings and Committee meetings were duly approved at the meeting by the Chairman of the meeting.

We further report that, there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. As informed, the Company has responded appropriately to communication received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that during the audit period the following events / actions have taken place, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards:

1. Approval of the Board of Directors of the Company, at its meeting held on 27th April, 2023 was obtained to create, offer, issue and allot further issue of securities under the provisions of Section 42, 62, 71 of the Companies Act, 2013 on private placement or preferential allotment basis or rights Issue of an aggregate amount not exceeding ₹ 500 Crores in one or more tranches.

2. Approval of the Shareholders was obtained at the Annual General Meeting held on 26th July, 2023 to create, offer, issue and allot further issue of securities under the provisions of Section 42, 62, 71 of the Companies Act, 2013 on private placement or preferential allotment basis of an aggregate amount not exceeding ₹ 500 Crores in one or more tranches.

3. During the financial year ended March 31, 2024, the Company allotted 3,855 Secured, Unlisted, Unrated, Redeemable, Non-Convertible Principle Protected Market Linked Debentures of face value ₹ 1,00,000/- each in various tranches and at various dates from time to time, based on the applications accepted and allotted by the Fund-Raising Committee of the Company.

4. During the financial year ended March 31, 2024, the Company allotted 15,128 Secured, Unlisted, Unrated, Redeemable, Non-Convertible Debentures of face value ₹ 1,00,000/- each in various tranches and at various dates from time to time, based on the applications accepted and allotted by the Fund-Raising Committee of the Company.

5. During the financial year ended March 31, 2024, the Company redeemed 18,010 Secured, Unlisted, Unrated, Redeemable, Non-Convertible Principle Protected Market Linked Debentures of face value ₹ 1,00,000/- each on or before the due date(s) as specified in the transaction documents for the subject series.

ALWYN JAY & Co.
Company Secretaries

[Jay D'Souza FCS.3058]
(Partner)
[Certificate of Practice No.6915]
[UDIN : F005559F000266072]
Place : Mumbai
Date : April 29, 2024

Office Address :
Annex-103, Dimple Arcade,
Asha Nagar, Kandivali (East),
Mumbai 400101.

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure A

To
The Members,
Centrum Retail Services Limited

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

1. The compliance of provisions of all laws, rules, regulations, standards applicable to Centrum Retail Services Limited (hereinafter called 'the Company') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.

2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.

3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. Further part of the verification was done on the basis of electronic data provided to us by the Company and on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.

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

5. Wherever required, we have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.

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

ALWYN JAY & Co.
Company Secretaries

[Jay D'Souza FCS.3058]
(Partner)
[Certificate of Practice No.6915]
[UDIN : F005559F000266072]
Place : Mumbai
Date : April 29, 2024

Office Address :
Annex-103, Dimple Arcade,
Asha Nagar, Kandivali (East),
Mumbai 400101.

FORM NO. MR.3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Centrum Wealth Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Centrum Wealth Limited** (CIN: U65993MH2008PLC178252) (hereinafter called "the Company").

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

Based on our verification of the Company's statutory registers, books, papers, minute books, forms and returns filed and other records maintained by the Company and the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2024** complied with the statutory provisions listed hereunder and also that the Company has followed proper Board-processes and has required compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company 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 thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

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

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder for compliance to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, **as applicable;**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') **as amended from time to time: -**

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - **Not Applicable to the Company;**

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

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable to the Company;**

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **Not Applicable to the Company;**

(e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client – **Not Applicable to the Company;**

(f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable to the Company;**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not Applicable to the Company;**

(h) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not Applicable to the Company;**

(i) The SEBI (Mutual Funds) Regulations, 1996;

(j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

(vi) Other specific business/industry related laws applicable to the Company.

The Company has complied with the provisions of Insurance Regulatory and Development Authority (IRDA) Act, 1999, Regulations and Guidelines by The Association of Mutual Funds in India (AMFI) and the applicable general laws, rules, regulations and guidelines.

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

(i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and

(ii) SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 **to the extent applicable to the Company.**

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

We further report that

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

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 a meaningful participation at the meeting.

The minutes of the Board Meetings and Committee Meetings have not identified any dissent by members of the Board/ Committee of the Board, hence we have no reason to believe that the decisions by the Board were not approved by all the directors present. The Minutes of the Board Meetings and Committee Meetings were duly approved at the meeting by the Chairman of the Meeting.

We further report that there are adequate systems and processes in the Company commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. As informed, the Company has responded appropriately to communication received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that during the audit period, following specific events/actions have taken place, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards:

1. Approval of the Shareholders of the Company was obtained at the Extra Ordinary General Meeting held on 22nd March, 2024 for Modification of the tenor of 1 (one) Share Warrant issued by the Company and currently held by Centrum Retail Services Limited under ISIN INE224R13017 from 5 (five) years to 10 (ten) years i.e. upto March 28, 2029.

ALWYN JAY & Co.
Company Secretaries

Office Address :
Annex-103, Dimple Arcade
Asha Nagar, Kandivali (East),
Mumbai 400101.

[Jay D'Souza FCS.3058]
(Partner)
[Certificate of
Practice No.6915]
[UDIN : F003058F000253198]

Place : Mumbai
Date : April 26, 2024

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure A

To
The Members,
Centrum Wealth Limited

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

1. The compliance of provisions of all laws, rules, regulations, standards applicable to **Centrum Wealth Limited** (hereinafter called 'the Company') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.

2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.

3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. Further, part of the verification was done on the basis of electronic data provided to us by the Company and on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.

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

5. Wherever required, we have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.

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

ALWYN JAY & Co.
Company Secretaries

[Jay D'Souza FCS.3058]
(Partner)
[Certificate of Practice No.6915]
[UDIN : F003058F000253198]

Office Address :
Annex-103, Dimple Arcade
Asha Nagar, Kandivali (East),

Mumbai 400101.
Place : Mumbai
Date : April 26, 2024

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Centrum Financial Services Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Centrum Financial Services Limited** (CIN: U65910MH1993PLC192085) (hereinafter called "the Company").

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

Based on our verification of the Company's statutory registers, books, papers, minute books, forms and returns filed and other records maintained by the Company and the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2024**, complied with the statutory provisions listed hereunder and also that the Company has followed proper Board-processes and has required compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minutes books, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2024** in accordance with the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;

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

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder for compliance to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, **as applicable**;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), **as amended from time to time** -

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - **Not Applicable to the Company**;

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 - **Not Applicable to the Company**;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not applicable to the Company**;

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **Not applicable to the Company**;

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

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not applicable to the Company**;

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

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

i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 - **Not Applicable to the Company**;

(vi) Other specific business/industry related laws applicable to the Company - The Company has complied with the Reserve Company of India Act, 1934, Non-Banking Financial Company Systematically Important Non-Deposit taking Company (Reserve Company) Directions, 2016, Non-Banking Financial Companies Auditor's Report (Reserve Company) Directions, 2016, Non-Banking Financial Company Returns (Reserve Company) Directions, 2016 and the other applicable general laws, rules, regulations and guidelines.

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

i. Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and

ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Not Applicable to the Company**.

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

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors including a woman director. 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.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance as per the requirements of the provisions of the Act, 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.

The minutes of the Board Meetings and Committee Meetings have not identified any dissent by members of the Board / Committee of the Board respectively hence we have no reason to believe that the decisions by the Board were not approved by all the directors/members present. The Minutes of the Board meetings and Committee meetings were duly approved at the meeting by the Chairman of the meeting.

We further report that, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. As informed, the Company has responded appropriately to communication received from various statutory / regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that during the audit period the following events / actions have taken place, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards:

1. Approval of the Board of Directors of the Company was obtained at the Meeting held on 11th May, 2023 for raising funds through issuance of Non-Convertible Debentures of the Company of an amount not exceeding ₹ 500 Crores during the financial year 2023-24.

2. Approval of the Board of Directors of the Company was obtained at the Meeting held on 18th September, 2023 to make an initial investment of upto ₹ 1 Lac which may go upto ₹ 10 Crores from time to time in the proposed Subsidiary company viz. Centrum Finverse Limited.

3. During the year under review, Ignis Capital Advisors Limited has become the Wholly Owned Subsidiary of the Company pursuant to the investment made by the Company in Ignis Capital Advisors Limited during the financial year 2023-24.

4. Approval of the Board of Directors of the Company was obtained at the Meeting held on 5th February, 2024 for the investment of upto 11,80,000 Equity Shares of ₹ 10 each in Centrum wealth Limited.

5. Approval of the Shareholders was obtained at the Extra Ordinary General Meeting held on 5th June, 2023 to create, offer, issue and allot, by issue of any securities, on private placement or preferential allotment basis or through other modes, for cash or for consideration other than cash, in one or more tranches, of an amount not exceeding ₹ 500 Crores.

6. During the year under review, the Company allotted 9,837 Secured, Unlisted, Unrated, Redeemable, Market Linked Debentures of face value ₹ 1,00,000/- each in various tranches and at various dates from time to time, based on the applications accepted and allotted by the Finance Committee of the Company.

7. During the year under review, the Company allotted 14,911 Secured, Unlisted, Unrated, Redeemable, Non-Convertible Debentures of face value ₹ 1,00,000/- each in various tranches and at various dates from time to time, based on the applications accepted and allotted by the Finance Committee of the Company.

8. During the year under review, the Company allotted 50,67,703 Equity Shares of ₹ 10/- each consequent to the Conversion of 1,50,91,430 Unrated, Unlisted, Unsecured, Compulsorily Convertible Debentures of the Company.

ALWYN JAY & Co.
Company Secretaries

Office Address :
Annex-103, Dimple Arcade,
Asha Nagar, Kandivali (East),
Mumbai 400101.

[Jay D'Souza FCS.3058]
(Partner)
[Certificate of Practice No.6915]
[UDIN : F003058F000318472]

Place : Mumbai
Date : May 6, 2024

Note: This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Annexure A

To
The Members,
Centrum Financial Services Limited

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

1. The compliance of provisions of all laws, rules, regulations, standards applicable to **Centrum Financial Services Limited** (hereinafter called 'the Company') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.

2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.

3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. Further part of the verification was done on the basis of electronic data provided to us by the Company and on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.

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

5. Wherever required, we have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.

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

ALWYN JAY & Co.
Company Secretaries

Office Address :
Annex-103, Dimple Arcade,
Asha Nagar, Kandivali (East),
Mumbai 400101.

[Jay D'Souza FCS.3058]
(Partner)
[Certificate of Practice No.6915]
[UDIN : F003058F000318472]

Place : Mumbai
Date : May 6, 2024

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year ended March 31, 2024
Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the
Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

To
The Members
Unity Small Finance Bank Limited
Registered Office:
40,Basant Lok, Vasant Vihar,
New Delhi -110057

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Unity Small Finance Bank Limited** (hereinafter called "the Bank") incorporated on August 25, 2021, having CIN U65990DL2021PLC385568 and Registered Office at 40, Basant Lok, Vasant Vihar, New Delhi-110057 and Corporate office at Centrum House, CST Road, Vidyanagari Marg, Kalina, Santacruz East, Mumbai-400098, for the Financial Year ended on March 31, 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 Bank's books, papers, minutes books, forms and returns filed and other records maintained by the Bank and also the information provided by the Bank, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Bank has, during the audit period covering the financial year ended March 31, 2024 complied with the statutory provisions listed hereunder and also that the Bank has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Bank for the financial year ended March 31, 2024 according to the provisions of:

(i) The Companies Act, 2013 ("the Act") and the rules made thereunder;

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

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

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

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

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;- Not applicable to the Bank

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

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not applicable to the Bank

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- Not applicable to the Bank

(e) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021; (applicable upto period ended December 31, 2023)

(f) The Securities and Exchange Board of India (Registrars to Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;- Not applicable to the Bank

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - Not applicable to the Bank

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 : Not applicable to the Bank;

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")- (applicable upto period ended December 31, 2023)

I have relied on the representation made by the Bank and its officers for the systems and the mechanism formed by the Bank for the compliances under the applicable Acts/laws and regulations to the Bank.

The following regulations are specifically applicable to the Bank:

a) Reserve Bank of India Act, 1934

b) Banking Regulation Act, 1949 and notifications and circulars issued by the Reserve Bank of India from time to time

c) Guidelines issued by the Reserve Bank of India on Small Finance Banks dated November 27, 2014 and operational guidelines dated October 06, 2016

d) Insurance Regulatory and Development Authority (Licensing of Insurance Agents) Regulations, 2000

e) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

f) SEBI (Certification of Associated Persons in the Securities Markets) Regulations, 2007

g) Prevention of Money Laundering Act, 2002

h) Sexual Harassment of Women at workplace (Prevention, prohibition and Redressal) Act, 2013

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

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

(ii) The Listing Agreement entered into by the Bank with BSE Limited and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Applicable upto period ended December 31, 2023

During the period under review:

The Bank has redeemed and paid the outstanding maturity proceeds to the holders of the Non-Convertible Debentures (including Principal Protected, Secured, Rated, Listed, Redeemable, Non-Convertible, Market Linked Debentures) which were listed on the BSE Limited. Consequently, BSE Limited has delisted the debt securities of the Company with effect from January 01, 2024 as informed in their delisting notice No. 20231229-26 dated December 29, 2023. It may thus be seen that the Bank has ceased to be a Debt Listed Bank with effect from January 01, 2024. Bank has completed all the required submission and filings with the BSE Limited upto December 31, 2023 as per the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021.

The members of the Bank, have passed the following resolutions at the general meetings held during the financial year as per the following details :

1) Extra Ordinary General Meeting held on April 21, 2023

Special Resolution:

Appointment of Mr. Jaspal Singh Bindra (DIN: 00128320) as Non Executive Non Independent Director and as a nominee of Centrum Financial Services Limited, promoter of the Bank and who shall be liable to retire by rotation, pursuant to the provisions of Section 149, 152 and 160 of the Companies Act, 2013 and Securities (Listing obligations and Disclosure Requirements) Regulations, 2015 and Banking Regulation Act, 1949.

2) Second Annual General Meeting held on August 02, 2023 :

i) Special Resolution:

Appointment of Mr. Partha Pratim Sengupta (DIN: 08273324) as Non Executive Non Independent Director and as a nominee of Resilient Innovations Private Limited with effect from June 13, 2023 and who shall retire by rotation, pursuant to the provisions of Section 149, 152 and 160 of the Companies Act, 2013 and Securities (Listing obligations and Disclosure Requirements) Regulations, 2015 and Banking Regulation Act, 1949.

ii) Special Resolution:

Payment of compensation / commission upto ₹ 5,00,000 to each Non-Executive Director (other than Mr. Vinod Rai and Mr. Jaspal Bindra) pursuant to Section 197, 198 of the Companies Act, 2013, Banking Regulation Act, 1949 and RBI notification dated April 26, 2021.

iii) Ordinary Resolution:

Contribution to Bonafide charitable and other funds of a sum of ₹ 30,00,000/- during the Financial Year 2023-24 for carrying out CSR activities listed in Schedule VII of Companies Act, 2013.

iv) Ordinary Resolution:

Material Related Party Transaction(s) for CASA deposits and other banking services may exceed ₹ 1,000 Crore or 10% of the annual consolidated turnover of the Bank as per the last audited financial statements of the Bank, whichever is lower pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013.

v) Ordinary Resolution :

Material Related Party Transaction(s) with Centrum Housing Finance Limited for an amount upto ₹ 100 Crore to sell / assign/ transfer the Housing Finance portfolio of the Bank to Centrum Housing Finance Limited ("CHFL").

vi) Special Resolution

Borrowing in excess of the paid up share capital, free reserves and securities premium not exceeding ₹ 3,000 Crore, pursuant to the provisions of Section 180(1) (c) of the provisions of the Companies Act, 2013 ("Act").

3) Extra Ordinary General Meeting held on December 15, 2023

i) Special Resolution :

Appointment of Mr. Chandir Gidwani (DIN: 00011916) as Non Executive Non Independent Director as a nominee of Centrum Financial Services Limited with effect from November 03, 2023 and who shall be liable to retire by rotation, pursuant to the provisions of Section 149, 152, 160 and 161 of the Companies Act, 2013, Securities (Listing obligations and Disclosure Requirements) Regulations, 2015 and Banking Regulation Act, 1949.

ii) Special Resolution :

Appointment of Mr. Sunil Kakar (DIN: 03055561) as an Independent Director of the Bank for a period of three years commencing from November 04, 2023 up to November 03, 2026, pursuant to the provisions of Section 149, 150, 152, 160, Schedule IV and other applicable provisions, of the Companies Act, 2013.

During the year under review, the Bank has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. referred to above.

I further report that:

The Board of Directors of the Bank is duly constituted with proper balance of Non-Executive Directors and Independent Directors including a woman director. 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.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance as per the requirement of the provisions of the Act, 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.

The minutes of the Board meetings and Committee Meetings have not identified any dissent by members of the Board / Committee of the Board respectively hence we have no reason to believe that the decisions by the Board were not approved by all the directors/members present. The Minutes of the Board meetings and Committee meetings were duly approved at the meeting by the Chairman of the meeting.

I further report that based on review of compliance mechanism established by the Bank, I am of the opinion that the Bank has adequate systems and processes in the Bank commensurate with the size and operations of the Bank to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

UMESH PARAMESHWAR MASKERI
PRACTICING COMPANY SECRETARY
COP No. 12704 FCS No 4831
ICSI Peer Review Certificate No 653/2020
ICSI UDIN F004831F000305967

Place: Mumbai
Date: May 04, 2024

Note: This report is to be read with our letter of even date which is annexed as ANNEXURE I and forms an integral part of this report.

ANNEXURE I

To
The Members
Unity Small Finance Bank Limited
Registered Office
40, Basant Lok, Vasant Vihar,
New Delhi -110057

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

1. Maintenance of secretarial records is the responsibility of the management of the Bank. My responsibility is to express an opinion on these secretarial records based on our 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 we followed provide a reasonable basis for our 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 the future viability of the Bank nor of the efficacy or effectiveness with which the management has conducted the affairs of the Bank.

UMESH PARAMESHWAR MASKERI
PRACTICING COMPANY SECRETARY
FCS No 4831 COP No. 12704
Peer Review Certificate No 653/2020

Place: Mumbai
Date : May 04, 2024

Annexure F

REMUNERATION DETAILS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

i. RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEES' REMUNERATION FOR FY 2023-24 AND PERCENTAGE INCREASE IN REMUNERATION OF EACH DIRECTOR AND KEY MANGERIAL PERSONNEL:

Name	Designation	Ratio of remuneration to median employees' remuneration in FY 2023-24	% increase in remuneration in FY 2023-24
Mr. Jaspal Singh Bindra	Executive Chairman	75.09:1	72.31
Mr. Chandir Gidwani	Non-Executive Director	-	Not Applicable[3]
Mrs. Mahakhurshid Byramjee	Non-Executive Director	-	Not Applicable[3]
Mr. Rishad Byramjee	Non-Executive Director	-	Not Applicable[3]
Mr. Rajesh Kumar Srivastava	Non-Executive Director	-	Not Applicable[3]
Mr. Ramachandra Kasargod Kamath	Non-Executive Director	-	Not Applicable[3]
Ms. Anjali Seth	Non-Executive Independent Director	-	Not Applicable[3]
Mr. Narayan Vasudeo Prabhutendulkar[1]	Non-Executive Independent Director	-	Not Applicable[3]
Mr. Essaji Vahanvati[2]	Non-Executive Independent Director	-	Not Applicable[3]
Mr. Manmohan Shetty	Non-Executive Independent Director	-	Not Applicable[3]
Mr. Subhash Kutte	Non-Executive Independent Director	-	Not Applicable[3]
Mr. Sankaranarayanan Radhamangalam Anantharaman	Non-Executive Independent Director	-	Not Applicable[3]
Mr. Subrata Kumar Mitra	Non-Executive Independent Director	-	Not Applicable[3]
Mr. Sriram Venkatasubramanian	Chief Financial Officer	-	40.59
Mr. Parthasarathy Iyengar	Company Secretary and Compliance Officer	-	31.82

[1] Mr. Narayan Vasudeo Prabhutendulkar retired from the directorship of the Company on September 30, 2023

[2] Mr. Essaji Vahanvati resigned on February 26, 2024.

[3] Non-Executive Directors don't receive any remuneration except sitting fees for attending the meetings of the Board of Directors and Committees thereof.

ii. THE PERCENTAGE INCREASE IN THE MEDIAN REMUNERATION OF EMPLOYEES IN THE FINANCIAL YEAR 2023-24: -5%

iii. THE NUMBER OF PERMANENT EMPLOYEES ON THE ROLLS OF COMPANY AS ON MARCH 31, 2024: 45 employees

iv. AVERAGE PERCENTILE INCREASE 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 POINT OUT IF THERE ARE ANY EXCEPTIONAL CIRCUMSTANCES FOR INCREASE IN MANAGERIAL REMUNERATION:

a. The average increase in remuneration of employees other than managerial personnel during the financial year 2023-24 is 3.03%

b. Increase in managerial remuneration is 63.06%.

c. AFFIRMATION

It is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and other employees is as per the Remuneration Policy of the Company.

For and on Behalf of the Board of Directors
of **Centrum Capital Limited**

Jaspal Singh Bindra
Executive Chairman
DIN: 00128320

Place: Mumbai
Date: May 17, 2024

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT

I hereby confirm that:

The Company has obtained from all the Members of the Board and Senior Management Personnel, affirmation(s) that they have complied with the Code of Conduct for Board Members and Senior Management Team of the Company in respect of the Financial Year ended March 31, 2024.

For and on behalf of the Board of Directors
of **Centrum Capital Limited**

Jaspal Singh Bindra
Executive Chairman
DIN: 00128320

Place: Mumbai
Date: May 17, 2024

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members of
Centrum Capital Limited
Registered Office
Level -9, Centrum House, C.S.T. Road
Vidyanagari Marg, Kalina, Santacruz (East)
Mumbai – 400098

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Centrum Capital Limited** having CIN L65990MH1977PLC019986 and having Registered office at Level-9, Centrum House, CST Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai -400098 (hereinafter referred to as 'the Company') produced before me by the Company for the purpose of issuing this Certificate for the Financial Year ended on March 31, 2024, in accordance with Regulation 34 (3) read with sub clause 10 (i) of Para-C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company and 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 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority, as mentioned below:

Sl No	Name of Director	DIN	Date of appointment in company
1	Ms. Anjali Seth	05234352	12-11-2018
2	Mr. Chandir Gidwani	00011916	07-09-1996
3	Mr. Jaspal Bindra	00128320	21-04-2016
4	Mr. Ramchandra Kasargod Kamath	01715073	14-11-2015
5	Mrs. Mahakhurshid Byramjee	00164191	18-04-2001
6	Mr. Subhash Kutte	00233322	06-07-2015
7	Mr. Manmohan Shetty	00013961	05-08-2016
8	Mr. Rajesh Srivastava	00302223	12-02-2020
9	Mr. Rishad Byramjee	00164123	11-03-2003
10	Mr. Radhamangalam Anantharaman Sankaranarayanan	05230407	03-04-2021
11	Mr. Subrata Kumar Mitra	00029961	12-09-2019

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on the status of disqualification, 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.

UMESH PARAMESHWAR MASKERI
PRACTICING COMPANY SECRETARY
FCS No 4831 COP No. 12704
Peer Review Certificate No 653/2020
ICSI UDIN F004831F000386707

Place: Mumbai
Date : May 17, 2024

COMPLIANCE CERTIFICATE

[Pursuant to Regulation 13 of the Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]

To,
The Members
Centrum Capital Limited
Level-9, Centrum House, C.S.T. Road, Vidyanagari Marg,
Kalina, Santacruz (East)
Mumbai -400098

I UMESH PARAMESHWAR MASKERI, Company Secretary in practice, have been appointed as the Secretarial Auditor vide a resolution passed at its meeting held on May 19, 2023 by the Board of Directors of **Centrum Capital Limited** (hereinafter referred to as **'the Company'**), having CIN L65990MH1977PLC019986 and having its Registered and Corporate Office at Level-9, Centrum House, C.S.T. Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai -400098. This certificate is issued under Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations"), for the Financial Year ended on March 31, 2024.

Management Responsibility:

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records and devising proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Verification:

The Company has implemented CCL Employees Stock Option Scheme 2017 viz Employee Stock Option Scheme /~~Employee Stock Purchase Scheme/ Stock Appreciation Rights Scheme/ General Employee Benefits Scheme/ Retirement Benefit Scheme~~ in accordance with the Regulations and the Special Resolution(s) passed by the members at the Annual General Meeting of the Company held on August 31, 2017.

For the purpose of verifying the compliance of the Regulations, I have examined the following:

1. Scheme(s) received from/furnished by the Company;
2. Articles of Association of the Company;
3. Resolutions passed at the meeting of the Board of Directors;
4. Shareholders resolutions passed at the General Meeting(s);
5. Shareholders resolution passed at General Meetings w.r.t variation in implementing the scheme(s) through a trust(s); Not applicable during the financial year;
6. Minutes of the meetings of the Compensation Committee;
7. Trust the scheme (if any);
8. Trust Deed;
9. Details of trades in the securities of the company executed by the trust through which the scheme is implemented; Not applicable during the financial year;
10. Relevant Accounting Standards as prescribed by the Central Government;
11. Detailed terms and conditions of the scheme as approved by Compensation Committee;
12. Bank Statements towards Application money received under the scheme(s); Not applicable during the financial year;
13. Valuation Report; Not applicable during the financial year;
14. Exercise Price / Pricing formula;
15. Statement filed with recognised Stock Exchange(s) in accordance with Regulation 10 of these Regulations;
16. Disclosure by the Board of Directors;
17. Relevant provisions of the Regulations, Companies Act, 2013 and Rules made thereunder.

Certification:

In my opinion and to the best of my/our knowledge and according to the verifications as considered necessary and explanations furnished to me/us by the Company and its Officers, I certify that the Company has implemented the Employee Stock Option Scheme/ ~~Employee Stock Purchase Scheme/ Stock Appreciation Rights Scheme/ General Employee Benefits Scheme/ Retirement Benefit Scheme~~ in accordance with the applicable provisions of the Regulations and Resolution(s) of the Company in the General Meeting(s).

Assumption & Limitation of Scope and Review:

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. Our responsibility is to give certificate based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. 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.
4. This certificate is solely for your information and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

UMESH PARAMESHWAR MASKERI
Practicing Company Secretary
Membership No FCS 4831
Certificate of Practice Number 12704
Peer Review Certificate Number 653/2020
ICSI UDIN F004831F000386806

Date: May 17, 2024
Place: Mumbai

Note:

This report is to be read with our letter of even date which is annexed as ANNEXURE I and forms an integral part of this report.

ANNEXURE I

To
The Members
Centrum Capital Limited
Level-9, Centrum House, C.S.T. Road, Vidyanagari Marg,
Kalina, Santacruz (East)
Mumbai -400098

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

1. Maintenance of records and compliances pertaining to the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 is the responsibility of the management of the Company. My responsibility is to express an opinion on the secretarial records based on our 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 records. I believe that the processes and practices, we followed provide a reasonable basis for our 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. This compliance certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

UMESH PARAMESHWAR MASKERI
PRACTICING COMPANY SECRETARY
FCS No 4831 COP No. 12704
Peer Review Certificate No 653/2020

Place: Mumbai
Date : May 17, 2024

Independent Auditor's Report

To the Members of Centrum Capital Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **Centrum Capital Limited** (the 'Company'), which comprise the Balance Sheet as at 31st March, 2024, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of material and other accounting policies and other explanatory information.

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter(s)	How our audit addressed the key audit matter(s)
1.	**Carrying value of investments in subsidiaries** (Refer Note 8 to the standalone financial statements)	
	The Company has equity investments in subsidiaries amounting to ₹ 90,869.50 lakhs as at 31st March, 2024 (the 'Investments') which are carried at cost as per Ind AS 27, *Separate Financial Statements*. We considered the valuation of such investments to be significant to the audit, because of the materiality of the investments to the standalone financial statements of the Company. The management assesses at least annually the existence of impairment indicators of each investments. The recoverable amounts of the Investments is determined based on the management's estimates of future cash flows and their judgment with respect to the subsidiaries and associate performance. Accordingly, the impairment of investments was determined to be a key audit matter in our audit of the standalone financial statements.	Our audit procedures included but were not limited to the following: - Understood the design and implementation of relevant internal controls with respect to Investments including its impairment assessment; - Performed necessary audit procedures to test the operating effectiveness of the relevant internal controls with respect to valuation of Investments during the year ended and as of 31st March, 2024; - We compared the carrying values of the investment in subsidiaries and associate for which audited financial statements were available with their respective net asset values and earnings for the period; - We obtained management's evaluation of impairment analysis and evaluated the forecast of future cash flows used by the management in the model to compute the recoverable value/ value in use;

Sr. No.	Key Audit Matter(s)	How our audit addressed the key audit matter(s)
		- We have evaluated valuation reports issued by an independent valuers for valuation of investments in subsidiary companies and associate. We have verified the valuation reports particularly with reference to underlying assumptions in discussion with external valuers; and - We have also verified the independence and competence of the valuers and scope of the assignments. We assessed the disclosures made in the standalone financial statements.
2.	**Valuation of Market Linked Debentures** (Refer Note 18 to the standalone financial statements)	
	The Company has significant amount of outstanding Market Linked Debentures (MLDs) as on 31st March, 2024 aggregating ₹ 30,569.55 lakhs. Also, the Company has engaged external experts for valuation of MLDs. We have identified the valuation of and the accounting treatment for MLDs as a key audit matter because the accounting and valuation of MLDs involves a significant degree of management's judgment and external expert's opinion.	Our audit procedures included but were not limited to the following: - Inspected Board minutes and other appropriate documentation of authorization to assess whether the transactions were appropriately authorized; - Understood the design and implementation of relevant internal controls with respect to MLDs; - Performed necessary audit procedures to test the operating effectiveness of the relevant internal controls with respect to MLDs during the year ended and as of 31st March, 2024; - Verified the terms and condition of the MLDs with the MLDs deed, prospectuses and other supporting documents; - Verified the calculations carried out to separate the derivative component from MLDs; - We examined the valuation report from external experts engaged by the Company to identify the value of derivative element which was assessed by us particularly with reference to underlying assumptions in discussion with external experts; and - We have also verified the independence and competence of the valuers and scope of the assignments.

Information Other than the Standalone 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 Annexures to Board's Report, Management Discussion and Analysis, Business Responsibility and Sustainability Report, Corporate Governance Report and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the 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 / Trustees and Those Charged with Governance for the Standalone Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls;

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and

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

- Obtain sufficient appropriate audit evidence regarding the financial statements of Trust of the Company to express an opinion on the standalone financial statements. For the Trust included in the standalone financial statements, which have been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audit carried by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled 'Other Matter' in this audit report;

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

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

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

Other Matter

We did not audit the financial statements/ information of trust included in the standalone financial statements of the Company whose financial statements/financial information reflect total assets of ₹ 2,404.94 lakhs as at 31st March, 2024 and the total revenue of ₹ 27.75 lakhs for the year ended on that date, as considered in the standalone financial statements/information of this trust have been audited by the their auditor whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of trust, is based solely on the report of such trust's auditor.

Our opinion is not modified in respect of the above matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 (the 'Order'), issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the **Annexure 'A'** a Statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   (c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;

   (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act;

   (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 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 and the operating effectiveness of such controls, refer to our separate Report in **Annexure 'B'**;

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any directors with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      (i) The Company has no pending litigations on its financial position in its standalone financial statements – (Refer Note 36 to the standalone financial statements);

      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. – (Refer Note 5 to the standalone financial statements);

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management of the Company has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the standalone financial statements, during the year, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities (the 'Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (the 'Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management of the Company has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the standalone financial statements, during the year, no funds have been received by the Company from any person or entity, including foreign entities (the 'Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (the 'Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures, we have considered reasonable and appropriate in the circumstances that nothing has come to our notice that has caused us to believe that the representations under paragraph (a) and (b) above, contain any material misstatement:

(v) The Company neither declared nor paid dividend during the year. Accordingly, the Company is not required to comply with Section 123 of the Act; and

(vi) In our opinion and based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31st March, 2024 which has a feature of recording audit trail (edit log) facility and 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 the audit trail feature being tampered with.

Further, as proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, as amended is applicable from 1st April, 2023 reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, as amended, on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March, 2024.

SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385
UDIN: 24043385BKDZVJ7703
Mumbai, May 17, 2024

Annexure 'A' to the Independent Auditor's Report

(Referred to in paragraph 1 of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books and records examined by us in the normal course of audit and to the best of our knowledge, we state that:

(i) In respect of the Company's property, plant and equipment and intangible assets:

(a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment;

(B) The Company is maintaining proper records showing full particulars of intangible assets;

(b) The Company has a program of physical verification of property, plant and equipment to cover all the items in a phased manner over a period of three years, which, in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.

(c) The title deed of immovable properties disclosed in the financial statements are held in the name of the Company as at the balance sheet date. (Other than properties where the Company is the lessee and the lease agreements are duly executed in favour of lessee.)

(d) The Company has not revalued any of its property, plant and equipment during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, reporting on the Paragraph 3(i)(e) of the Order is not applicable to the Company.

(ii) (a) The Company did not have inventories either at the beginning or at the end of the year. Accordingly, reporting on the Paragraph 3(ii)(a) of the Order is not applicable to the Company; and

(b) The Company has been sanctioned working capital limits in excess of five crore rupees, during the year, in aggregate from banks and/or financial institutions, on the basis of security of current assets - (fixed deposits). The quarterly returns / statements are not required to be filed by the Company with such banks and/or financial institutions.

(iii) The Company has made investments in companies, limited liability partnerships and granted unsecured loans to other parties, during the year, in respect of which:

(a) During the year, the Company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to the following entities:

(₹ lakhs)

Sr. No.	Particulars	Guarantees	Security	Loans	Advances in nature of loans
1	**Aggregate amount granted / provided during the year**				
	- Subsidiaries	24,160.00	Nil	2,06,147.00	Nil
	- Associates	Nil	Nil	Nil	Nil
	- Others	Nil	Nil	Nil	Nil
2	**Balance outstanding as at 31st March, 2024 in respect of above cases**				
	- Subsidiaries	50,325.38	Nil	7,778.52	Nil
	- Associates	Nil	Nil	Nil	Nil
	- Others	Nil	Nil	Nil	Nil

(b) The investments made, and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided by the Company during the year are, *prima facia*, not prejudicial to the Company's interest;

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest in respect of the loans and advances in the nature of loans has been stipulated and the repayments or receipts during the year are regular as per stipulation;

(d) In respect of the aforesaid loans and advances in the nature of loans, there is no overdue amount for more than ninety days;

(e) There were no loans or advances in the nature of loan granted which have fallen due during the year, have been renewed or extended. Further, there were no instances of fresh loans being granted to settle the over dues of existing loans given to the same parties; and

(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Accordingly, reporting on the Paragraph 3(iii)(f) of the Order is not applicable to the Company.

(iv) The Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public during the year to which the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 and other relevant provisions of the Act and the rules framed thereunder apply. Accordingly, reporting on the Paragraph 3(v) of the Order is not applicable to the Company. 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.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148 of the Act for the business activities carried out by the Company. Accordingly, reporting on the Paragraph 3(vi) of the Order is not applicable to the Company.

(vii) In respect of statutory dues:

(a) In our opinion, the Company is generally regular in depositing the undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, cess and any other statutory dues to the appropriate authorities. There are no arrears of outstanding statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable; and

(b) There are no statutory dues referred to (a) above, which have not been deposited on account of any dispute.

(viii) There are no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, reporting on the Paragraph 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender;

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority;

(c) The Company has, prima facie, utilized the money obtained by way of term loans during the year for the purposes for which they were obtained;

(d) We report that no funds raised on short-term basis have, prima facie, been used for long-term purposes by the Company;

(e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associate as defined under the Act. The Company does not have a joint venture; and

(f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or associate as defined under the Act. The Company does not have a joint venture.

(x) (a) The Company has not raised monies by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting on the Paragraph 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, reporting on the Paragraph 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) We have neither come across any instance of fraud by the Company or any fraud on the Company or reported during the year nor have we been informed of such case by management;

(b) No report under Section 143(12) of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year; and

(c) There are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company. Accordingly, reporting on the Paragraph 3(xii) of the Order is not applicable.

(xiii) The Company is in compliance with Sections 177 and 188 of the Act with respect to applicable transaction with the related parties and the relevant details of such related party transactions have been disclosed in the financial statements as required under the applicable Indian Accounting Standards.

(xiv) (a) The Company has adequate internal audit system commensurate with the size and the nature of its business; and

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) The Company, during the year, has not entered into any non-cash transactions with directors or persons connected with its directors and accordingly, the provisions of Section 192 of the Act is not applicable. Accordingly, reporting on the Paragraph 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting on the Paragraph 3(xvi)(a) of the Order is not applicable to the Company;

(b) The Company has not conducted Non-Banking Financial or Housing Finance activity. Accordingly, reporting on the Paragraph 3(xvi)(b) of the Order is not applicable to the Company;

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India; and

(d) The Group to which the Company belongs has no CIC as part of the Group.

(xvii) The Company has not incurred cash losses in the current financial year. However, the Company has incurred cash losses in the immediately preceding financial year amounting to ₹ 5,982.69 lakhs.

(xviii) There has been no resignation of statutory auditors during the year. Accordingly, the reporting on the Paragraph 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the board of directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing as at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We, further state that our reporting is based on the facts upto the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) There are no unspent amounts towards Corporate Social Responsibility on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Act in compliance with second proviso to Section 135(5) of the Act. Accordingly, reporting on the Paragraph 3(xx)(a) of the Order is not applicable to the Company; and

(b) There are no unspent amounts towards Corporate Social Responsibility ongoing projects requiring a transfer to a Special account in compliance with the provisions of Section 135(6) of the said Act. Accordingly, reporting on the Paragraph 3(xx)(b) of the Order is not applicable to the Company.

SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385
UDIN: 24043385BKDZVJ7703
Mumbai, May 17, 2024

Annexure 'B' to the Independent Auditor's Report

(Referred to in paragraph 2(f) of our report of even date)

Report on the Internal Financial Controls under Section 143(3)(i) of the Companies Act, 2013 (the 'Act')

We have audited the internal financial controls over financial reporting of **Centrum Capital Limited** (the 'Company'), as of 31st March, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls 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, (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, 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 ICAI.

SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Mumbai, 17th May, 2024
UDIN: 24043385BKDZVJ7703

Standalone Balance Sheet
as at March 31, 2024

(₹ in lakhs)

Particulars	Note	Year ended March 31, 2024	Year ended March 31, 2023
ASSETS			
Financial Assets			
Cash and cash equivalents	3	2,269.41	532.80
Bank balance other than cash and cash equivalents, above	4	9,112.44	4,327.45
Derivative financial instruments	5	-	70.71
Receivables			
Trade receivables	6	608.09	224.44
Loans	7	7,778.52	18,624.76
Investments	8	92,481.02	93,716.74
Other financial assets	9	147.37	141.88
		1,12,396.85	**1,17,638.78**
Non-financial assets			
Current tax assets (net)	10	809.14	344.90
Deferred tax assets (net)	11	3,890.87	3,016.66
Property, plant and equipment	12	205.68	272.17
Right-of-Use assets	13	-	98.78
Other Intangible assets	14	1.79	4.50
Other non-financial assets	15	13.76	25.14
		4,921.24	**3,762.15**
TOTAL ASSETS		**1,17,318.09**	**1,21,400.93**
LIABILITIES AND EQUITY			
Liabilities			
Financial liabilities			
Derivative financial instruments	16	26,135.22	24,402.75
Payables	17		
Trade payables			
(i) Total outstanding dues of micro and small enterprises		-	-
(ii) Total outstanding dues of creditors other than micro and small enterprises		175.92	68.24
Other payables			
(i) Total outstanding dues of micro and small enterprises		-	-
(ii) Total outstanding dues of creditors other than micro and small enterprises		2,680.50	4,680.50
Debt securities	18	30,569.55	30,615.80
Borrowings (other than Debt securities)	19	1,354.98	7,983.64
Other financial liabilities	20	15,949.30	8,494.78
Non-financial liabilities			
Provisions	21	71.84	75.37
Other non-financial liabilities	22	1,034.18	969.87
		77,971.49	**77,290.97**
Equity			
Equity share capital	23	4,160.33	4,160.33
Other equity	24	35,186.27	39,949.64
		39,346.60	**44,109.97**
TOTAL LIABILITIES AND EQUITY		**1,17,318.09**	**1,21,400.93**

The accompanying notes form an integral part of the standalone financial statements. 1 -50

As per our report attached
SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

For and on behalf of Board of Directors of
Centrum Capital Limited

Edwin Paul Augustine
Partner
Membership No. 043385

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Place : Mumbai
Date : May 17, 2024

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

Standalone of Profit and Loss

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Note	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations			
Sales of services	25	4,950.05	2,090.39
Net gain on fair value changes	26	371.95	-
Other operating income		400.00	500.00
Total revenue from operations		**5,722.00**	**2,590.38**
Other income	27	3,964.84	3,224.89
Total Income		**9,686.84**	**5,815.27**
Expenses			
Finance costs	28	9,516.85	7,127.40
Net loss on fair value changes	26	-	1,634.88
Impairment on financial instruments	29	60.32	105.93
Employee benefits expenses	30	2,869.76	3,270.50
Depreciation, amortisation and impairment	31	167.82	170.12
Other expenses	32	2,215.15	1,294.23
Total Expenses		**14,829.90**	**13,603.06**
Profit/(Loss) before exceptional items and tax		(5,143.06)	(7,787.79)
Exceptional items (refer note)		(955.53)	-
Profit/(Loss) before tax		**(6,098.59)**	**(7,787.79)**
Tax expense/ (credit)			
- Current tax (refer note)	33	4.18	0.13
- Deferred tax charge/ (credit)	33	(873.67)	(431.50)
- Tax adjustments of earlier years	33	(95.51)	(118.93)
Total Tax Expenses		**(965.00)**	**(550.30)**
Profit/(Loss) for the year		**(5,133.59)**	**(7,237.49)**
Other Comprehensive Income (OCI)			
i. Items that will not be reclassified to profit or loss			
(a) Change in fair value of equity instruments designated at fair value through OCI		-	-
(b) Remeasurement of defined benefit plans		(2.09)	0.26
(c) Income tax relating to items that will not be reclassified to profit or loss		0.54	(0.07)
ii. Items that will be reclassified to profit or loss		**-**	**-**
Total Other Comprehensive Income/ (Expenses)		(1.55)	0.19
Total Comprehensive Income/ (Loss) for the year		**(5,135.14)**	**(7,237.30)**
Earnings per equity share [Face Value ₹ 1 (Previous year : ₹ 1)]	34		
Basic and diluted earning per share		**(1.23)**	**(1.74)**

The accompanying notes form an integral part of the standalone financial statements. 1 -50

As per our report attached
SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Place : Mumbai
Date : May 17, 2024

For and on behalf of Board of Directors of
Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

Standalone Statement of Cash Flows

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
A. Cash flows from Operating Activities:		
Profit/(Loss) before tax	(6,098.59)	(7,787.79)
Adjustments for:		
Depreciation and amortisation expense	167.82	170.12
Loss on sale of property, plant and equipment	1.23	10.11
Gain on modification of Right-to-Use assets/sub-lease and others	(3.32)	43.51
Net gain on fair value changes	(371.95)	1,612.51
Loss on sale of investments	955.53	-
Interest income	(2,494.44)	(1,833.35)
Employees stock options	68.54	240.31
Dividend income on investments	-	(9.84)
Impairment on financial instruments	60.32	105.93
Guarantee income	(21.26)	(31.54)
Finance costs	9,516.85	7,127.40
Operating profit before working capital changes	**1,780.72**	**(352.63)**
Adjustments for :		
Decrease/(Increase) in Trade receivables	(470.77)	8.74
Decrease/(Increase) in Loans	10,869.20	(12,976.83)
Decrease/(Increase) in Other financial assets	(1.65)	(270.71)
Decrease/(Increase) in Other non-financial assets	11.38	(1.01)
Decrease/(Increase) in Derivative financial instruments (net)	89.69	426.39
Decrease/(Increase) in Trade and Other payables	(1,892.32)	(2,061.65)
Decrease/(Increase) in Other financial and Non financial liabilities	64.29	1,207.28
Decrease/(Increase) in Provisions	(5.60)	29.47
Cash generated from operations	**10,444.94**	**(13,990.96)**
Direct taxes paid (net of refunds)	(372.90)	464.00
Net cash (used in) / generated from operating activities	**10,072.04**	**(13,526.96)**
B. Cash flows from Investing Activities:		
Purchase of Property, plant and equipment	(4.04)	(42.22)
Proceeds from sale of Property, plant and equipment	2.96	4.19
Sale/(Purchase) of investments (net)*	684.32	-
Redemption of Preference shares of subsidiary	374.58	-
Investment in Subsidiaries	(1,542.78)	-
Sale of Investment in subsidiaries	215.05	-
Investment in Bank Fixed deposits	(4,784.99)	(2,500.00)
Proceeds from sale of Bonds	-	1,241.43
Proceeds from withdrawal of capital from Subsidiary LLP	-	20.00
Proceeds from subsidiary - ESOP	608.13	-
Proceeds from redemption of Mutual funds	-	6.41
Sale of Treasury shares	338.00	87.50
Investment/Redemption - Units	287.43	(46.78)
Interest received	2,494.44	1,840.96
Dividend on Investments	-	9.84
Net cash (used in) / generated from investing activities	**(1,326.89)**	**621.33**

Standalone Statement of Cash Flows
for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
C. Cash flows from Financing Activities:		
Proceeds/(Repayment) of Debt securities (net)*	(50.00)	9,777.86
Proceeds/(Repayment) of Borrowings (other than Debt securities) (net)*	(6,514.93)	4,931.82
Payment of lease liabilities	(120.00)	(120.00)
Finance costs	(323.62)	(3,177.25)
Net cash generated from / (used in) financing activities	**(7,008.55)**	**11,412.44**
Net increase/(decrease) in cash and cash equivalents	**1,736.61**	**(1,493.19)**
Cash and cash equivalents as at the beginning of the year (refer Note below)	532.80	2,025.99
Cash and cash equivalents as at the end of the year (refer Note below)	2,269.41	532.80

(*Net figures have been reported on account of volume of transactions)

[The disclosures relating to changes in liabilities arising from financing activities (refer Note 39).]

Notes :

1. The above standalone statement of cash flows have been prepared under the 'Indirect method' as set out in Indian Accounting Standard (Ind AS) 7, Statement of Cash Flows.
2. Figures for the previous year have been regrouped wherever necessary.
3. Components of cash and cash equivalents

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Cash and cash equivalents at the end of the year		
i) Cash on hand	7.97	7.93
ii) Balances with banks (of the nature of cash and cash equivalents)	2,261.44	524.87
iii) Bank deposit with original maturity less than three months	-	-
Total	**2,269.41**	**532.80**

As per our report attached
SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Place : Mumbai
Date : May 17, 2024

For and on behalf of Board of Directors of
Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

Standalone Statement of Changes in Equity

for the year ended March 31, 2024

A. Equity share capital

(₹ in lakhs)

Particulars	For the year ended March 31, 2024				
	Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
Issued, subscribed and paid-up (Equity shares of face value ₹ 1 each)	4,160.33	-	-	-	4,160.33

(₹ in lakhs)

Particulars	For the year ended March 31, 2023				
	Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
Issued, subscribed and paid-up (Equity shares of face value ₹ 1 each)	4,160.33	-	-	-	4,160.33

Standalone Statement of Changes in Equity

for the year ended March 31, 2024

B. Other equity

(₹ in lakhs)

Particulars	Reserves and Surplus									Equity Instruments through Other Comprehensive Income/ (Expense)	Total Other equity
	Capital reserves	Securities premium	Debenture redemption reserve	Treasury shares - Centrum Capital Limited	ESOP Trust reserve	Share option outstanding account	General reserve	Retained earnings from CML	Retained earnings		
As at April 01, 2022	0.00	14,477.74	-	(2,310.54)	2,365.00	662.10	3,797.65	311.04	27,174.35	(91.40)	46,385.95
Profit/(Loss) for the year	-	-	-	-	2.52	-	-	-	(7,240.01)	-	(7,237.49)
Other Comprehensive Income/ (loss), net of tax	-	-	-	-	-	-	-	-	0.19	-	0.19
Total Comprehensive Income/ (loss) for the year	**-**	**-**	**-**	**-**	**2.52**	**-**	**-**	**-**	**(7,239.82)**	**-**	**(7,237.30)**
Dividend paid on equity shares (Including tax thereon)	-	-	-	-	-	-	-	-	-	-	-
Share-based Payment	-	-	-	-	-	713.49	-	-	-	-	713.49
Transfers to General Reserve	-	-	-	-	-	(368.09)	368.09	-	-	-	-
Sale of Treasury shares	-	-	-	87.50	-	-	-	-	-	-	87.50
Balance as at March 31, 2023	**0.00**	**14,477.74**	**-**	**(2,223.04)**	**2,367.52**	**1,007.50**	**4,165.74**	**311.04**	**19,934.53**	**(91.40)**	**39,949.64**
Profit/(Loss) for the year	-	-	-	-	14.66	-	-		(5,148.25)	-	(5,133.59)
Other Comprehensive Income/ (loss), net of tax	-	-	-	-	-	-	-		(1.55)	-	(1.55)
Total Comprehensive Income/ (loss) for the year	**-**	**-**	**-**	**-**	**14.66**	**-**	**-**	**-**	**(5,149.80)**	**-**	**(5,135.14)**
Dividend paid on equity shares (Including tax thereon)	-	-	-	-	-	-	-	-	-	-	-
Share-based Payment	-	-	-	-	-	203.50	-	-	-	-	203.50
Employee share options - Forfeiture of ESOS	-	-	-	-	-	(169.72)	-	-	-	-	(169.72)
Transfers to General Reserve	-	-	-	-	-	(124.29)	124.29	-	-	-	-
Sale of Treasury shares	-	-	-	338.00	-	-	-	-	-	-	338.00
Balance as at March 31, 2024	**0.00**	**14,477.74**	**-**	**(1,885.04)**	**2,382.18**	**916.98**	**4,290.03**	**311.04**	**14,784.73**	**(91.40)**	**35,186.27**

As per our report attached
SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Place : Mumbai
Date : May 17, 2024

For and on behalf of Board of Directors of
Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

1. Corporate information

Centrum Capital Limited (the 'Company') is a Public Company engaged in Investment Banking and a SEBI Registered Category-I Merchant Banker. The address of its registered office and principal activities of the Company are disclosed in the introduction to the Annual Report. The Equity shares of the Company are listed on BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') . The Company offers a complete gamut of financial services in the areas of equity capital market, private equity, corporate finance, project finance, stressed asset resolution.

The standalone financial statements are approved for issue by the Company's Board of Directors on May 17, 2024

2. Material Accounting Policies

2.1 Basis of preparation of financial statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the 'Act') read with the Companies (Indian Accounting Standards) Rules, 2015, (as amended from time to time) and the presentation requirements of Schedule III to the act, as amended by the Companies (Accounts) Amendment Rules, 2021 and made effective from April 01, 2021. As stated in the above notification, the Company has made the disclosures specified in the Schedule III to the Act, to the extent those disclosures are applicable and reportable.

These standalone financial statements have been prepared on a historical cost basis, except for derivative financial instruments and other financial assets held for trading, which have been measured at fair value.

The Balance sheet and the Statement of profit and loss are prepared and presented in the format prescribed in the Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7, Statement of Cash Flows.

All amounts disclosed in the financial statements and notes are presented in lakhs and have been rounded off to two decimal as per the requirement of Division III of Schedule III to the Act, unless otherwise stated.

2.2 Presentation of financial statements

The Company presents its balance sheet in order of liquidity in compliance with the Division III of the Schedule III to the Act. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non—current) is presented in Note 38.

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

- The normal course of business
- The event of default
- The event of insolvency or bankruptcy of the company and or its counterparties

2.3 Accounting judgments, assumptions and use of estimates

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities, the accompanying disclosures including the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances existing when the financial statements were prepared. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised in the year in which the estimates are revised and in any future year affected

Critical judgements in applying accounting policies

The following are the critical judgements, apart from those involving estimations, that the management has made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the standalone financial statements.

- **Fair value measurement of financial instruments**

  Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/judgments about these factors could affect the reported fair value of financial instruments.

- **Impairment of financial assets using the expected credit loss method**

  The impairment provisions for financial assets are based on assumptions about risk of default, expected loss rates and loss given defaults. The Company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market conditions as well as forward looking estimates at the end of each reporting period.

- **Business model assessment**

  Classification and measurement of financial assets depends on the results of the Solely for payment of principal and interest (SPPI) test and the business model test The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgment used by the Company in determining the business model including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed. The Company monitors financial assets that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held.

- **Income taxes**

  Significant judgments are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

- **Provisions and contingencies**

  Provisions and contingencies are recognized when they become probable and when there will be a future outflow of funds resulting from past operations or events and the outflow of resources can be reliably estimated. The timing of recognition and quantification of the provision and liability requires the application of judgement to existing facts and circumstances, which are subject to change.

- **Employee stock option scheme (ESOP)**

  The Company measures the cost of equity-settled transactions with employees using Black-Scholes Model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

Key source of assumptions and estimates

The key assumptions concerning the future and other key sources of estimating uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when financial statements are prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

- **Retirement and other employee benefits**

  The cost of the gratuity and long-term employee benefits and the present value of its obligations are determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the future salary increases, attrition rate, mortality rates and discount rate. Due to the complexities involved in the valuation and its long-term nature, the obligation is highly sensitive to changes in

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

these assumptions. All assumptions are reviewed at each reporting date.

Future salary increases are based on expected future inflation rates for India. The attrition rate represents the Company's expected experience of employee turnover. The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Discount rate is based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities.

Further details about gratuity and long term employee benefits obligations are provided in Note 35.

- **Useful lives of property, plant and equipment:**

  The Company reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of assets.

- **Effective interest rate**

  The effective interest rate is the rate that discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of a financial (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments and other fee income/expense that are integral parts of the instrument.

- **Investment in associates/joint ventures**

  An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decision of the investee, but it's not control over those policies. The Company's interest in its associates is accounted for using the equity method from the date on which the investee becomes an associate.

- **Business combination**

  Business combinations are accounted for using the acquisition method. The acquisition date is the date on which control is transferred to the acquirer. The consideration transferred in a business combination comprises the fair values of the assets transferred, liabilities incurred to the former owners of the acquired business, equity interests issued by the Company and fair value of any assets or liabilities resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured at their fair values. However, certain assets and liabilities, i.e., deferred tax assets or liabilities, assets or liabilities related to employee benefits arrangements, liabilities or equity instruments related to share-based payment arrangements and assets or disposal groups that are classified as held for sale, acquired or assumed in a business combination are measured as per the applicable Ind AS.

The Company recognises any non-controlling interest in the acquired entity on an acquisition by acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

The excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquired entity and the acquisition date fair value of any previous equity interest in the acquired entity over the acquisition-date fair value of the net identifiable assets acquired is recognised as goodwill. Any gain on a bargain purchase is recognised is in Other comprehensive income and accumulated in equity as Capital reserve if there exists clear evidence of the underlying reasons for classifying the business combination as resulting in a bargain purchase, otherwise the gain is recognised directly in equity as Capital Reserve.

Goodwill represents excess of the cost of portfolio acquisition over the net fair value of the identifiable assets and liabilities. Goodwill paid on acquisition of portfolio is included in intangible assets. Goodwill recognised is tested for impairment annually and when there are indications that the carrying amount may exceed the recoverable amount.

Goodwill on acquisitions of subsidiaries is shown as separate line item in financial statements. These Goodwill is not amortised, but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired and

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not re-measured subsequently and settlement is accounted for within equity. Other contingent consideration is re-measured at fair value at each reporting date and changes in the fair value of contingent consideration are recognised in profit or loss.

When a business combination is achieved in stages, any previously held equity interest in the acquiree is re-measured at its acquisition-date fair value and the resulting gain or loss, if any, is recognised in the Consolidated Statement of Profit and Loss or Other Comprehensive Income, as appropriate.

Where it is not possible to complete the determination of fair values by the end of the reporting period in which the combination occurs, a provisional assessment of fair values is made and any adjustments required to those provisional values, and the corresponding adjustments to goodwill, are finalised within 12 months of the acquisition date.

Common control business combinations includes transactions, such as transfer of subsidiaries or businesses, between entitles within a Company. Company has accounted all such transactions based on pooling of interest method, which is as below:-

- The assets and liabilities of the combining entities are reflected at their carrying amounts
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities.
- The financial information in the financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination.

The identity of the reserves shall be preserved and shall appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor. The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor shall be transferred to capital reserve.

2.4 Other accounting policies (refer related notes to the standalone financial statements)

a. Property, plant and equipment (PPE) [refer note 12]

PPE are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent costs incurred on an item of PPE is recognised in the carrying amount thereof when those costs meet the recognition criteria as mentioned above. Repairs and maintenance are recognised in profit or loss as incurred. Borrowing costs relating to acquisition of PPE which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of profit and loss when the asset is derecognized.

Depreciation on PPE is provided on straight line method over the useful lives of assets as prescribed in Schedule II of the Act, except for leasehold improvements. Leasehold improvements are amortised over a period of lease or useful life, whichever is less. The residual values, useful lives and method of depreciation of PPE are reviewed at each financial year end and adjusted prospectively, if appropriate.

Particulars	Estimated useful life specified under Schedule II of the Act.
Building	60 years
Furniture and fixtures	10 years
Vehicles	8 years
Office equipment	5 years
Computer - end user devices, such as desktops, laptops etc.	3 years

b. Intangible assets [refer note 14]

Intangible assets are recorded at the consideration paid for the acquisition of such assets and are carried at cost less accumulated amortisation and

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

impairment losses, if any. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Intangible assets are amortised on straight line basis over the estimated useful life. The useful lives and method of depreciation of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal value and the carrying amount of the asset and are recognized in the Statement of profit and loss when the asset is derecognized.

The Company capitalises computer software and related implementation cost where it is reasonably estimated that the software has an enduring useful life. Software including operating system licenses are amortized over their estimated useful life of 6– 9 years.

c. Impairment of non-financial assets [refer note 29]

As at the end of each accounting year, the Company reviews the carrying amounts of its PPE and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If such indication exists, the PPE and intangible assets are tested for impairment so as to determine the impairment loss, if any.

Impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, such deficit is recognised immediately in the Statement of profit and loss as impairment loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. For this purpose, the impairment loss recognized in respect of a cash generating unit is allocated to reduce the carrying amount of the assets of the cash generating unit on a pro-rata basis.

d. Revenue from operations [refer note 25]

Revenue is measured at transaction price i.e. the amount of consideration to which the Company expects to be entitled in exchange for transferring promised services to the customer, excluding amounts collected on behalf of third parties. The Company consider the terms of the contract and its customary business practices to determine the transaction price. Where the consideration promised is variable, the Company excludes the estimates of variable consideration that are constrained. The company applies five-step model for the recognition of revenue.

The Company recognises revenue from the following sources:

Fee income including fees for Advisory, Syndication and other allied services. The right to receive fees is based on milestones defined in accordance with the terms of the contracts entered into between the Company and counterparties which also defines its performance obligation. Fee income are accounted for on an accrual basis.

e Recognition of Interest and dividend income [refer note 27]

Interest income

Under Ind AS 109, Financial Instruments, interest income is recorded using the Effective Interest Rate (EIR) method for all financial instruments measured at amortised cost. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset.

The calculation of the EIR includes all transaction cost and fees that are incremental and directly attributable to the acquisition of a financial asset.

The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortized cost of the financial asset before adjusting for any expected credit loss allowance). For credit-impaired financial assets the interest income is calculated by applying the EIR to the amortized cost of the credit-impaired financial assets (i.e. the gross carrying amount less the allowance for expected credit losses (ECLs)). The Company assesses the collectability of the interest on credit impaired assets at each reporting date. Based on

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

the outcome of such assessment, the Interest income accrued on credit impaired financial assets are either accounted for as income or written off.

Dividend income

Dividend income is recognised in profit or loss when the Company's right to receive payment of the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity, and the amount of the dividend can be measured reliably.

f. Leases [refer note 19 and 40]

The Company as a lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

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

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

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

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

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

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

The Company as a lessor

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the RoU asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

g. Financial instruments [refer note 16]

Date of recognition

Financial assets and financial liabilities, with the exception of borrowings are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument. This includes regular trades, purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention. The Company recognises borrowings when funds are received by the Company.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

Initial measurement of financial instruments

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Classification and subsequent measurement of financial instruments

(i) Financial assets :

The Company subsequently classifies all of its debt financial assets based on the business model for managing the assets and the asset's contractual terms, measured at either:

Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset gives rise to cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding. The changes in carrying value of such financial asset is recognised in profit and loss account.

Financial assets at fair value through other comprehensive income (FVOCI)

A financial asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise to cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding. The changes in fair value of such financial asset is recognised in Other Comprehensive Income.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL. The Company measures all financial assets classified as FVTPL at fair value at each reporting date. The changes in fair value of such financial asset is recognised in Profit and loss account.

Amortised cost and Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

For financial instruments the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. On the other hand, the gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Financial assets held for trading

The Company classifies financial assets as held for trading when they have been acquired primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is pattern of short-term profit. Held-for-trading assets and liabilities are recorded and measured in the balance sheet at fair value.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

Investment in equity instruments of subsidiary, associates and joint ventures

The Company measures all equity investments in subsidiaries and associates at cost as permitted under Ind AS 27, Separate Financial statements subject to impairment, if any.

Other equity instruments

The Company subsequently measures all other equity investments at fair value through profit or loss, unless the management has elected to classify irrevocably some of its equity investments as equity instruments at FVOCI, when such instruments meet the definition of Equity under Ind AS 32, Financial Instruments: Presentation and are not held for trading. Such classification is determined on an instrument-by-instrument basis.

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends are recognised in profit or loss as dividend income when the right of the payment has been established, except when the benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI.

Impairment of financial assets

The Company records allowance for expected credit losses for all amortised cost financial assets and financial guarantee contracts, in this section all referred to as 'financial instruments'. Equity instruments are not subject to impairment under Ind AS 109,Financial Instruments.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on portfolio of its receivables. The provision matrix is based on its historically observed default rates over the expected life of the receivables.

For all other financial instruments, the Company recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the reporting date or an actual default occurring.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate. The Company recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

The method and significant judgments used while computing the expected credit losses and information about the exposure at default, probability of default and loss given default have been set out in Note 44.

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards Of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

asset to the extent of the company's continuing involvement. In that case, the Company also recognizes an associated liability, the transferred asset and the associated liability are measured on the basis that reflects the rights and obligations that the Company has returned.

(ii) Financial liabilities and equity :

Financial instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company entity are recognised at the proceeds received, net of direct issue costs.

All financial liabilities are measured at amortised cost except for financial guarantees and derivative financial liabilities.

Debt securities and other borrowed funds

After initial measurement, debt issued and other borrowed funds are subsequently measured at amortised cost. Amortised cost is calculated by taking into account any discount or premium on issue funds, and costs that are an integral part of the EIR.

Financial guarantee:

Financial guarantees are contracts that requires the Company to make specified payments to the holders to make good the losses incurred arising from default in performance obligation by the borrower.

Financial guarantee issued or commitments to provide a loan at below market interest rate are initially measured at fair value and the initial fair value is amortised over the life of the guarantee or the commitment. Subsequently they are measured at higher of this amortised amount and the amount of loss allowance.

Derivative contracts (Derivative assets/ Derivative liability)

The Company enters into a variety of derivative financial contracts to manage its exposure to market risks including futures and options contracts.

Derivatives are initially recognised at fair value and are subsequently re-measured at fair value through profit or loss. The resulting gain or loss is recognised in profit or loss immediately.

Embedded derivatives

The embedded derivatives are treated as separate derivatives when:

- their economic characteristics and risks are not closely related to those of the host contract;
- a separate instrument with the same terms would meet the definition of a derivative; and
- a hybrid instrument is not measured at fair value.

An embedded derivative is a component of a hybrid (combined) instrument that also includes a non-derivative host contract, with the effect that some of the cash flows of the combined instrument vary in a way similar to a standalone derivative. An embedded derivative causes some or all of the cash flows that otherwise would be required by the contract to be modified according to an index of prices or rates or other variable. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss.

These embedded derivatives are separately accounted for at fair value, with changes in fair value recognised in the statement of profit or loss unless the Company chooses to designate the hybrid contracts at fair value through profit or loss.

Treasury Shares

The Company is a sponsor to trust namely Centrum ESPS Trust. These trust have been formed

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

exclusively to provide benefits to employees of the Company and its subsidiaries. These trust have been treated as an extension of the Company for the purpose of these financial statements. Accordingly, the equity shares of the Company held by these trust have been treated as treasury shares. The amount paid for the treasury shares is deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of treasury shares.

Derecognition of financial liabilities

The Financial liabilities are derecognised when they are extinguished i.e. when the obligation specified in the contract is discharged, cancelled or expired. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid, including modified contractual cash flow recognised as new financial liability, would be recognised in profit or loss.

Reclassification of financial assets and financial liabilities

The Company does not reclassify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line. Financial liabilities are never reclassified.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Write-off policy

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery.

h. Fair value measurement [refer note 41]

The Company measures financial instruments, such as investments and derivatives at fair values at each Balance Sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company.

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

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

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

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

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

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement are derived from directly or indirectly observable market data available.

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

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

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

At each reporting date, management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

i. Cash and cash equivalents [refer note 3]

Cash and cash equivalents comprise cash at bank and on hand, short-term deposits and highly liquid investments with an original maturity of three months or less, which are readily convertible in cash and subject to insignificant risk of change in value. Bank overdrafts are shown within borrowings in other financial liabilities in the balance sheet.

j. Borrowing costs [refer note 28]

Borrowing costs include interest expense calculated using the effective interest method. Borrowing costs net of any investment income from the temporary investment of related borrowings that are attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

k. Foreign exchange transactions and translations [refer note 32]

Initial recognition

Transactions in foreign currencies are recognized at the prevailing exchange rates between the reporting currency and a foreign currency on the transaction date.

Conversion

Transactions in foreign currencies are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in Statement of profit and loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the Statement of profit and loss on a net basis.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. Thus, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognized in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognized in other comprehensive income.

Non-monetary items that are measured at historical cost in foreign currency are not retranslated at reporting date.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

l. Retirement and other employee benefits [refer note 30 and 35]

Retirement benefits in the form of Provident Fund are a defined contribution scheme and the contributions are charged to the Statement of Profit and Loss of the year when the contribution to the fund is due. There are no other obligations other than the contribution payable to the fund.

(i) Under Payment of Gratuity Act,1972 'Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit Method made at the end of the financial year. The Company makes contribution to a scheme administered by the Life Insurance Corporation of India ("LIC") to discharge the gratuity liability to employees. The Company records its gratuity liability based on an actuarial valuation made by an independent actuary as at year end. Contribution made to the LIC fund and provision made for the funded amounts are expensed in the books of accounts.

(ii) Long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per Projected Unit Credit Method.

(iii) Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Remeasurements are not reclassified to profit or loss in subsequent period.

m. Income tax [refer note 33]

The income tax expense or credit for the period is the tax payable on the current period's taxable income based in accordance with the Income Tax Act, 1961 adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current tax

The current income tax charge is calculated based on the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate based on amounts expected to be paid to the tax authorities.

Deferred tax

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Balance Sheet and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax assets are also recognised with respect to carry forward of unused tax losses and unused tax credits (including Minimum Alternative Tax credit) to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

It is probable that taxable profit will be available against which a deductible temporary difference, unused tax loss or unused tax credit can be utilised when there are sufficient taxable temporary differences which are expected to reverse in the period of reversal of deductible temporary difference or in periods in which a tax loss can be carried forward or back. When this is not the case, deferred tax asset is recognised to the extent it is probable that:

- the entity will have sufficient taxable profit in the same period as reversal of deductible temporary difference or periods in which a tax loss can be carried forward or back; or
- tax planning opportunities are available that will create taxable profit in appropriate periods.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the Balance Sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities, and when they relate to income taxes levied by the same taxation authority, and the Company intends to settle its current tax assets and liabilities on a net basis.

Minimum alternate tax (MAT)

MAT paid in a year is charged to the statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the concerned company will pay normal income tax and thereby utilising MAT credit during the specified period, i.e., the period for which MAT credit is allowed to be carried forward and utilised. In the year in which the company recognises MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax asset.The company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

n. Provisions, Contingent liabilities and Contingent assets [refer note 21 and 36]

A provision is recognized when an enterprise has a present obligation (legal or constructive) as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets are neither recognized nor disclosed in the Financial Statements.

o. Earnings per share [refer note 34]

Basic earnings per share is computed by dividing the net profit after tax attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding for the year.

Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the year. Diluted earnings per share is computed by dividing the net profit after tax attributable to the equity shareholders for the year by weighted average number of equity shares considered for deriving basic earnings per share and weighted average number of equity shares

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

that could have been issued upon conversion of all potential equity shares.

p. Employee stock option scheme (ESOP) [refer note 42]

Equity-settled share-based payments to employees and others providing similar services that are granted by the ultimate parent Company are measured by reference to the fair value of the equity instruments at the grant date. The fair value determined at the grant date of the equity-settled share-based payments is expensed over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the 'Share Option Outstanding Account' under other Equity. In cases where the share options granted vest in instalments over the vesting period, the Company treats each instalments as a separate grant, because each instalment has a vesting period, and hence the fair value of each instalment differs. In situation where the stock option expires unexercised, the related balance standing to the credit of the Employee Share Options Outstanding Account is transferred within equity.

q. Exceptional Items

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company is such that its separate disclosure improves the understanding of the performance of the Company is such that its separate disclosure improves the understanding of the performance of the Company, such income or expense is classified as an exceptional item and accordingly, disclosed separately in the notes accompanying to the financial statements.

r. Statement of cash flows

Cash flows are reported using the indirect method, whereby profit or loss before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Cash and cash equivalents (including bank balances) shown in the Statement of cash flows exclude items which are not available for general use as at the date of balance sheet.

s. Segment reporting [refer note 46]

Identification of segments

Operating Segments are identified based on monitoring of operating results by the Chief Operating Decision-Maker (CODM) separately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss, and is measured consistently with profit or loss of the Company. Operating Segment is identified based on the nature of products and services, the different risks and returns, and the internal business reporting system.

Segment policies

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

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Unallocated Corporate Items include general corporate income and expenses, which are not attributable to segments.

t. Recent Accounting Policies

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31st March 2023 to amend the following Ind-AS which are effective for annual periods beginning on or after 1st April 2023. The Company has applied these amendments for the first time in the financial statements.

i) Amendments to Ind-AS 1 - disclosure of accounting policies

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the financial statements.

ii) **Amendments to Ind-AS 8 - definition of accounting estimates**

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on these financial statements.

iii) **Amendments to Ind-AS 12 - deferred tax related to assets and liabilities arising from a single transaction**

The amendments narrow the scope of the initial recognition exception under Ind-AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Company has previously recognized deferred tax on leases on a net basis. As a result of these amendments, the Company has recognized a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since these balances qualify for offset as per the requirements of paragraph 74 of Ind-AS 12, there is no impact on the balance sheet. There was also no impact on the opening retained earnings as at 1st April 2022.

iv) **New standards and amendments issued but not effective**

There are no such standards which are notified but not yet effective.

v) The other amendments to Ind-AS notified by these rules are primarily in the nature of clarifications.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 3 : CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on hand	7.97	7.93
Balances with banks		
In current accounts	2,261.44	524.87
Total	**2,269.41**	**532.80**

NOTE 4 : BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS ABOVE

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Earmarked balances with banks		
Unpaid dividend accounts	4.26	4.26
Balances with banks		
In term deposits	9,108.18	4,323.19
Total	**9,112.44**	**4,327.45**

NOTE 5 : DERIVATIVE FINANCIAL INSTRUMENTS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Index derivatives	-	70.71
Total	**-**	**70.71**

Notes : The Company enters into derivatives for risk management purposes. Derivatives held for risk management purposes include hedges that either meet the hedge accounting requirements or hedges that are economic hedges, but the Company has elected not to apply hedge accounting requirements.

The table below shows the fair values of derivative financial instruments recorded as assets together with their notional amounts.The notional amounts indicate the value of transactions outstanding at the year end and are not indicative of either the market risk or credit risk.

(₹ in lakhs)

Particulars	As at March 31,2024		As at March 31,2023	
	Notional Amounts	Fair Value Assets	Notional Amounts	Fair Value Assets
Index derivatives	-	-	52.01	70.71
Total	**-**	**-**	**52.01**	**70.71**

Hedging activities and derivatives :

The Company is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk and interest rate risk. The Company's risk management strategy and how it is applied to manage risk are explained in Note 44.

Derivatives designated as hedging instruments :

The Company has not designated any derivatives as hedging instruments.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 6 : TRADE RECEIVABLES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Trade receivables		
(i) Considered good - Secured	-	-
(ii) Considered good - Unsecured	658.12	238.74
Less: Allowance for expected credit loss	50.03	14.30
(iii) Credit impaired	411.44	360.05
Less: Allowance for expected credit loss	411.44	360.05
Total	**608.09**	**224.44**

NOTE 6(i) : TRADE RECEIVABLES

Neither trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person, nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member. Trade receivables are non-interest bearing and are generally on terms of 30 days.

Trade receivables days past due:

(₹ in lakhs)

Particulars	Current	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
ECL rate		**5.24%**	**33.37%**	**100.00%**	**100.00%**	**100.00%**	
March 31, 2024	Undisputed Trade Receivables - considered good	602.87	55.26	-	-	-	658.13
	Undisputed Trade Receivables - Credit Impaired	-	-	95.47	43.84	272.13	411.44
	Gross carrying amount	602.87	55.26	95.47	43.84	272.13	1,069.56
	ECL-Life time ECL Simplified approach	(31.59)	(18.44)	(95.47)	(43.84)	(272.13)	(461.47)
	Net carrying amount	**571.28**	**36.82**	**-**	**-**	**-**	**608.09**
ECL rate		**4.98%**	**16.92%**	**100.00%**	**100.00%**	**100.00%**	
March 31, 2023	Undisputed Trade Receivables - considered good	218.70	20.03	-	-	-	238.73
	Undisputed Trade Receivables - Credit Impaired	-	-	87.92	61.58	210.55	360.05
	Gross carrying amount	218.70	20.03	87.92	61.58	210.55	598.77
	ECL-Life time ECL Simplified approach	(10.89)	(3.39)	(87.92)	(61.58)	(210.55)	(374.33)
	Net carrying amount	**207.81**	**16.64**	**-**	**-**	**-**	**224.44**

Reconciliation of impairment allowance on trade receivables :

(₹ in lakhs)

Particulars	Amount
Impairment allowance measured as per simplified approach	
Impairment allowance as at April 01, 2022	**306.91**
Add: Changes in allowances due to	
Net re-measurement of loss allowances	67.42
Impairment allowance as at March 31, 2023	**374.33**
Add: Changes in allowances due to	
Net re-measurement of loss allowances	87.14
Impairment allowance as at March 31, 2024	**461.47**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 7 : LOANS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
A) Loans at amortised cost		
Loans to related parties (Including interest accrued)	7,795.00	18,664.21
Other loans and advances	2.82	3.30
Total (A) (Gross)	**7,797.82**	**18,667.51**
Less: Impairment loss allowance	19.30	42.74
Total (A) (Net)	**7,778.52**	**18,624.76**
B) (i) Secured by tangible assets	-	-
(ii) Secured by intangible assets	-	-
(iii) Covered by bank/government guarantees	-	-
(iv) Unsecured	7,797.82	18,667.51
Total (B) (Gross)	**7,797.82**	**18,667.51**
Less: Impairment loss allowance	19.30	42.74
Total (B) (Net)	**7,778.52**	**18,624.76**
C) (i) Loans in India		
- Public sector	-	-
- Others	7,797.82	18,667.51
Total (C) (Gross)	**7,797.82**	**18,667.51**
Less: Impairment loss allowance	19.30	42.74
Total [C (i)] (Net)	**7,778.52**	**18,624.76**
(ii) Loans outside India	-	-
Less: Impairment loss allowance	-	-
Total [C (ii)] (Net)	**-**	**-**
Total [C (i)+(ii)] (Net)	**7,778.52**	**18,624.76**
Type of Borrower		
Loans to related parties : Subsidiaries		
Amount of loan or advance in the nature of loan outstanding	7,778.52	18,624.76
Percentage to total loan or advance in the nature of loan outstanding	100.00%	100.00%
No loan are measured at FVTPL and FVOCI		

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 8 : INVESTMENTS

(₹ in lakhs)

Particulars	As at March 31, 2024						As at March 31, 2023					
	Amortised Cost	At Fair Value			Others (at cost)	Total	Amortised Cost	At Fair Value			Others (at cost)	Total
		Through OCI	Through profit or loss	Sub-total				Through OCI	Through profit or loss	Sub-total		
(a) Equity Instruments												
- Subsidiaries	-	-	-	-	91,741.17	91,741.17	-	-	-	-	90,483.57	90,483.57
- Others	-	-	134.24	134.24	-	134.24	-	-	681.05	681.05	-	681.05
(b) Debt securities	-	-	-	-	-	-	-	-	1,512.16	1,512.16	-	1,512.16
(c) Preference shares	-	-	61.27	61.27	-	61.27	-	-	424.56	424.56	-	424.56
(d) Units of private equity	-	-	1,416.01	1,416.01	-	1,416.01	-	-	1,487.07	1,487.07	-	1,487.07
Total Gross (A)	**-**	**-**	**1,611.52**	**1,611.52**	**91,741.17**	**93,352.69**	**-**	**-**	**4,104.84**	**4,104.84**	**90,483.57**	**94,588.41**
Investments outside India	-	-	-	-	-	-	-	-	-	-	1,160.05	1,160.05
Investments in India	-	-	1,611.52	1,611.52	91,741.17	93,352.69		-	4,104.84	4,104.84	89,323.52	93,428.36
Total Gross (B)	**-**	**-**	**1,611.52**	**1,611.52**	**91,741.17**	**93,352.69**	**-**	**-**	**4,104.84**	**4,104.84**	**90,483.57**	**94,588.41**
Less : Impairment loss allowance (C)				-	871.67	871.67				-	871.67	871.67
Total Net D= (A-C)	**-**	**-**	**1,611.52**	**1,611.52**	**90,869.50**	**92,481.02**	**-**	**-**	**4,104.84**	**4,104.84**	**89,611.90**	**93,716.74**

Notes:

The Company has granted Employee Stock Options (ESOPs) to some employees of subsidiaries. To the extent, the Company has not recovered the cost of such ESOP grants, the same has been added to the carrying value of investment of these subsidiaries.

More information on valuation technologies can be found in Note 41.

The Company has received dividend ₹ NIL (March 31, 2023 ₹ 8.84 Lakhs) from its Equity instruments, recorded as dividend income.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 9 : OTHER FINANCIAL ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Security deposits	122.81	117.33
Advance for purchase of shares pending transfer	100.00	100.00
Other receivables	24.82	28.16
Less: Impairment loss allowance	100.26	103.61
Total	**147.37**	**141.88**

NOTE 10 : CURRENT TAX ASSETS (NET)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Advance Income tax	809.14	344.90
[Net of provision for tax ₹ 5,798.16 Lakhs (Previous year ₹ 5,826.22 Lakhs)]		
Total	**809.14**	**344.90**

NOTE 11 : DEFERRED TAX ASSETS (NET)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
MAT Credit Entitlement (refer Note 33.3)	1,451.48	1,451.48
Deferred tax assets (net) (refer Note 33.3)	2,439.39	1,565.18
Total	**3,890.87**	**3,016.66**

NOTE 12 : PROPERTY, PLANT AND EQUIPMENT **

(₹ in lakhs)

Particulars	Leasehold improvement	Building*	Furniture and fixtures	Vehicles	Office equipment	Computers hardware	Air conditioners	Total
Gross block- at cost								
As at April 01, 2022	**-**	**7.85**	**90.92**	**414.62**	**107.32**	**36.68**	**12.78**	**670.16**
Additions during the year	-	-	-	25.15	0.36	16.71	-	42.22
Disposals/adjustments/ deductions	-	-	-	28.42	-	3.19	-	31.61
As at March 31, 2023	**-**	**7.85**	**90.92**	**411.36**	**107.68**	**50.19**	**12.78**	**680.77**
Additions during the year	-	-	-	-	-	3.34	0.70	4.04
Disposals/adjustments/ deductions	-	-		13.69	-	-	-	13.69
As at March 31, 2024	**-**	**7.85**	**90.92**	**397.66**	**107.68**	**53.54**	**13.48**	**671.12**

Notes forming part of the Standalone Financial Statements
for the year ended March 31, 2024

NOTE 12 : PROPERTY, PLANT AND EQUIPMENT (CONTD..)

(₹ in lakhs)

Particulars	Leasehold improvement	Building*	Furniture and fixtures	Vehicles	Office equipment	Computers hardware	Air conditioners	Total
Accumulated Depreciation								
As at April 01, 2022	**-**	**0.72**	**40.40**	**197.73**	**86.44**	**28.94**	**5.66**	**359.89**
Additions during the year	-	0.18	8.99	45.80	4.99	5.75	0.33	66.03
Disposals/adjustments/ deductions	-	-	-	14.31	-	3.01	-	17.32
As at March 31, 2023	**-**	**0.90**	**49.39**	**229.21**	**91.43**	**31.68**	**6.00**	**408.61**
Additions during the year	-	0.18	9.01	47.24	2.15	7.50	0.26	66.34
Disposals/adjustments/ deductions	-	-	-	9.50	-	-	-	9.50
As at March 31, 2024	**-**	**1.08**	**58.39**	**266.95**	**93.58**	**39.18**	**6.25**	**465.45**
Net Block								
As at March 31, 2023	**-**	**6.95**	**41.54**	**182.14**	**16.25**	**18.51**	**6.78**	**272.17**
As at March 31, 2024	**-**	**6.77**	**32.53**	**130.71**	**14.10**	**14.36**	**7.22**	**205.68**

* This relates to property owned by the Company and title deed is clear and is in name of the Company.

** The Company has not revalued any of its property,plant and equipment during the year.

NOTE 13 : RIGHT-OF-USE ASSETS

(₹ in lakhs)

Particulars	Office Premises	Total
Gross block- at cost		
As at April 01, 2022	**248.70**	**248.70**
Additions during the year	-	-
Disposals/adjustments/deductions	-	-
As at March 31, 2023	**248.70**	**248.70**
Additions during the year	-	-
Disposals/adjustments/deductions	248.70	248.70
As at March 31, 2024	**-**	**-**
Accumulated Depreciation		
As at April 01, 2022	**51.29**	**51.29**
For the year	98.63	98.63
Disposals/adjustments/deductions	-	-
As at March 31, 2023	**149.92**	**149.92**
For the year	98.78	98.78
Disposals/adjustments/deductions	248.70	248.70
As at March 31, 2024	**-**	**-**
Net Block		
As at March 31, 2023	**98.78**	**98.78**
As at March 31, 2024	**-**	**-**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 14: OTHER INTANGIBLE ASSETS***

(₹ in lakhs)

Particulars	Computer Software	Total
Gross block- at cost		
As at April 01, 2022	**35.32**	**35.32**
Additions during the year	-	-
Disposals/adjustments/deductions	-	-
As at March 31, 2023	**35.32**	**35.32**
Additions during the year	-	-
Disposals/adjustments/deductions	-	-
As at March 31, 2024	**35.32**	**35.32**
Accumulated Depreciation		
As at April 01, 2022	**25.36**	**25.36**
For the year	5.46	5.46
Disposals/adjustments/deductions	-	-
As at March 31, 2023	**30.82**	**30.82**
For the year	2.70	2.70
Disposals/adjustments/deductions		
As at March 31, 2024	**33.53**	**33.53**
Net block :		
As at March 31, 2023	**4.50**	**4.50**
As at March 31, 2024	**1.79**	**1.79**

*** The Company has not revalued any of its other intangible assets during the year.

NOTE 15: OTHER NON-FINANCIAL ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Prepaid expenses	13.76	25.14
Total	**13.76**	**25.14**

NOTE 16: DERIVATIVE FINANCIAL INSTRUMENTS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Embedded derivatives on redeemable market linked debentures	26,135.22	24,402.75
Total	**26,135.22**	**24,402.75**

Notes:

The Company enters into derivatives for risk management purposes. Derivatives held for risk management purposes include hedges that either meet the hedge accounting requirements or hedges that are economic hedges, but the Company has elected not to apply hedge accounting requirements.

The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts.

The notional amounts indicate the value of transactions outstanding at the year end and are not indicative of either the market risk or credit risk.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 16: DERIVATIVE FINANCIAL INSTRUMENTS (CONTD..)

(₹ in lakhs)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Notional Amounts	Fair Value - Liabilities	Notional Amounts	Fair Value - Liabilities
Embedded derivatives- market-linked debentures	Not Applicable	26,135.22	Not Applicable	24,402.75
Total	**-**	**26,135.22**	**-**	**24,402.75**

Hedging activities and derivatives :

The Company is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk and interest rate risk. The Company's risk management strategy and how it is applied to manage risk are explained in Note 44

Derivatives designated as hedging instruments :

The Company has not designated any derivatives as hedging instruments.

NOTE 17 : PAYABLES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Trade payables		
(i) Total outstanding dues of micro and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro and small enterprises	175.92	68.24
Other payables	-	-
(i) Total outstanding dues of micro and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro and small enterprises	2,680.50	4,680.50
Total	**2,856.42**	**4,748.74**

The amounts due to Micro and Small Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company. For disclosure pertaining to Micro and Small Enterprises refer Note 47).

Trade payables

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
March 31, 2024						
Undisputed MSME	-	-	-	-	-	-
Undisputed others	175.92	-	-	-	-	175.92
Total	**175.92**	**-**	**-**	**-**	**-**	**175.92**
March 31, 2023						
Undisputed MSME	-	-	-	-	-	-
Undisputed others	36.85	31.39	-	-	-	68.24
Total	**36.85**	**31.39**	**-**	**-**	**-**	**68.24**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 17 : PAYABLES (CONTD..)

Other payables

(₹ in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
March 31, 2024						
Undisputed MSME	-	-	-	-	-	-
Undisputed others	-	2,680.50	-	-	-	2,680.50
Total	**-**	**2,680.50**	**-**	**-**	**-**	**2,680.50**
March 31, 2023						
Undisputed MSME	-	-	-	-	-	-
Undisputed others	-	4,680.50	-	-	-	4,680.50
Total	**-**	**4,680.50**	**-**	**-**	**-**	**4,680.50**

No interest has been paid/ is payable by the company during the year to 'Suppliers' registered under this act. The aforementioned is based on the responses received by the company to its inquiries with suppliers with regard to applicabilities under the said Act.

Trade Payables includes Nil (Previous Year Nil) payable to "Suppliers" registered under the Micro, Small and Medium Enterprises Development Act, 2006. Interest paid by the Company during the year to " Suppliers" registered under this Act is Nil (Previous Year Nil). The aforementioned is based on the responses received by the Company to its inquiries with suppliers with regard to applicability under the said Act.

NOTE 18 : DEBT SECURITIES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
At amortised Costs		
Redeemable non-convertible market-linked debentures (Secured)		
(i) Privately Placed (Unlisted)	30,569.55	30,569.55
(ii) Privately Placed (Listed)	-	46.25
Total (A)	**30,569.55**	**30,615.80**
Debt securities in India	30,569.55	30,615.80
Debt securities outside India	-	-
Total (B)	**30,569.55**	**30,615.80**

Note : There is no debt security measured at FVTPL or designated FVTPL

Terms of repayment

(₹ in lakhs)

Redeemable at par/premium (from date of the Balance Sheet)*	Privately placed unlisted redeemable non-convertible debentures of 1 lakh each**		Privately placed listed redeemable non-convertible debentures of 1 lakh each***	
	As at March 31, 2024	As at March 31, 2023	As at March 31, 2024	As at March 31, 2023
Maturing between 48 to 60 months	-	-	-	-
Maturing between 36 to 48 months	-	2,150.37	-	-
Maturing between 24 to 36 months	2,150.37	18,543.51	-	-
Maturing between 12 to 24 months	18,543.51	9,875.67	-	-
Maturing upto within 12 months	9,875.67	-	-	46.25
Total	**30,569.55**	**30,569.55**	**-**	**46.25**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 18 : DEBT SECURITIES (CONTD..)

The Company has raised an amount of ₹ Nil (Previous year ₹ 21,232 lakhs) in multiple tranches through private placement by way of issue of Principal Protected Secured, Redeemable, Non-convertible Market Linked Debentures bearing a face value of ₹ 1,00,000 each are fully secured by a first pari-passu charge over specified assets. The Asset Cover as at March 31, 2024 exceeds hundred percent of the principal amount.

Nature of Security

*The above mentioned debentures are secured, unlisted and listed, rated and unrated, non-convertible, principal protected, market-linked debentures carrying variable interest rate which is linked to performance of specified indices over the tenure of the debentures. Hence, the interest rate/range cannot be ascertained.

**Secured by first pari passu floating charge created on present and future business receivables and investments upto 100% of the value of debenture and also Secured by pari passu charge on 2,91,00,000 Number of equity shares of Centrum Retail Services Limited (a subsidiary of the Company) held by Centrum Capital Limited

"***Secured by i) pari passu mortgage to be created over leasehold rights (to the extent of 210 sq ft of total sq ft of leasehold rights) in relation to leasehold property of Centrum Financial Services Limited (subsidiary company) and (ii) 76,99,542 Number of equity shares of Centrum Retail Services Limited (a subsidiary of the Company) held by Centrum Capital Limited."

NOTE 19 : BORROWINGS (OTHER THAN DEBT SECURITIES)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
At amortised cost		
a) Term loan		
(i) Secured		
- from banks (refer Note 19 (a))	14.90	29.03
- from others (refer Note 19 (a))	-	0.80
b) Loan from related parties		
(i) Unsecured (refer Note 19 (b))	1,025.00	7,025.00
c) Other loans and advances		
(i) Unsecured		
- Inter-corporate deposits (ICDs) other than related parties (refer Note 19 (c))	315.08	815.08
d) Lease liabilities (refer Note 40)	-	113.74
Total (A)	**1,354.98**	**7,983.64**
Borrowings in India	1,354.98	7,983.64
Borrowings outside India	-	-
Total (B)	**1,354.98**	**7,983.64**

Note : There is no borrowings measured at FVTPL or designated at FVTPL

The borrowings have not been guaranteed by directors or others. Further, the Company has not defaulted in repayment of principal and interest and also has used the borrowings from banks and financial institutions for the specific purpose for which it was taken, there is no deviation of any form. The Company have never been declared willful defaulter by any bank.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 19 : BORROWINGS (OTHER THAN DEBT SECURITIES)

a) Details of Term loans from banks :

Terms of repayment in installments from banks

(₹ in lakhs)

Tenure from Balance Sheet date	Interest Rate range	Repayments details	As at March 31, 2024	Repayments details	As at March 31, 2023
Maturing between 48 to 60 months	6.90 % to 8.90%	-	-	-	-
Maturing between 36 to 48 months		-	-	These are repayable in 4 monthly equated periodic installments	2.31
Maturing between 24 to 36 months		These are repayable in 4 monthly equated periodic installments	2.31	These are repayable in 12 monthly equated periodic installments	6.56
Maturing between 12 to 24 months		These are repayable in 12 monthly equated periodic installments	6.56	These are repayable in 12 monthly equated periodic installments	6.03
Maturing upto within 12 months		These are repayable in 12 monthly equated periodic installments	6.03	These are repayable in 19 monthly equated periodic installments	14.13
Total			**14.90**		**29.03**

Terms of repayment in installments from others

(₹ in lakhs)

Tenure from Balance Sheet date	Interest Rate range	Repayments details	As at March 31, 2024	Repayments details	As at March 31, 2023
Maturing upto within 12 months	-	-		These are repayable in 24 monthly equated periodic installments	0.80
Total			**-**		**0.80**

Nature of security of term loans from bank and others

The term loans are specifically vehicle loans and are secured against hypothecation of vehicles purchased there against.

b) Loan from related parties:

Terms of repayment

(₹ in lakhs)

Particulars	Interest rate range		Repayments details	Amount ₹ in lakhs	
	As at March 31, 2024	As at March 31, 2023		As at March 31, 2024	As at March 31, 2023
Unsecured loan from related parties	-	-	Repayable on demand	25.00	25.00
Unsecured loan from related parties	14%	13%	Maturing upto within 12 months	1,000.00	7,000.00
Total				**1,025.00**	**7,025.00**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 19 : BORROWINGS (OTHER THAN DEBT SECURITIES)

c) Other loans and advances :

Terms of repayment in installments from others

(₹ in lakhs)

Tenure from Balance Sheet date	Interest Rate range	Repayments details	As at March 31, 2024	As at March 31, 2023
Maturing between 48 to 60 months	For March 31, 2024 9% to 13% For March 31, 2023 9% to 13%	These are repayable on maturity as per terms	315.08	315.08
Maturing between 36 to 48 months			-	-
Maturing between 24 to 36 months			-	-
Maturing between 12 to 24 months			-	-
Maturing upto within 12 months			-	500.00
Total			**315.08**	**815.08**

NOTE 20 : OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Interest accrued on borrowings (other than debt instruments)	256.44	218.91
Interest accrued on debt instruments	15,643.36	8,211.17
Unpaid dividend*	4.26	4.26
Guarantee obligation	45.24	60.44
Total	**15,949.30**	**8,494.78**

*There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of the Act as at the year end.

NOTE 21 : PROVISIONS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Employee benefits		
Gratuity (refer Note 35)	22.90	16.97
Compensated absences	48.94	58.40
Total	**71.84**	**75.37**

NOTE 22 : OTHER NON-FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory dues payable	194.01	137.27
Advance received from customers	9.36	28.02
Provisions for Leave travel allowances	43.81	24.08
Provisions for Bonus	787.00	780.50
Total	**1,034.18**	**969.87**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 23 : EQUITY SHARE CAPITAL

23.1 Details of Equity share capital

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of Shares	₹ in lakhs	Number of Shares	₹ in lakhs
Authorised shares				
Equity shares of 1 each*	1,65,01,00,000	16,501.00	1,65,01,00,000	16,501.00
Issued, subscribed and fully paid-up shares				
Equity shares of 1 each fully paid up	41,60,32,740	4,160.33	41,60,32,740	4,160.33
Total Equity	**41,60,32,740**	**4,160.33**	**41,60,32,740**	**4,160.33**

*(Refer note 45(iii))

23.2 Terms and rights attached to equity shares

The Company has issued only one class of equity shares having a par value of 1 per share. Each holder of equity shares is entitled to one vote per share. Any dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting. The Company has not declared/ proposed any dividend in the current year.

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 if any. However, no such preferential amounts exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

23.3 Reconciliation of the number of Equity shares and of Equity share capital amount outstanding at the beginning and at the end of the year

Particulars	Number of Shares	₹ in lakhs
As at April 01, 2022	**41,60,32,740**	**4,160.33**
Issued during the year	-	-
As at March 31, 2023	**41,60,32,740**	**4,160.33**
Issued during the year	-	-
As at March 31, 2024	**41,60,32,740**	**4,160.33**

23.4 Details of Equity shareholders holding more than 5% of the aggregate shares in the company

Equity shareholders	As at March 31, 2024		As at March 31, 2023	
	Number of Shares	% holding	Number of Shares	% holding
Businessmatch Services (India) Private Limited	13,44,99,041	32.33	13,43,99,041	32.30
Kaikobad Byramjee & Son Agency Private Limited	5,40,18,000	12.98	5,40,18,000	12.98
JBCG Advisory Services Private Limited	2,56,34,537	6.16	2,54,98,837	6.13

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

Note 23 : EQUITY SHARE CAPITAL (CONTD..)

23.5 Details of Promoter's shareholdings

Promoter's name	As at March 31, 2024			As at March 31, 2023		
	Number of Shares	% of total shares	% of change during the year	Number of Shares	% of total shares	% of change during the year
Businessmatch Services (India) Private Limited	13,44,99,041	32.33	0.07%	13,43,99,041	32.30	0%
JBCG Advisory Services Private Limited	2,56,34,537	6.16	0.53%	2,54,98,837	6.13	9.26%
BG Advisory Services LLP	-	-	(100%)	18,000	0.00	(98.23%)

23.6 Shares reserved for issue under Employee Stock Option Plan

Information relating to the Centrum Capital Limited Employee Stock Option Plan (ESOP), including details regarding options issued, exercised and lapsed during the year and options outstanding at the end of the reporting period is set out in Note 42.

NOTE 24 : OTHER EQUITY

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Capital reserve (Gift of 5,25,000 equity shares of Rap Media Limited- 1.00)	0.00	0.00
Securities premium	14,477.74	14,477.74
Treasury shares	(1,885.04)	(2,223.04)
ESOP Trust reserve	2,382.18	2,367.52
Retained earnings from Centrum Microcredit Limited merger	311.04	311.04
Share options outstanding account	916.98	1,007.50
General reserve	4,290.03	4,165.74
Equity instruments through Other Comprehensive Income	(91.40)	(91.40)
Retained earnings	14,784.72	19,934.53
Total	**35,186.27**	**39,949.64**

24.1 Nature and purpose of other equity

Capital reserve

Capital reserve is created due to gift of 525,000 equity shares of Rap Media Limited.

Securities premium

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised in accordance with the provisions of the Companies Act, 2013.

Treasury shares

The Centrum ESPS Trust is extension of Company's financial statements. The Centrum ESPS trust are holding 1,55,18,234 number of equity shares (Previous year 1,82,22,234) amounting to 1,885.04 lakhs (Previous year 2,223.04 lakhs)

Share options outstanding account

The Employee stock options outstanding represents amount of reserve created by recognition of compensation cost at grant date fair value on stock options vested but not exercised by employees and unvested stock options in the Statement of profit

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 24 : OTHER EQUITY (CONTD..)

and loss in respect of equity-settled share options granted to the eligible employees of the Company and its subsidiaries in pursuance of the Employee Stock Option Plan.

General reserve

General reserve is a free reserve available for distribution subject to compliance with the Companies (Declaration and Payment of Dividend) Rules, 2014.

Equity instruments through Other Comprehensive Income

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Company transfers amounts from this reserve to retained earnings then the relevant equity securities are derecognised.

Retained earnings

Retained earnings or accumulated surplus represents total of all profits retained since Company's inception. Retained earnings are credited with current year profits, reduced by losses, if any, dividend payouts, transfers to General reserve or any such other appropriations to specific reserves.

Other Comprehensive Income (OCI)

This represents equity instruments carried at fair value through OCI and remeasurement of employee benefits (gratuity and post retirement benefits).

NOTE 25 : SALES OF SERVICES

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Syndication, commission and brokerage	4,950.05	2,090.39
Total	**4,950.05**	**2,090.39**

Other Ind AS 115 disclosures- Revenue from contracts with customers
Set out below is the disaggregation of the revenue from contracts with customers

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Syndication, commission and brokerage	4,950.05	2,090.39
	4,950.05	**2,090.39**
Total revenue from contracts with customers :		
Geographical markets		
India	4,917.05	2,059.84
Outside India	33.00	30.55
Total revenue from contracts with customers	**4,950.05**	**2,090.39**
Timing of revenue recognition :		
Services transferred at point in time	4,950.05	2,090.39
Services transferred overtime	-	-
Total revenue from contracts with customers	**4,950.05**	**2,090.39**

Note : The Company satisfies its performance obligations on completion of service with regards to investment banking,advisory and other fees. The payments on these contracts is due on completion of service, the contracts do not contain significant financing component and the consideration is not variable.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 26 : NET GAIN/(LOSS) ON FAIR VALUE CHANGES

(in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
A) Net gain /(loss) on financial instruments at FVTPL		
i) On trading portfolio		
- Investment - In Shares	-	(43.81)
ii) On Non-trading portfolio		
- Equity shares	81.63	144.50
- Preference shares	76.95	47.79
- Compulsory convertible debentures	(3.00)	(1,995.09)
- Mutual funds	-	0.33
- Units of Private Equity/Funds	216.37	211.40
B) Total Net gain on fair value changes	**371.95**	**(1,634.88)**
Fair value changes :		
- Realised	149.48	(43.49)
- Unrealised	222.47	(1,591.39)
C) Total Net gain on financial instruments at FVTPL (B=C)	**371.95**	**(1,634.88)**

NOTE 27 : OTHER INCOME

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
On financial assets measured at amortised cost		
- Interest on loans	2,172.37	1,194.04
- Interest on deposits with banks	263.95	330.11
- Other interest income	5.48	4.96
On financial assets measured at FVTPL		
- Interest income on financial assets	32.01	225.49
Interest on income tax refund	20.63	87.36
Rental income	-	0.60
Dividend on Equity shares	-	8.84
Foreign exchange gain (net)	-	0.05
Guarantee income	21.26	31.54
Shared resource income	1,438.08	1,327.52
Miscellaneous income	11.06	14.37
Total	**3,964.84**	**3,224.88**

NOTE 28 : FINANCE COSTS

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
On financial liabilities measured at amortised cost:		
Interest on :		
- Debt securities	9,168.84	6,881.18
- Borrowings (other than debt securities)	340.37	224.26
- Lease liabilities (refer Note 40)	6.25	17.04
Other interest expenses	0.62	0.03
Other borrowing costs	0.77	4.89
Total	**9,516.85**	**7,127.40**

Note : There is no financial liabilities measured at FVTPL or designated FVTPL

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 29 : IMPAIRMENT ON FINANCIAL INSTRUMNETS

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Impairment on financial instruments measured at cost		
- on investments	-	0.60
- on trade receivables	87.12	67.44
- on other receivables	(26.80)	37.89
Total	**60.32**	**105.93**

NOTE 30 : EMPLOYEE BENEFITS EXPENSES

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Salaries and bonus	2,691.09	2,930.31
Contribution to provident and other funds	72.32	64.02
Share-based Payments to employees (refer Note 42)	68.54	240.31
Gratuity (refer Note 35)	16.27	11.15
Staff welfare expenses	21.54	24.71
Total	**2,869.76**	**3,270.50**

NOTE 31 : DEPRECIATION AND AMORTISATION

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Depreciation on property, plant and equipment (refer Note 12)	66.34	66.03
Depreciation on Right-of-Use assets (refer Note 13)	98.78	98.63
Amortisation of intangible assets (refer Note 14)	2.70	5.46
Total	**167.82**	**170.12**

NOTE 32 : OTHER EXPENSES

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Rent	123.09	109.95
Rates and taxes	1.10	1.08
Energy costs	14.35	14.59
Repair and maintenance	5.92	2.44
Insurance	18.36	20.58
Advertisement and publicity	2.68	1.90
Computer and software expenses	5.37	4.17
Business promotion expenses	138.23	95.46
Meeting and seminars	111.78	-
Subscription and membership fees	17.82	13.44
Commission and brokerage	831.67	273.95
Sponsorship fees	100.00	-
Travelling and conveyance	79.63	126.00
Vehicle expenses	103.81	102.99

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 32 : OTHER EXPENSES (CONTD..)

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Communication costs	9.40	12.69
Printing and stationery	8.80	10.19
Legal and professional charges	487.17	289.54
Office expenses	54.24	43.82
Director's sitting fees	45.95	65.38
Loss on sale of property, plant and equipment	1.23	10.11
Auditors remuneration (refer Note 32.1)	37.82	39.95
Foreign exchange gain (net)	0.32	-
Modification (Gain)/Loss	-	43.51
Miscellaneous expenses	16.41	12.52
Total	**2,215.15**	**1,294.23**

NOTE 32.1 : AUDITORS REMUNERATIONS

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Statutory audit fees	21.00	21.00
Other services	12.00	12.00
Certification work	3.00	5.50
Out-of-pocket expenses	1.82	1.45
Total	**37.82**	**39.95**

NOTE 32.2 : CORPORATE SOCIAL RESPONSIBILITY

The Company is not covered under Corporate Social responsibility in view of loss occurred during the year

NOTE 32.3 : UNDISCLOSED INCOME

The details is not applicable to the Company, related to transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

NOTE 32.4 : DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year 2023-24.

NOTE 33 : INCOME TAXES

33.1 The components of income tax expense for the year ended March 31, 2024 and year ended March 31, 2023

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Current tax	4.18	0.13
Adjustment in respect of earlier years	(95.51)	(118.93)
Deferred tax relating to origination and reversal of temporary differences	(873.67)	(431.50)
Income tax expense reported in statement of profit and loss	**(965.00)**	**(550.30)**
Current tax	(91.33)	(118.80)
Deferred tax	(873.67)	(431.50)

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 33 : INCOME TAXES (CONTD..)

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Income tax recognised in Other Comprehensive Income (OCI)		
Deferred tax related to items recognised in OCI during the year:		
- Fair value changes on equity instruments through OCI	-	-
- Remeasurement of defined benefit plans	0.54	(0.07)
Income tax charged to OCI	**0.54**	**(0.07)**

33.2 Reconciliation of the total tax charge:

The tax charge shown in the statement of profit and loss differs from the tax charge that would apply if all profits had been charged at Indian corporate tax rate. A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended March 31, 2024 and March 31, 2023 is, as follows:

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Accounting profit before tax	(6,098.59)	(7,787.79)
Applicable statutory enacted income tax rate	26.00%	26.00%
Computed tax expense	(1,585.63)	(2,024.83)
Increase/(reduction) in Taxes on account of		
Items (net) not deductible for tax/not liable to tax		
Unabsorbed depreciation/ business loss	414.52	1,582.90
Others	-	-
Income not subject to tax or chargeable at lower rate		
Dividend income	-	-
Capital receipt (net)	301.62	10.56
MAT credit entitlement	-	-
Tax expense relating to earlier years (net)	(95.51)	(118.93)
Income tax expense reported in the Statement of profit and loss	**(965.00)**	**(550.30)**
Effective tax rate	**14.26%**	**5.54%**

33.3 Deferred Tax

The following table shows deferred tax recorded in the balance sheet and changes recorded in the Income tax expense.

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets		
Expenses allowable under Section 43B of the Income Tax Act, 1961 on payment basis	1,220.18	639.09
Impairment allowance for financial assets	593.75	652.02
Fair valuation of financial instruments	10.07	17.12
Property, plant and equipment	98.25	102.92
Employee benefit obligations	18.68	19.60
Capital loss	347.40	-
Expected Credit loss	151.07	134.43
Deferred tax assets (A)	**2,439.39**	**1,565.18**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 33 : INCOME TAXES (CONTD..)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax liabilities		
Fair valuation of financial instruments	-	-
Others	-	-
Deferred tax liabilities (B)	-	-
Deferred tax assets (net) [(A)- (B)]	**2,439.39**	**1,565.18**

(₹ in lakhs)

Equity shareholders	Year ended March 31, 2024		Year ended March 31, 2023	
	Income Statement	OCI	Income Statement	OCI
Deferred tax assets				
Expenses allocable under Section 43B of the Income Tax Act, 1961 on payment basis	(581.10)	-	(446.48)	-
Impairment allowance for financial assets	58.27	-	15.02	-
Fair valuation of financial instruments	7.05	-	(0.81)	-
Property, plant and equipment	4.67	-	11.47	-
Employee benefit obligations	1.46	(0.54)	(2.16)	0.07
Capital Loss	(347.40)	-	-	-
Others	(16.64)	-	(8.53)	-
Deferred tax assets (A)	**(873.67)**	**(0.54)**	**(431.50)**	**0.07**
Deferred tax liabilities				
Others	-	-	-	-
Deferred tax liabilities (B)	-	-	-	-
Total (net) [(A)- (B)]	**(873.67)**	**(0.54)**	**(431.50)**	**0.07**

NOTE 34: EARNING PER SHARE (EPS)

Basic earnings per share (EPS) is calculated by dividing the net profit for the year attributable to equity holders of Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the net profit attributable to equity holders of Company (after adjusting for interest on the convertible preference shares and interest on the convertible bond, in each case, net of tax) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

(in Lakhs unless stated otherwise)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Net profit attributable to ordinary equity holders (A)	(5,133.59)	(7,237.49)
Weighted average number of equity shares for basic EPS (B)	41,60,32,740	41,60,32,740
Weighted average number of equity shares for diluted EPS (C)	41,60,32,740	41,60,32,740
Basic earnings per equity share (face value of 1 per share) (A/B)	(1.23)	(1.74)
Diluted earnings per equity share (face value of 1 per share) (A/C)	(1.23)	(1.74)

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 35: EMPLOYEE BENEFIT PLANS

35.1 Defined contribution plans

A defined contribution plan is a pension plan under which the Company pays fixed contributions; there is no legal or constructive obligation to pay further contributions. The assets of the plan are held separately from those of the Company in a fund under the control of trustees. The Company makes Provident Fund contributions which are defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits.

The Company has recognised the following amounts in the statement of profit and loss towards contribution to defined contribution plans which are included under contribution to provident and other funds. The contributions payable to these plans by the Company are at rates specified in the rules of the Schemes:

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Provident fund	72.32	64.02

35.2 Defined benefit plans

The Company has a defined benefit gratuity plan in India (funded). The Company's defined benefit gratuity plan is a final salary plan for India employees, which requires contributions to be made to a separately administered fund. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and last drawn salary.

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

Net assets/(liability) recognised in the Balance Sheet

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Present value of funded obligations	(229.77)	(198.06)
Fair value of plan assets	206.87	181.08
Defined Benefit obligation asset/(liability)	**(22.90)**	**(16.97)**

Net benefit expense recognised in statement of profit and loss

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Current service cost	15.00	10.41
Past service cost	-	-
Net Interest on net defined benefit liability/ (asset)	1.27	0.74
Net benefit expense	**16.27**	**11.15**

Remeasurement gain/ (loss) in Other Comprehensive Income (OCI)

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Re-measurements on defined benefit obligation		
Actuarial gain/(loss) arising from changes in demographic assumptions	5.77	(2.35)
Actuarial gain/(loss) arising from changes in financial assumptions	2.52	1.22
Actuarial gain/(loss) arising from experience over the past years	(6.35)	0.58

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 35: EMPLOYEE BENEFIT PLANS (CONTD..)

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Re-measurements on plan assets		
Return on Plan assets, excluding amount included in net interest on the net defined benefit liability/(asset)	0.16	0.29
Actuarial gain /(loss) (through OCI)	**2.09**	**(0.26)**

Details of changes in present value of defined benefit obligations as follows:

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Present value of defined benefit obligation at the beginning of the year	198.06	178.27
Current service cost	15.00	10.41
Past service cost	-	-
Interest cost on benefit obligations	14.78	11.94
Re-measurements:	-	-
a. Actuarial loss/(gain) arising from changes in demographic assumptions	5.77	(2.35)
b. Actuarial loss/ (gain) arising from changes in financial assumptions	2.52	1.22
c. Actuarial loss/ (gain) arising from experience over the past years	(6.35)	0.58
Benefits paid	-	(2.02)
Present value of defined benefit obligation at the end of the year	**229.77**	**198.06**

Details of changes in fair value of plan assets are as follows:

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Fair value of plan assets at the beginning of the year	181.08	167.23
Interest income on plan assets	13.52	11.20
Employer contributions	12.43	4.97
Benefits paid	-	(2.02)
Re-measurements:	-	-
a. Return on Plan assets, excluding amount included in net interest on the net defined benefit liability/(asset)	(0.16)	(0.29)
Fair value of plan assets as at the end of the year	**206.87**	**181.08**

35.3 Defined benefit plan assets

(₹ in lakhs)

Category of assets (% allocation)	As at March 31, 2024	As at March 31, 2023
- Government securities	-	-
- Insurance fund	206.87	181.08
Total	**206.87**	**181.08**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 35: EMPLOYEE BENEFIT PLANS (CONTD..)

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

(₹ in lakhs)

Category of assets (% allocation)	As at March 31, 2024	As at March 31, 2023
Expected return on plan assets	7.19%	7.46%
Rate of discounting	7.19%	7.46%
Rate of salary increase	10.00%	10.00%
Rate of employee turnover	12.00%	8.00%
Mortality rate during employment	Indian Assured Lives mortality (2012-14) Urban	Indian Assured Lives mortality (2012-14) Urban
Mortality rate after employment	N.A.	N.A.

35.5 Quantitative sensitivity analysis for impact of significant assumptions on defined benefit obligation are as follows

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
One percentage point increase in discount rate	(9.02)	(10.35)
One percentage point decrease in discount rate	9.93	11.58
One percentage point increase in salary growth rate	3.75	4.57
One percentage point decrease in salary growth rate	(4.11)	(4.52)
One percentage point increase in employee turnover rate	0.93	1.34
One percentage point decrease in employee turnover rate	(1.05)	(1.53)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

35.6 Maturity profile of defined benefit obligation are as follows

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
1st Following Year	29.84	17.21
2nd Following Year	57.87	17.82
3rd Following Year	34.81	47.33
4th Following Year	19.05	27.83
5th Following Year	18.12	12.83
Sum of Years 6 to 10	94.28	77.37
Sum of Years 11 and above	77.77	132.99

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

Note 36 : CONTINGENT LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Corporate guarantees given by the Company* :		
- Subsidiaries	76,587.42	72,691.40

[*Out of above, loan availed 75,087 lakhs (Previous year 71,490.98 lakhs) and out of these outstanding loan amount stands to 50,325.38 lakhs (Previous year 47,659.62 lakhs)*]

Note 37 : Capital Management

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital.

Capital Management

The primary objectives of the Company's capital management policy are to ensure that the Company complies with externally imposed capital requirements and maintains strong credit ratings and healthy capital ratios in order to support its business and to maximise shareholder value.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and requirements of the financial covenants. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend payment to shareholders, return capital to shareholders or issue capital securities or sell assets to reduce debts. No changes have been made to the objectives, policies and processes from the previous years. However, they are under constant review by the Board.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through loans and operating cash flows generated.

NOTE 38: MATURITY ANALYSIS OF ASSETS AND LIABILITIES

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

(₹ in lakhs)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
Financial assets						
Cash and cash equivalents	2,269.41	-	2,269.41	532.80	-	532.80
Bank balance other than cash and cash equivalents above	9,112.44	-	9,112.44	4,327.45	-	4,327.45
Derivative financial instruments	-		-	70.71	-	70.71
Receivables -trade	608.09	-	608.09	224.44	-	224.44
Loans	7,778.52	-	7,778.52	18,624.76	-	18,624.76
Investments	-	92,481.02	92,481.02	-	93,716.74	93,716.74
Other financial assets	24.82	122.54	147.37	30.03	111.85	141.88

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 38: MATURITY ANALYSIS OF ASSETS AND LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Non-financial assets						
Current tax assets (net)	-	809.14	809.14	-	344.90	344.90
Deferred tax assets (net)	-	3,890.87	3,890.87	-	3,016.66	3,016.66
Property, plant and equipment	-	205.68	205.68	-	272.17	272.17
Right-of-Use assets	-	-	-	-	98.78	98.78
Other intangible assets	-	1.79	1.79	-	4.50	4.50
Other non-financial assets	12.88	0.88	13.76	20.46	4.67	25.14
Total Assets	**19,806.18**	**97,511.92**	**117,318.09**	**23,830.66**	**97,570.27**	**121,400.93**
LIABILITIES						
Financial liabilities						
Derivative financial instruments	9,284.95	16,850.27	26,135.22	5.77	24,396.98	24,402.75
Payables						
Trade payables	175.92	-	175.92	68.24	-	68.24
Other payables	2,680.50	-	2,680.50	4,680.50	-	4,680.50
Debt securities	9,875.59	20,693.96	30,569.55	46.34	30,569.46	30,615.80
Borrowings (other than Debt securities)	1,006.03	348.95	1,354.98	7,628.69	354.96	7,983.65
Other financial liabilities	7,205.84	8,743.47	15,949.30	255.66	8,239.12	8,494.78
Non-financial liabilities						
Provisions	35.74	36.09	71.84	29.27	46.10	75.37
Other non-financial liabilities	1,034.18	-	1,034.18	969.87	-	969.87
Total Liabilities	**31,298.74**	**46,672.75**	**77,971.49**	**13,684.34**	**63,606.63**	**77,290.97**
Net	**(11,492.56)**	**50,839.17**	**39,346.60**	**10,146.32**	**33,963.64**	**44,109.97**

(Note : The Company in addition to generating operating income from merchant banking activities, is also a holding Company of profitable subsidiaries involved in diversified businesses and receives dividend distribution at regular interval and will be comfortably able to meet it's obligations at all points of time.)

NOTE 39: CHANGE IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

(₹ in lakhs)

Particulars	As at April 1, 2023	Cash flows (net)	Changes in fair value	Others	As at March 31, 2024
Debt securities including accrued interest thereon	38,826.97	(70.00)	-	7,455.94	46,212.91
Borrowings other than debt securities including accrued interest thereon	8,202.56	(6,838.55)	-	(9.03)	1,354.98
Total liabilities from financing activities	**47,029.53**	**(6,908.55)**	**-**	**7,446.91**	**47,567.89**

(Note : Other column includes the effect of accrued but not paid interest on borrowing, amortisation of processing fees,etc.)

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 40: LEASES

Payments associated with short-term leases are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

Following are the changes in the carrying value of Right-of-Use assets:

(₹ in lakhs)

Particulars	Category of RoU asset		Total
	Vehicle	Office premises	
As at April 1, 2023			
Gross carrying amount			
Opening gross carrying amount	-	248.70	248.70
Additions	-	-	-
Disposals and transfers	-	(248.70)	(248.70)
Closing gross carrying amount	**-**	**-**	**-**
Accumulated depreciation			
As at April 1, 2023	-	149.92	149.92
Depreciation charge during the year	-	98.78	98.78
Disposals and transfers	-	(248.70)	(248.70)
Closing accumulated depreciation	**-**	**-**	**-**
Net carrying amount as at March 31, 2024	**-**	**-**	**-**

The aggregate depreciation expense on Right-of-Use assets is included under depreciation and amortisation expenses in the Statement of profit and loss. The weighted average lessee's incremental borrowing rate applied to the lease liabilities is 10%.

The following is the movement in lease liabilities:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance as at beginning	113.75	216.71
Additions	-	-
Finance cost accrued during the period	6.25	17.04
Deletions	-	-
Payment of lease liabilities	(120.00)	(120.00)
Balance as at end	**-**	**113.75**

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

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
upto 3 months	-	30.00
3 to 6 months	-	30.00
6 to 12 months	-	60.00
1 year to 3 year	-	-
More than 3 years	-	-
Total	**-**	**120.00**

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

Rental expense recorded for leases was 120 lakhs and 120 lakhs for the year ended March 31, 2024 and March 31,2023 respectively. There are no rental expense recorded for low-value assets or for any of variable lease payments for any of the reporting year.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 41 : FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques.

41.1 Financial Instrument by Category

(₹ in lakhs)

Particulars	As at March 31, 2024					As at March 31, 2023				
	FVTPL	FVOCI	Amortised Cost	Others*	Total	FVTPL	FVOCI	Amortised Cost	Others*	Total
Financial Asset										
Cash and cash equivalents	-	-	2,269.41	-	2,269.41	-	-	532.80	-	532.80
Bank balance other than cash and cash equivalents above	-	-	9,112.44	-	9,112.44	-	-	4,327.45	-	4,327.45
Derivative financial instruments	-	-	-	-	-	70.71	-	-	-	70.71
Trade receivables	-	-	608.09		608.09	-	-	224.44		224.44
Loans	-	-	7,778.52	-	7,778.52	-	-	18,624.76	-	18,624.76
Investments										
- Equity shares of subsidiaries	-	-	-	90,869.50	90,869.50	-	-	-	89,611.90	89,611.90
- Other equity investments	134.24	-	-		134.24	681.05	-	-	-	681.05
- Debt securities	-	-	-	-	-	1,512.16	-	-	-	1,512.16
- Preference shares	61.27	-	-	-	61.27	424.56	-	-	-	424.56
- Units of private equity	1,416.01	-	-	-	1,416.01	1,487.07	-	-	-	1,487.07
Other financial assets	-	-	147.37	-	147.37	-	-	141.88	-	141.88
Total Financial Assets	**1,611.52**	**-**	**19,915.84**	**90,869.50**	**1,12,396.85**	**4,175.55**	**-**	**23,851.33**	**89,611.90**	**1,17,638.78**
Financial Liability										
Derivative financial instruments	26,135.22	-	-	-	26,135.22	24,402.75	-	-	-	24,402.75
Payables										
Trade payables	-	-	175.92	-	175.92	-	-	68.24	-	68.24
Other payables	-	-	2,680.50	-	2,680.50	-	-	4,680.50	-	4,680.50
Debt securities	-	-	30,569.55	-	30,569.55	-	-	30,615.80	-	30,615.80
Borrowings (other than Debt securities)	-	-	1,354.98	-	1,354.98	-	-	7,983.64	-	7,983.64
Other financial liabilities	-	-	15,949.30	-	15,949.30	-	-	8,494.78	-	8,494.78
Total Financial Liabilities	**26,135.22**	**-**	**50,730.25**	**-**	**76,865.47**	**24,402.75**	**-**	**51,842.97**	**-**	**76,245.73**

* Investment in subsidiaries, associate and joint venture are measured at cost in accordance with India AS 27, Separate Financial Statements.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

41.2 Fair Value Hierarchy of assets and liabilities

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial instruments measured at fair value - recurring fair value measurements

(₹ in lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial Assets:-								
Financial assets measured at FVTPL								
Options	-	-	-	-	70.71	-	-	70.71
Financial investments measured at FVTPL								-
- Equity investments*	134.24	-	-	134.24	681.05	-	-	681.05
- Debt securities	-	-	-	-	-	-	1,512.16	1,512.16
- Preference shares	-	-	61.27	61.27	-	-	424.56	424.56
- Units of private equity	-	-	1,416.01	1,416.01	-	-	1,487.07	1,487.07
Financial investments measured at FVOCI								-
- Unlisted equity instruments	-	-	-	-	-	-	-	-
Total financial assets	**134.24**	**-**	**1,477.28**	**1,611.52**	**751.76**	**-**	**3,423.79**	**4,175.55**
Financial Liabilities:-								
Financial Liabilities measured at FVTPL								
Embedded derivatives on redeemable market linked debentures	-	26,135.22	-	26,135.22	-	24,402.75	-	24,402.75
Total financial liabilities	**-**	**26,135.22**	**-**	**26,135.22**	**-**	**24,402.75**	**-**	**24,402.75**

* Investment in subsidiaries, associate and joint venture are measured at cost in accordance with India AS 27, Separate Financial Statements.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 41 : FAIR VALUE MEASUREMENT (CONTD..)

41.3 Financial assets and liabilities measured at amortised cost for which fair value is disclosed

(₹ in lakhs)

Particulars	Fair value hierarchy	As at March 31, 2024		As at March 31, 2023	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets					
Cash and cash equivalents	Level 2	2,269.41	2,269.41	532.80	532.80
Bank balance other than cash and cash equivalents above	Level 2	9,112.44	9,112.44	4,327.45	4,327.45
Receivables -trade	Level 2	608.09	608.09	224.44	224.44
Loans	Level 3	7,778.52	7,778.52	18,624.76	18,624.76
Security deposits	Level 3	122.81	122.81	117.33	117.33
Other receivables	Level 3	24.82	24.82	28.16	28.16
Financial liabilities					
Payables					
Trade payables	Level 3	175.92	175.92	68.24	68.24
Other payables	Level 3	2,680.50	2,680.50	4,680.50	4,680.50
Debt securities	Level 2	30,569.55	30,569.55	30,615.80	30,615.80
Borrowings (other than Debt securities)	Level 2	1,354.98	1,354.98	7,983.64	7,983.64
Interest accrued on borrowings (other than debt instruments)	Level 2	256.44	256.44	218.91	218.91
Interest accrued on debt instruments	Level 2	15,643.36	15,643.36	8,211.17	8,211.17
Unpaid dividend	Level 2	4.26	4.26	4.26	4.26
Guarantee obligation	Level 3	45.24	45.24	60.44	60.44

The fair value of financial instruments are classified into three categories i.e. Level 1, 2 or 3 depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities (level 1measurements) and lowest priority to unobservable inputs (level 3 measurements).

The hierarchies used are as follows:

Level 1: The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Company is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Notes:

For financial assets and financial liabilities that have a short-term maturity (less than twelve months), the carrying amounts, which are net of impairment, are a reasonable approximation of their fair value. Such instruments include: cash and cash equivalents, bank deposits, Trade receivables, debts and borrowings. Such amounts have been classified as Level 2 on the basis that no adjustments have been made to the balances in the balance sheet.

There are no transfers between levels 1 and 2 during the year.

There are no transfers into or out of Level 3.

41.4 Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments and
- for other financial instruments – discounted cash flow analysis."

Specific valuation techniques used to value financial instruments include:

All of the resulting fair value estimates are included in level 2 except for unlisted equity securities, a contingent consideration receivable and certain derivative contracts, where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 41 : FAIR VALUE MEASUREMENT (CONTD..)

41.5 Valuation processes

The finance department of the company includes a team that performs the valuations of non-property items required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO). Discussions of valuation processes and results are held between the CFO and the valuation team at least once every six months, in line with the company's half-yearly reporting periods.

The main level 3 inputs used by the Company are derived and evaluated as follows:

- Discount rates for financial assets and financial liabilities are determined using a capital asset pricing model to calculate a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the asset
- Risk adjustments specific to the counterparties (including assumptions about credit default rates) are derived from credit risk gradings determined by company's internal credit risk management group.
- Earnings growth factor for unlisted equity securities are estimated based on market information for similar types of companies.
- Contingent consideration – expected cash inflows are estimated based on the terms of the sale contract and the entity's knowledge of the business and how the current economic environment is likely to impact it."

Changes in level 2 and 3 fair values are analysed at the end of each reporting period during the half-yearly valuation discussion between the CFO, Audit Committee and the valuation team. As part of this discussion the team presents a report that explains the reason for the fair value movements.

41.6. Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the periods ended March 31, 2024 and March 31, 2023:

(₹ in lakhs)

Particulars	Unlisted equity shares	Debt instruments	Preference shares	Units of private equity	Total
As at April 01, 2022	**-**	**3,507.25**	**376.77**	**1,228.95**	**5,112.97**
Acquisitions during the year	-	-	-	46.73	46.73
Disposals/redemption during the year	-	-	-	-	-
Conversions into equity shares during the year	-	-	-	-	-
Gains/(losses) recognised in profit or loss*	-	(1,995.09)	47.79	211.40	(1,735.90)
Gains(losses) recognised in other comprehensive income*	-	-	-	-	-
As at March 31, 2023	**-**	**1,512.16**	**424.56**	**1,487.08**	**3,423.81**
Acquisitions during the year	-	-	-	-	-
Disposals/redemption during the year	-	-	440.24	287.44	727.68
Conversions into equity shares during the year	-	1,509.16	-	-	1,509.16
Gains/(losses) recognised in profit or loss*	-	(3.00)	76.95	216.37	290.32
Gains(losses) recognised in other comprehensive income*	-	-	-	-	-
As at March 31, 2024	**-**	**-**	**61.27**	**1,416.01**	**1,477.28**
For the year ended March 31, 2023	**-**	**(1,995.09)**	**47.79**	**211.40**	**(1,735.90)**
For the year ended March 31, 2024	**-**	**(3.00)**	**76.95**	**216.37**	**290.32**

* Includes unrealised gains/(losses) recognised in profit and loss related to assets and liabilities held at the end of the reporting period

41.7 Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements. See (c) above for the valuation techniques adopted.

(₹ in lakhs)

Particulars	Fair value as at	
	March 31, 2024	March 31, 2023
Preference shares	61.27	424.56
Units of private equity	1,416.01	1,487.07

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 42: EMPLOYEE STOCK OPTION PLAN

THE COMPANY PROVIDES SHARE-BASED PAYMENT TO ITS EMPLOYEES. THE COMPANY HAS TWO EMPLOYEES STOCK OPTION SCHEMES VIZ. CCL EMPLOYEE STOCK OPTION SCHEME 2017 AND CCL EMPLOYEE STOCK OPTION SCHEME 2018. HOWEVER CCL EMPLOYEE STOCK OPTION SCHEME 2018 IS NOW STAND CANCELLED/FORFEITED.

CCL EMPLOYEE STOCK OPTION SCHEME 2017

THE SCHEME WAS APPROVED BY THE SHAREHOLDERS ON AUGUST 31, 2017 FOR GRANT OF STOCK OPTIONS AND ALL THE GRANTED OPTIONS SHALL VEST WITH THE PARTICIPANT ON THE LAST DAY OF THE OF 1ST YEAR FROM THE GRANT DATE.

THE DETAILS OF ACTIVITY UNDER BOTH THE SCHEMES (FACE VALUE OF 1 EACH) ARE SUMMARIZED BELOW:

Particulars	Number of options for year ended	
	March 31, 2024	March 31, 2023
Scheme 2017 : Face value of ₹ 1 each		
Exercise price	Refer Note A below	Refer Note A below
Options outstanding as at beginning of the year	1,09,20,000	8,00,000
Add: Granted	-	1,08,20,000
Less: Exercised	27,04,000	7,00,000
Less: Forfeited	-	-
Less: Expired	1,00,000	-
Option outstanding end of the year	81,16,000	1,09,20,000
Exercisable at the end of the year	81,16,000	1,00,000
Scheme 2018 : Face value of ₹ 1 each		
Exercise price	Refer Note A below	Refer Note A below
Option outstanding as at beginning of the year	38,00,000	38,00,000
Add Granted	-	-
Less: Exercised	-	-
Less: Forfeited/Cancelled	(38,00,000)	-
Less: Expired	-	-
Option outstanding as at end of the year	Nil	38,00,000
Exercisable at the end of the year	Nil	18,50,000

Note A:

Particulars	Scheme 2017
Exercise price/Pricing formula	The Exercise Price for the Options granted shall be ₹12.50 per share
Total number of stock options approved	2,45,81,160
Maximum term of stock options granted	5 years
Source of shares (primary, secondary or combination)	Secondary
Date of Grant	Various Dates
Total number of Options granted	1,16,20,000
Method of settlement	Equity
Total Number of Granted but not vested	Nil
Vested but not exercised	81,16,000
Exercise period	5 Years from each grant date
Weighted average share price at the date of exercise for stock options exercised during the year	30.78
Weighted average exercise share price	12.50
Weighted average remaining contractual life of options as at March 31, 2024	3 years

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 42: EMPLOYEE STOCK OPTION PLAN (CONTD..)

Details of Options granted:

Particulars	Scheme 2017			
Grant Date	**Sept 17, 2019**	**Oct 1, 2018**	**Apr 12, 2018**	**Jun 22, 2022**
Number of Options granted	5,00,000	5,00,000	12,00,000	98,20,000
Number of Options forfeited/Cancelled	-	-	4,00,000	-
Number of Options granted (net)	5,00,000	5,00,000	8,00,000	98,20,000
Range of Risk free interest rate	6.46%	8.04%	7.32%	6.72%
Dividend yield	0.16%	0.08%	0.08%	0.00%
Expected volatility	20.05%	21.16%	19.84%	25.41%
Exercise price (₹)	12.5	12.5	12.5	12.5
Fair value of option (₹)	15.39	27.5	52.58	9.34
No. of years vesting	On the last day of the of 1st year from the Grant date			

Vesting of options is subject to continued employment during the vesting period.

Other Information regarding employee share-based payment plan is as below:

(₹ in lakhs)

Particulars	For the year ended	
	March 31, 2024	**March 31, 2023**
Carrying amount at the start of the period of Share Option Outstanding Account	1,007.50	662.10
Expense arising from employee share based payment plans	203.50	713.49
Employee share options - Forfeiture of ESOS	(169.72)	-
Amount transferred to general reserve on account of ESOP Exercised during the year	(124.29)	(368.09)
Total carrying amount at the end of the period of Share Option Outstanding Account	**916.98**	**1,007.50**

NOTE 43: RELATED PARTY DISCLOSURES

43.1. Relationships

Relationship	Name of the party
A. List of Related Parties	
(i) Subsidiaries	Centrum Retail Services Limited
	Centrum Broking Limited
	Centrum Housing Finance Limited
	Unity Small Finance Bank Limited (subsidiary of Centrum Financial Services Limited)
	Centrum Financial Services Limited
	Centrum International Services Pte. Limited.(Upto November 17,2023)
	Centrum Finverse Limited (subsidiary of Centrum Financial Services Limited) (w.e.f October 03, 2023)
	Centrum Alternatives LLP
	Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)
	Centrum Capital International Limited (Upto November 17,2023)
	Ignis Capital Advisors Limited (subsidiary of Centrum Financial Services Limited)
	CCAL Investment Management Limited (Subsidiary of Centrum Capital International Limited) (Upto November 17, 2023)
	Centrum Capital Advisors Limited
	Centrum Wealth Limited (Subsidiary of Centrum Retail Services Limited)
	Centrum Microcredit Limited (Merged with the Company)

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43: RELATED PARTY DISCLOSURES (CONTD..)

Relationship	Name of the party
	Centrum Investment Advisors Limited (Subsidiary of Centrum Wealth Limited)
	Centrum Insurance Brokers Limited (Subsidiary of Centrum Retail Services Limited)
(ii) Associate	Acorn Fund Consultants Private Limited
(iii) Key Management Personnel/ Directors	Mr. Jaspal Singh Bindra, Executive Chairman
	Mr. Chandir Gidwani, Chairman Emeritus (Non- Executive Director)
	Mr. Sriram Venkatasubramanian, Chief Financial Officer
	Mr. Parthasarathy Iyengar, Company Secretary (w.e.f May 10, 2022)
	Mr. Rajasekhara Reddy,Non-Executive Independent Director (Upto September 05,2022)
	Mr. Subhash Kutte, Non-Executive Independent Director
	Mr. Manmohan Shetty, Non-Executive Independent Director
	Mr. Narayan Vasudeo Prabhutendulkar, Non-Executive Independent Director (Upto September 30, 2023)
	Ms. Anjali Seth, Non-Executive Independent Director
	Mr. Subrata Kumar Mitra, Non-Executive Independent Director
	Mr. Rajesh Kumar Srivastava, Non-Executive Director
	Mr. Rishad Byramjee, Non-Executive Director
	Mr. Ramchandra Kasargod Kamath, Non-Executive Director
	Mr. Essaji Goolam Vahanvati, Non-Executive Independent Director (w.e.f. October 14, 2022 and Upto February 26, 2024)
	Mrs.Mahakhurshid Byramjee, Non-Executive Director
	Mr. Sankaranarayanan Radhamangalam Anantharaman, Non-Executive Independent Director
(v) Relatives of Key Management Personnel	Mr. Amritpal Singh Bindra (Son of Executive Chairman)
B. Related parties with whom the Company has entered into transactions during the year:	
(i) Enterprise where Key Management Personnel / Individual has Control / Significant Influence	Businessmatch Services (India) Private Limited
	Sonchajyo Investments and Finance Private Limited
	JBCG Advisory Services Limited
	BG Advisory Services LLP
	Jakari Developers Private Limited
	Acapella Foods And Restaurants Private Limited
	Casby Global Air Private Limited
	Knowledge Foods Private Limited
	Club 7 Holidays Limited

43.2. Related Party Transactions : (Refer Annexure 'A')

NOTE 43.3: DISCLOSURE REQUIRED UNDER SECTION 186 (4) of the Companies Act, 2013

A) Loans and advances given

(₹ in lakhs)

Name of the entity	Relation	As at March 31, 2024	Maximum balance outstanding	As at March 31, 2023	Maximum balance outstanding
Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)	Subsidiary	150.00	1,725.00	-	821.79
Ignis Capital Advisors Limited	Subsidiary	-	500.00	500.16	500.16
Centrum Broking Limited	Subsidiary	2,500.00	3,550.00	-	-
Centrum Wealth Limited	Subsidiary	815.00	2,625.00	-	-

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43: RELATED PARTY DISCLOSURES (CONTD..)

(₹ in lakhs)

Name of the entity	Relation	As at March 31, 2024	Maximum balance outstanding	As at March 31, 2023	Maximum balance outstanding
Centrum Retail Services Limited	Subsidiary	4,300.00	7,900.00	-	-
Centrum Financial Services Limited	Subsidiary	-	16,982.00	15,975.00	15,979.00
Centrum Capital Advisors Limited	Subsidiary	30.00	3,524.63	2,189.05	5,000.00
Total		**7,795.00**	**36,806.63**	**18,664.21**	**22,300.95**

B) Investments in Equity Shares / Partnership Interest

(in lakhs)

Name of the entity	Relation	As at March 31, 2024	As at March 31, 2023
Modulus Alternative Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)	Subsidiary	1,400.00	51.00
Centrum Broking Limited	Subsidiary	2,371.52	2,370.38
Centrum Capital Advisors Limited	Subsidiary	100.00	100.00
Centrum Housing Finance Limited	Subsidiary	15,172.75	15,163.38
Centrum International Services Pte. Limited	Subsidiary	-	961.95
Centrum Retail Services Limited	Subsidiary	40,492.87	40,907.48
Centrum Financial Services Limited	Subsidiary	31,328.36	29,855.60
Ignis Capital Advisors Limited	Subsidiary	-	0.01
Centrum Capital International Limited	Subsidiary	-	198.10
Centrum Alternatives LLP	Subsidiary	875.67	875.67
Total		**91,741.17**	**90,483.57**

C) Investments in Preference Shares*

(in lakhs)

Name of the entity	Relation	As at March 31, 2024	As at March 31, 2023
Centrum Broking Limited	Subsidiary	-	346.53
Total		**-**	**346.53**

D) Corporate Guarantees given by the Company

(in lakhs)

Name of the entity	Relation	As at March 31, 2024	As at March 31, 2023
Unity Small Finance Bank Limited (assigned by Centrum Microcredit Limited)	Subsidiary	4,000.00	9,463.98
Centrum Broking Limited	Subsidiary	15,000.00	15,000.00
Centrum Housing Finance Limited	Subsidiary	56,160.00	46,800.00
Centrum Retail Services Limited	Subsidiary	1,405.00	1,405.00
Centrum Alternatives LLP	Subsidiary	22.42	22.42
Total		**76,587.42**	**72,691.40**

(* Investment in Debentures and Preference shares are presented at fair values.)

(Note : Loans, Guarantees given or Investments made are towards general business purposes.)

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Inter-Corporate Deposits Given												
Centrum Capital Advisors Limited	6,040.00	8,500.00	-	-	-	-	-	-	-	-	6,040.00	8,500.00
Centrum Financial Services Limited	5,327.00	16,598.00	-	-	-	-	-	-	-	-	5,327.00	16,598.00
Centrum Retail Services Limited	23,095.00	58,050.00	-	-	-	-	-	-	-	-	23,095.00	58,050.00
Centrum Broking Limited	1,49,200.00	-	-	-	-	-	-	-	-	-	1,49,200.00	-
Centrum Wealth Limited	20,720.00	-	-	-	-	-	-	-	-	-	20,720.00	-
Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)	1,765.00	-	-	-	-	-	-	-	-	-	1,765.00	-
Ignis Capital Advisors Limited	-	500.00	-	-	-	-	-	-	-	-	-	500.00
Total	**2,06,147.00**	**83,648.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**2,06,147.00**	**83,648.00**
Inter-Corporate Deposits/advance received back												
Centrum Retail Services Limited	18,795.00	58,050.00	-	-	-	-	-	-	-	-	18,795.00	58,050.00
Centrum Financial Services Limited	21,302.00	5,492.00	-	-	-	-	-	-	-	-	21,302.00	5,492.00
Centrum Capital Advisors Limited	8,199.05	6,310.95	-	-	-	-	-	-	-	-	8,199.05	6,310.95
Centrum International Services Pte. Limited	-	0.24	-	-	-	-	-	-	-	-	-	0.24
Centrum Broking Limited	1,46,700.00	-	-	-	-	-	-	-	-	-	1,46,700.00	-
Centrum Wealth Limited	19,905.00	-	-	-	-	-	-	-	-	-	19,905.00	-
Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)	1,615.00	821.55	-	-	-	-	-	-	-	-	1,615.00	821.55
Ignis Capital Advisors Limited	500.00	-	-	-	-	-	-	-	-	-	500.00	-
Total	**2,17,016.05**	**70,674.74**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**2,17,016.05**	**70,674.74**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS (CONTD..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Inter-Corporate Deposits Taken												
Centrum Retail Services Limited	3,800.00	12,200.00	-	-	-	-	-	-	-	-	3,800.00	12,200.00
Centrum Insurance Brokers Limited	2,010.00	-	-	-	-	-	-	-	-	-	2,010.00	-
Centrum Investment Advisors Limited	345.00	-	-	-	-	-	-	-	-	-	345.00	-
Total	**6,155.00**	**12,200.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**6,155.00**	**12,200.00**
Inter-Corporate Deposits repaid												
Centrum Retail Services Limited	10,800.00	5,200.00	-	-	-	-	-	-	-	-	10,800.00	5,200.00
Centrum Insurance Brokers Limited	1,010.00	-	-	-	-	-	-	-	-	-	1,010.00	-
Centrum Investment Advisors Limited	345.00	-	-	-	-	-	-	-	-	-	345.00	-
Total	**12,155.00**	**5,200.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**12,155.00**	**5,200.00**
Commission and Brokerage Paid												
Centrum Broking Limited	0.62	0.01	-	-	-	-	-	-	-	-	0.62	0.01
Centrum Investment Advisors Limited	-	893.39	-	-	-	-	-	-	-	-	-	893.39
Centrum Wealth Limited	-	1.53	-	-	-	-	-	-	-	-	-	1.53
Total	**0.62**	**894.93**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**0.62**	**894.93**
Syndication Income Received												
Centrum Wealth Limited	7.50	34.17	-	-	-	-	-	-	-	-	7.50	34.17
Unity Small Finance Bank Limited	39.00	-	-	-	-	-	-	-	-	-	39.00	-
Centrum Housing Finance Limited	141.00	-	-	-	-	-	-	-	-	-	141.00	-
Centrum Broking Limited	-	214.73	-	-	-	-	-	-	-	-	-	214.73
Total	**187.50**	**248.90**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**187.50**	**248.90**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS (CONTD..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Other Income												
Unity Small Finance Bank Limited	400.00	500.00	-	-	-	-	-	-	-	-	400.00	500.00
Total	**400.00**	**500.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**400.00**	**500.00**
Fractional Entitlement for Bonus Shares												
Centrum Broking Limited	0.01	-	-	-	-	-	-	-	-	-	0.01	-
Total	**0.01**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**0.01**	**-**
Fixed Deposit with Bank												
Unity Small Finance Bank Limited	15,500.00	11,500.00	-	-	-	-	-	-	-	-	15,500.00	11,500.00
Total	**15,500.00**	**11,500.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**15,500.00**	**11,500.00**
Sale of Property, plant and equipment(Computer)												
Unity Small Finance Bank Limited	-	0.19	-	-	-	-	-	-	-	-	-	0.19
Total	**-**	**0.19**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**0.19**
Capital Withdrawal from Partnership Interest												
Centrum Alternatives LLP	-	20.00	-	-	-	-	-	-	-	-	-	20.00
Total	**-**	**20.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**20.00**
Sale of Equity Shares Of Ignis Capital Advisors Limited												
Centrum Financial Services Limited	1.04	-	-	-	-	-	-	-	-	-	1.04	-
Total	**1.04**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1.04**	**-**
Conversation of Compulsory Convertible Debentures (CCD) into Equity Shares												
Centrum Financial Services Limited	1,509.16	-	-	-	-	-	-	-	-	-	1,509.16	-
Total	**1,509.16**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1,509.16**	**-**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS (CONTD..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Investment in Equity Shares												
Centrum Broking Limited (Right Issue and Bonus Issue)	193.78	-	-	-	-	-	-	-	-	-	193.78	-
Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited) (Fresh Issue)	1,349.00	-	-	-	-	-	-	-	-	-	1,349.00	-
Total	**1,542.78**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1,542.78**	**-**
Redemption of Preference Shares (Consideration Value)												
Centrum Broking Limited	374.58	-	-	-	-	-	-	-	-	-	374.58	-
Total	**374.58**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**374.58**	**-**
Consideration paid for Purchase of Centrum Retail Services Limited (CRSL) Equity share												
Mr. Amritpal Singh Bindra	-	-	-	-	-	-	2,000.00	-	-	-	2,000.00	-
Total	**-**	**-**	**-**	**-**	**-**	**-**	**2,000.00**	**-**	**-**	**-**	**2,000.00**	**-**
Income Tax Refund Transfer to USFB												
Unity Small Finance Bank Limited	99.62	-	-	-	-	-	-	-	-	-	99.62	-
Total	**99.62**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**99.62**	**-**
ESOP Liability Settled												
Centrum Retail Services Limited	389.67	-	-	-	-	-	-	-	-	-	389.67	-
Unity Small Finance Bank Limited	86.98	-	-	-	-	-	-	-	-	-	86.98	-
Centrum Broking Limited	131.48	-	-	-	-	-	-	-	-	-	131.48	-
Total	**608.13**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**608.13**	**-**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS (CONTD..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Market Linked Debentures(MLD) issued during the year												
Centrum Wealth Limited	-	11,949.59	-	-	-	-	-	-	-	-	-	11,949.59
Total	**-**	**11,949.59**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**11,949.59**
Market Linked Debentures(MLD) Redeemed during the year												
Centrum Wealth Limited	69.40	12,435.96	-	-	-	-	-	-	-	-	69.40	12,435.96
Centrum Broking Limited	-	890.06	-	-	-	-	-	-	-	-	-	890.06
Total	**69.40**	**13,326.02**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**69.40**	**13,326.02**
Rent Reimbursement												
Unity Small Finance Bank Limited	-	0.60	-	-	-	-	-	-	-	-	-	0.60
Total	**-**	**0.60**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**0.60**
Rent Expenses												
Businessmatch Services (India) Private Limited	-	-	15.96	15.20	-	-	-	-	-	-	15.96	15.20
Centrum Retail Services Limited	107.13	94.75	-	-	-	-	-	-	-	-	107.13	94.75
Total	**107.13**	**94.75**	**15.96**	**15.20**	**-**	**-**	**-**	**-**	**-**	**-**	**123.09**	**109.95**
Other Expenses												
Centrum Broking Limited	0.79	0.75	-	-	-	-	-	-	-	-	0.79	0.75
Centrum Retail Services Limited	14.52	16.49	-	-	-	-	-	-	-	-	14.52	16.49
Club 7 Holidays Limited	-	-	83.64	103.33	-	-	-	-	-	-	83.64	103.33
Acapella Foods And Restaurants Private Limited	-	-	18.71	21.00	-	-	-	-	-	-	18.71	21.00
Centrum Wealth Limited	1.25	0.75	-	-	-	-	-	-	-	-	1.25	0.75
Total	**16.56**	**17.99**	**102.35**	**124.33**	**-**	**-**	**-**	**-**	**-**	**-**	**118.91**	**142.32**
Shared Resources Income												
Centrum Retail Services Limited	1,404.23	1,296.22	-	-	-	-	-	-	-	-	1,404.23	1,296.22

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS (CONTD..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Centrum Wealth Limited	10.00	10.00	-	-	-	-	-	-	-	-	10.00	10.00
Centrum Broking Limited	10.00	10.00	-	-	-	-	-	-	-	-	10.00	10.00
Centrum Housing Finance Limited	10.00	10.00	-	-	-	-	-	-	-	-	10.00	10.00
Centrum Financial Services Limited	0.42	0.98	-	-	-	-	-	-	-	-	0.42	0.98
Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)	1.72	5.77	-	-	-	-	-	-	-	-	1.72	5.77
Centrum Investment Advisors Limited	6.41	6.51	-	-	-	-	-	-	-	-	6.41	6.51
Centrum Insurance Brokers Limited	1.23	1.26	-	-	-	-	-	-	-	-	1.23	1.26
Ignis Capital Advisors Limited	0.88	2.41	-	-	-	-	-	-	-	-	0.88	2.41
Acorn Fund Consultants Private Limited	-	-	-	-	-	-	-	-	-	1.20	-	1.20
Total	**1,444.89**	**1,343.15**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1.20**	**1,444.89**	**1,344.35**
Expenses Reimbursement												
Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)	0.44	-	-	-	-	-	-	-	-	-	0.44	-
Total	**0.44**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**0.44**	**-**
Interest Income												
Unity Small Finance Bank Limited	145.70	163.46	-	-	-	-	-	-	-	-	145.70	163.46
Centrum Capital Advisors Limited	113.17	270.96	-	-	-	-	-	-	-	-	113.17	270.96
Centrum Retail Services Limited	325.76	254.70	-	-	-	-	-	-	-	-	325.76	254.70
Centrum Broking Limited	274.93	-	-	-	-	-	-	-	-	-	274.93	-
Centrum Wealth Limited	64.42	-	-	-	-	-	-	-	-	-	64.42	-

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS (CONTD..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)	106.82	7.90	-	-	-	-	-	-	-	-	106.82	7.90
Centrum Financial Services Limited-compulsory convertible debentures	31.01	150.91	-	-	-	-	-	-	-	-	31.01	150.91
Centrum Financial Services Limited	1,283.17	660.29	-	-	-	-	-	-	-	-	1,283.17	660.29
Ignis Capital Advisors Limited	4.10	0.18	-	-	-	-	-	-	-	-	4.10	0.18
Total	**2,349.08**	**1,508.41**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**2,349.08**	**1,508.41**
Interest Expenses												
Centrum Retail Services Limited	143.19	7.16	-	-	-	-	-	-	-	-	143.19	7.16
Centrum Insurance Brokers Limited	95.41	-	-	-	-	-	-	-	-	-	95.41	-
Centrum Investment Advisors Limited	29.54	-	-	-	-	-	-	-	-	-	29.54	-
Total	**268.14**	**7.16**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**268.14**	**7.16**
Interest Expenses on redemption of Market Linked Debentures												
Centrum Wealth Limited	19.40	2,804.96	-	-	-	-	-	-	-	-	19.40	2,804.96
Centrum Broking Limited		155.06	-	-	-	-	-	-	-	-	-	155.06
Total	**19.40**	**2,960.02**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**19.40**	**2,960.02**
Directors sitting fees												
Mr. Chandir Gidwani	-	-	-	-	4.50	4.75	-	-	-	-	4.50	4.75
Mr. Rajasekhara Reddy	-	-	-	-	-	2.00	-	-	-	-	-	2.00
Mr. Subhash Kutte	-	-	-	-	8.60	12.70	-	-	-	-	8.60	12.70
Mr. Manmohan Shetty	-	-	-	-	3.25	4.75	-	-	-	-	3.25	4.75
Mr. Narayan Vasudeo Prabhutendulkar	-	-	-	-	3.80	9.40	-	-	-	-	3.80	9.40
Ms. Anjali Seth	-	-	-	-	4.00	4.00	-	-	-	-	4.00	4.00
Mr. Subrata Kumar Mitra	-	-	-	-	4.00	4.00	-	-	-	-	4.00	4.00

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS (CONTD..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Mr. Rajesh Kumar Srivastava	-	-	-	-	3.00	4.00	-	-	-	-	3.00	4.00
Mr. Rishad Byramjee	-	-	-	-	-	5.60	-	-	-	-	-	5.60
Mr. Ramchandra Kasargod Kamath	-	-	-	-	4.00	4.00	-	-	-	-	4.00	4.00
Mrs. Mahakhurshid Byramjee	-	-	-	-	1.00	1.00	-	-	-	-	1.00	1.00
Mr. Sankaranarayanan Radhamangalam Anantharaman	-	-	-	-	4.00	4.00	-	-	-	-	4.00	4.00
Mr. Essaji Goolam Vahanvati	-	-	-	-	5.80	2.00	-	-	-	-	5.80	2.00
Total	**-**	**-**	**-**	**-**	**45.95**	**62.20**	**-**	**-**	**-**	**-**	**45.95**	**62.20**
Professional Fees Expenses												
Sonchajyo Investment and Finance Private Limited	-	-	12.00	12.00	-	-	-	-	-	-	12.00	12.00
Centrum Broking Limited	79.00	-	-	-	-	-	-	-	-	-	79.00	-
Centrum Wealth Limited	49.37	1.50	-	-	-	-	-	-	-	-	49.37	1.50
Total	**128.37**	**1.50**	**12.00**	**12.00**	**-**	**-**	**-**	**-**	**-**	**-**	**140.37**	**13.50**
Compensation to Key Management Personnel*												
Short-term employee benefits	-	-	-	-	1,464.27	916.04	-	-	-	-	1,464.27	916.04
Post-employment benefits	-	-	-	-	-	-	-	-	-	-	-	-
Other long-term benefits	-	-	-	-	-	-	-	-	-	-	-	-
Share-based payments	-	-	-	-	46.91	8.13	-	-	-	-	46.91	8.13
Total	**-**	**-**	**-**	**-**	**1,511.19**	**924.17**	**-**	**-**	**-**	**-**	**1,511.19**	**924.17**
Corporate Guarantee Given / (Taken Back) - Net												
Unity Small Finance Bank Limited (assigned by Centrum Financial Services Limited)	-	(12,500.00)	-	-	-	-	-	-	-	-	-	(12,500.00)
Centrum Housing Finance Limited	9,360.00	1,466.66	-	-	-	-	-	-	-	-	9,360.00	1,466.66

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS (CONTD..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Unity Small Finance Bank Limited (assigned by Centrum Microcredit Limited)	(4,601.00)	(9,500.00)	-	-	-	-	-	-	-	-	(4,601.00)	(9,500.00)
Centrum Broking Limited	-	(6,500.00)	-	-	-	-	-	-	-	-	-	(6,500.00)
Total	**4,759.00**	**(27,033.34)**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**4,759.00**	**(27,033.34)**
Amount receivable as at March 31, 2024												
Interest Receivable												
Unity Small Finance Bank Limited	67.51	68.31	-	-	-	-	-	-	-	-	67.51	68.31
Ignis Capital Advisors Limited	-	0.16	-	-	-	-	-	-	-	-	-	0.16
Total	**67.51**	**68.47**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**67.51**	**68.47**
Security Deposits Receivable												
Businessmatch Services (India) Private Limited	-	-	30.00	30.00	-	-	-	-	-	-	30.00	30.00
Mr. Chandir Gidwani	-	-	-	-	30.00	30.00	-	-	-	-	30.00	30.00
Total	**-**	**-**	**30.00**	**30.00**	**30.00**	**30.00**	**-**	**-**	**-**	**-**	**60.00**	**60.00**
Loan/Advances receivable												
Centrum Financial Services Limited	-	15,975.00	-	-	-	-	-	-	-	-	-	15,975.00
Centrum Capital Advisors Limited	30.00	2,189.05	-	-	-	-	-	-	-	-	30.00	2,189.05
Centrum Retail Services Limited	4,300.00	-	-	-	-	-	-	-	-	-	4,300.00	-
Centrum Broking Limited	2,500.00	-	-	-	-	-	-	-	-	-	2,500.00	-
Centrum Wealth Limited	815.00	-	-	-	-	-	-	-	-	-	815.00	-
Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)	150.00	-	-	-	-	-	-	-	-	-	150.00	-
Ignis Capital Advisors Limited	-	500.00	-	-	-	-	-	-	-	-	-	500.00
Total	**7,795.00**	**18,664.05**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**7,795.00**	**18,664.05**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 43.2 ANNEXURE 'A' - RELATED PARTY TRANSACTIONS (CONTD..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Amount payable as at March 31, 2024												
Expenses Payable												
Acapella Foods And Restaurants Private Limited	-	-	1.28	1.22	-	-	-	-	-	-	1.28	1.22
Centrum Wealth Limited	1.06	-	-	-	-	-	-	-	-	-	1.06	-
Centrum Broking Limited	71.10	-	-	-	-	-	-	-	-	-	71.10	-
Centrum Retail Services Limited	0.87	1.00	-	-	-	-	-	-	-	-	0.87	1.00
Total	**73.03**	**1.00**	**1.28**	**1.22**	**-**	**-**	**-**	**-**	**-**	**-**	**74.31**	**2.22**
Loan/Advances payable												
Casby Global Air Private Limited	-	-	25.00	25.00	-	-	-	-	-	-	25.00	25.00
Centrum Insurance Brokers Limited	1,000.00	-	-	-	-	-	-	-	-	-	1,000.00	-
Centrum Retail Services Limited	-	7,000.00	-	-	-	-	-	-	-	-	-	7,000.00
Total	**1,000.00**	**7,000.00**	**25.00**	**25.00**	**-**	**-**	**-**	**-**	**-**	**-**	**1,025.00**	**7,025.00**
Outstanding Payable:												
Mr. Amritpal Singh Bindra	-	-	-	-	-	-	2,680.50	4,680.50	-	-	2,680.50	4,680.50
Total	**-**	**-**	**-**	**-**	**-**	**-**	**2,680.50**	**4,680.50**	**-**	**-**	**2,680.50**	**4,680.50**
Guarantees outstanding as on March 31, 2024												
Corporate Guarantee given												
Centrum Broking Limited	15,000.00	15,000.00	-	-	-	-	-	-	-	-	15,000.00	15,000.00
Unity Small Finance Bank Limited (assigned by Centrum Microcredit Limited)	4,000.00	9,463.98	-	-	-	-	-	-	-	-	4,000.00	9,463.98
Centrum Housing Finance Limited	56,160.00	46,800.00	-	-	-	-	-	-	-	-	56,160.00	46,800.00
Centrum Retail Services Limited	1,405.00	1,405.00	-	-	-	-	-	-	-	-	1,405.00	1,405.00
Centrum Alternatives LLP	22.42	22.42	-	-	-	-	-	-	-	-	22.42	22.42
Total	**76,587.42**	**72,691.40**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**76,587.42**	**72,691.40**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

Note 43.2 Annexure 'A' - Related Party Transactions (Contd..)

(₹ in lakhs)

Nature of transaction	Subsidiary Companies		Enterprise where Key Management Personnel has Control / Significant Influence		Key Management Personnel/Directors		Relative of Key Management Personnel/Individual having significant influence		Associates / Entities where company has significant influence		Total	
	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23	FY 2023-24	FY 2022-23
Investments in Preference Shares as on March 31, 2024												
Centrum Broking Limited	-	250.00	-	-	-	-	-	-	-	-	-	250.00
Total	**-**	**250.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**250.00**
Investments in Debentures as on March 31, 2024												
Centrum Financial Services Limited	-	1,509.14	-	-	-	-	-	-	-	-	-	1,509.14
Total	**-**	**1,509.14**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1,509.14**
Fixed Deposit with Bank												
Unity Small Finance Bank Limited	8,000.00	2,500.00	-	-	-	-	-	-	-	-	8,000.00	2,500.00
Total	**8,000.00**	**2,500.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**8,000.00**	**2,500.00**
Market linked Debentures (MLD) Payable as on March 31, 2024												
Mahakhurshid Khushrooh Byramjee	-	-	-	-	300.00	300.00	-	-	-	-	300.00	300.00
Jakari Developers Private Limited	-	-	100.00	100.00	-	-	-	-	-	-	100.00	100.00
Total	**-**	**-**	**100.00**	**100.00**	**300.00**	**300.00**	**-**	**-**	**-**	**-**	**400.00**	**400.00**

* Note : Expenses towards gratuity and leave encashment provisions are determined actuarially on an overall company basis at end of each year and accordingly have not been considered in the above information

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 44: FINANCIAL RISK MANAGEMENT

The Company's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risk which the Company is exposed to, how the Company manages the risk and the related accounting impact in the financial statements.

This note explains the sources of risk which the Company is exposed to and how the Company manages the risk and the impact of hedge accounting in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, bank deposits, Trade receivables, loans and other assets	"Ageing analysis Credit ratings"	Diversification of bank deposits, credit limits and letters of credit
Liquidity risk	Debts, borrowings and other liabilities	Rolling cash flow forecast	Availability of committed credit lines and borrowing facilities
Market risk - foreign exchange	"Future commercial transactions Recognised financial assets and liabilities not denominated in Indian rupee(₹)"	"Cash flow forecasting Sensitivity analysis"	"Forward foreign exchange contracts Foreign currency options"
Market risk - interest rate	Borrowings at variable rates	Sensitivity analysis	Interest rate swaps
Market risk - security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification

The Company's Board of Directors have overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors have established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the Board of Directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

a) Credit risk

Credit risk is the risk that the Company will incur a loss because its trade receivable fail to discharge their contractual obligations. The Company has a comprehensive framework for monitoring credit quality of its Trade receivables based on days past due monitoring at period end. Repayment by individual trade receivable is tracked regularly and required steps for recovery are taken through follow ups and legal recourse.

Credit risk arises from loans and advances, cash and cash equivalents, and deposits with banks and financial institutions.

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, and arises principally from the Company's receivables from customers and investments in debt securities.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 44: FINANCIAL RISK MANAGEMENT (CONTD..)

Credit risk management

The Company considers probability of default upon initial recognition of asset and whether there has been any significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, company compares the risk of default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Definition of Default

A default on a financial asset is when the counterparty fails to make contractual payments within 90 days of when they fall due. This definition of default is determined by considering the business environment in which NBFC operates and other macro-economic factors.

For Trade receivables, definition of default has been considered at 360 days past due after looking at the historical trend of receiving the payments.

ii) Provision for expected credit losses

The company provides for expected credit loss based on following:

Particulars	Description of category	Basis for recognition of expected credit loss provision
Stage 1	Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil	12-month expected credit losses
	Assets where there is low risk of default and where the counter-party has sufficient capacity to meet the obligations and where there has been low frequency of defaults in the past	
	Assets where the probability of default is considered moderate, counter-party where the capacity to meet the obligations is not strong	
Stage 2	Assets where there has been a significant increase in credit risk since initial recognition. Assets where the payments are more than 30 days past due	Life-time expected credit losses
	Assets where there is a high probability of default. In general, assets where contractual payments are more than 60 days past due are categorised as low quality assets. Also includes assets where the credit risk of counter-party has increased significantly though payments may not be more than 60 days past due	
Stage 3	Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the company. The Company categorises a loan or receivable for write off when a debtor fails to make contractual payments greater than 120 days past due. Where loans or receivables have been written off, company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.	Credit Loss is recognized on full exposure/ Asset is written off

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 44: FINANCIAL RISK MANAGEMENT (CONTD..)

Year ended March 31, 2024

(₹ in lakhs)

Risk	Asset group	Estimated gross carrying amount at default	Expected credit losses
Loss allowance measured at 12 month expected credit losses	Cash and cash equivalents	2,269.40	-
	Trade receivables	1,069.55	461.47
	Loans	7,797.82	19.30
	Other financial assets	247.61	100.26

Year ended March 31, 2023

(₹ in lakhs)

Risk	Asset group	Estimated gross carrying amount at default	Expected credit losses
Loss allowance measured at 12 month expected credit losses	Cash and cash equivalents	532.80	-
	Trade receivables	598.77	374.35
	Loans	18,667.51	42.75
	Other financial assets	245.50	103.61

Cash and cash equivalents

Cash and cash equivalents include balance of 2,269.41 Lakhs at March 31, 2024 (2023: 532.80 Lakhs) is maintained as cash in hand and balances with Bank and financial institution counterparties with good credit rating therefore have limited exposure to credit risk.

Loans and advances

The general creditworthiness of a customer tends to be the most relevant indicator of credit quality of a loan extended to it. The loans given by the Company are unsecured and are considered to have low credit risk based on credit evaluation undertaken by the Company. There is no history of any defaults on these loans. Since few counter parties are related parties and employees of the Company, the Company regularly monitors to ensure that these entities have enough liquidity which safeguards the interest of the Company. The said loans at amortised cost are considered to have low credit risk, and the loss allowance recognised during the period was therefore limited to 12 months expected losses, Management considers instruments to be low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flows obligations in the near terms.

Trade Receivables

The Company has established a simplified impairment approach for qualifying Trade receivables. For these assets, Company has recognized a loss allowance based on Lifetime ECLs rather than the two step process under the general approach.

Derivative assets

The Company enters into derivatives for risk management purposes. These include hedges that either meet the hedge accounting requirements or hedges that are economic hedges, but the Company has elected not to apply hedge accounting requirements.

The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts.The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts.

(₹ in lakhs)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Notional Amounts	Fair Value - Assets	Notional Amounts	Fair Value - Assets
Index derivatives	-	-	52.01	70.71
Total	**-**	**-**	**52.01**	**70.71**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 44: FINANCIAL RISK MANAGEMENT (CONTD..)

Measurement of Expected Credit Losses

The Company has applied a three-stage approach to measure expected credit losses (ECL) on loans. Assets migrate through following three stages based on the changes in credit quality since initial recognition:

(a) **Stage 1: 12- months ECL:** For exposures where there is no significant increase in credit risk since initial recognition and that are not credit-impaired upon origination, the portion of the lifetime ECL associated with the probability of default events occurring within the next 12- months is recognized.

(b) **Stage 2: Lifetime ECL, not credit-impaired:** For credit exposures where there has been a significant increase in credit risk since initial recognition but are not credit-impaired, a lifetime ECL is recognized.

(c) **Stage 3: Lifetime ECL, credit-impaired:** Financial assets are assessed as credit impaired upon occurrence of one or more events that have a detrimental impact on the estimated future cash flows of that asset. For financial assets that have become credit-impaired, a lifetime ECL is recognized and interest revenue is calculated by applying the effective interest rate to the amortised cost.At each reporting date, Company assesses whether there has been a significant increase in credit risk of its financial assets since initial recognition by comparing the risk of default occurring over the expected life of the asset. In determining whether credit risk has increased significantly since initial recognition, Company uses information that is relevant and available without undue cost or effort. This includes Company's internal credit rating grading system, external risk ratings and forward-looking information to assess deterioration in credit quality of a financial asset.

The Company assesses whether the credit risk on a financial asset has increased significantly on an individual and collective basis. For the purpose of collective evaluation of impairment, financial assets are grouped on the basis of shared credit risk characteristics, taking into account accounting instrument type, credit risk ratings, date of initial recognition, remaining term to maturity, industry, geographical location of the borrower, collateral type, and other relevant factors. For the purpose of individual evaluation of impairment factors such as internally collected data on customer payment record, utilization of granted credit limits and information obtained during the periodic review of customer records such as audited financial statements, budgets and projections are considered.

In determining whether the credit risk on a financial asset has increased significantly, the Company considers the change in the risk of a default occurring since initial recognition. The default definition used for such assessment is consistent with that used for internal credit risk management purposes.

Company measures the amount of ECL on a financial instrument in a way that reflects an unbiased and probability-weighted amount. Company considers its historical loss experience and adjusts the same for current observable data. The key inputs into the measurement of ECL are the probability of default, loss given default and exposure at default. These parameters are derived from Company's internally developed statistical models and other historical data.

Probability of Default (PD)

Borrowers have been classified into two asset classes - Corporate and Retail. For Corporate borrowers, PD has been mapped using the credible external rating study. For retail borrowers, due to insufficiency of historical data proxy of PD has been mapped from other portfolio of same entity. In case entity does not have any other portfolio, then rating of Company (group Company) has been used to compute PD.

Loss Given Default (LGD)

Historical recovery is usually considered to calculate Loss Given Default (LGD). For all stages, cases (DPD> 90) are considered while arriving at historical LGD. Recovery period for all the cases are 6 months, the capping is based on assumption that maximum recovery gets incurred within 6 months of default and after that recovery is negligible. For Company significant data for computation of LGD was not available. Hence, Basel reference is used for LGD. Accordingly, we have used 65% as LGD which corresponds against Senior Unsecured Claims.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 44: FINANCIAL RISK MANAGEMENT (CONTD..)

Exposure at default (EAD)

Exposure at default is the total value an entity is exposed to when a loan defaults. It is the predicted amount of exposure that an entity may be exposed to when a debtor defaults on a loan. The outstanding principal and outstanding arrears reported as of the reporting date for computation of ECL is used as the EAD for all the portfolios.

iii) Reconciliation of loss allowance provision

(₹ in lakhs)

Reconciliation of loss allowance	Loss allowance measured at 12 month expected losses		
	For Trade receivables	For Loans	For other Financial Assets
Loss allowance on 31 March 2023	374.33	42.74	103.61
Changes in loss allowances due to			
Bad debts written off	-	-	-
Net remeasurement of loss allowance	87.14	(23.44)	(3.36)
Loss allowance on 31 March 2024	**461.47**	**19.30**	**100.26**

Loans that are past due but not impaired

Loans that are 'past due but not impaired' are those for which contractual interest or principal payments are past due but Company believes that impairment is not appropriate on the basis of the level of security or collateral available and/or the stage of collection of amounts owed to Company.

As of 31st March 2024, Company does not have any exposure on loans and advances that were modified but not derecognised during the year, for which the provision for doubtful debts was measured at a lifetime ECL at the beginning of the year and at the end of the year had changed to 12- months ECL

Concentration of credit risk

The Company monitors concentrations of credit risk by sector and by segments. The major portfolio of Company is under Investments. Company regularly track the performance of the investment portfolio as this has high concentration risk.

b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Due to the dynamic nature of the underlying businesses, Company's treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Financing arrangements

The Company has access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Undrawn borrowing facilities	450.00	3,951.00

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 44: FINANCIAL RISK MANAGEMENT (CONTD..)

Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities, and net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

As at March 31,2024

(₹ in lakhs)

Particulars	Contractual cash flows						
	Carrying amount	Gross nominal inflow/ (outflow)	upto 3 months	3 to 6 months	6 to 12 months	1 year to 3 year	Over 3 year
Non-derivative financial liabilities							
Debt securities	30,569.55	(30,569.55)	-	(4,385.15)	(5,490.43)	(20,693.96)	-
Borrowings (other than Debt securities)	1,354.98	(1,354.98)	(1.46)	(1.49)	(1,003.08)	(348.95)	-
Other financial liabilities	15,949.30	(15,949.30)	(5.76)	(3,434.94)	(3,765.14)	(8,733.27)	(10.20)
Total	**47,873.83**	**(47,873.83)**	**(7.22)**	**(3,436.43)**	**(10,258.65)**	**(29,776.18)**	**(10.20)**
Derivative financial assets	-	-	-	-	-	-	-
Derivative financial liabilities							
Embedded derivatives on redeemable market linked debentures	26,135.22	(26,135.22)	-	(4,138.89)	(5,146.06)	(16,850.27)	-
Total	**26,135.22**	**(26,135.22)**	**-**	**(4,138.89)**	**(5,146.06)**	**(16,850.27)**	**-**

As at March 31,2023

(₹ in lakhs)

Particulars	Contractual cash flows						
	Carrying amount	Gross nominal inflow/ (outflow)	upto 3 months	3 to 6 months	6 to 12 months	1 year to 3 year	Over 3 year
Non-derivative financial liabilities							
Debt securities	30,615.80	(30,615.80)	-	-	(46.34)	(30,569.46)	-
Borrowings (other than Debt securities)	7,983.65	(7,983.65)	(32.41)	(32.85)	(7,563.43)	(14.90)	(340.08)
Other financial liabilities	8,494.78	(8,494.78)	(4.92)	(4.98)	(245.76)	(8,218.94)	(20.17)
Total	**47,094.23**	**(47,094.23)**	**(37.33)**	**(37.83)**	**(7,855.53)**	**(38,803.30)**	**(360.25)**

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 44: FINANCIAL RISK MANAGEMENT (CONTD..)

(₹ in lakhs)

Particulars	Contractual cash flows						
	Carrying amount	Gross nominal inflow/ (outflow)	upto 3 months	3 to 6 months	6 to 12 months	1 year to 3 year	Over 3 year
Derivative financial assets							
Options	70.71	70.71	70.71	-	-	-	-
Derivative financial liabilities							
Embedded derivatives on redeemable market linked debentures	24,402.75	(24,402.75)	-	-	(5.77)	(24,396.99)	-
Total	**24,332.04**	**(24,332.04)**	**70.71**	**-**	**(5.77)**	**(24,396.99)**	**-**

c. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Total market risk exposure

(₹ in lakhs)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Carrying amount	Traded risk	Non traded risk	Carrying amount	Traded risk	Non traded risk
Assets						
Cash and cash equivalents	2,269.41	-	2,269.41	532.80	-	532.80
Bank balance other than cash and cash equivalents above	9,112.44	-	9,112.44	4,327.45	-	4,327.45
Derivative financial instruments	-	-	-	70.71	-	70.71
Trade receivables	608.09	-	608.09	224.44	-	224.44
Loans	7,778.52	-	7,778.52	18,624.76	-	18,624.76
Investments - at amortised cost	91,741.17	-	91,741.17	90,483.57	-	90,483.57
Investments - at FVOCI	-	-	-	-	-	-
Investments - at FVTPL	1,611.52	1,611.52	-	4,104.84	4,104.84	-
Other financial assets	147.37	-	147.37	141.88	-	141.88
Liabilities						
Derivative financial instruments	26,135.22	-	26,135.22	24,402.75	-	24,402.75
Debt securities	30,569.55	-	30,569.55	30,615.80	-	30,615.80
Borrowings (other than Debt securities)	1,354.98	-	1,354.98	7,983.64	-	7,983.64
Other financial liabilities	15,949.30	-	15,949.30	8,494.78	-	8,494.78

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 44: FINANCIAL RISK MANAGEMENT (CONTD..)

d) Price risk

Price risk exposes the Company to fluctuations in fair values or future cash flows of a financial instrument because of changes in market prices whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market.

(₹ in lakhs)

Particulars	As at March 31, 2024			
	Impact on profit before tax		Impact on OCI	
	1% increase	1% decrease	1% increase	1% decrease
(a) Equity Instruments	1.34	(1.34)	-	-
(b) Debt securities	-	-	-	-
(c) Preference shares	0.61	(0.61)	-	-
(d) Units of private equity	14.16	(14.16)	-	-
(e) Options(net)	-	-	-	-

(₹ in lakhs)

Particulars	As at March 31, 2024			
	Impact on profit before tax		Impact on OCI	
	1% increase	1% decrease	1% increase	1% decrease
(a) Equity Instruments	6.81	(6.81)	-	-
(b) Debt securities	15.12	(15.12)	-	-
(c) Preference shares	4.25	(4.25)	-	-
(d) Units of private equity	14.87	(14.87)	-	-
(e) Options(net)	0.71	(0.71)	-	-

e) Currency risk : Trade Receivable

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company's exposures to unhedged foreign currency risk as at the end of reporting periods expressed in ₹ as follows :

Particulars	March 31, 2024	March 31, 2023
Loan & advances to related parties	Nil	Nil
Trade Receivable	0.17 ($ 202 @ Closing 1 $ = 83.34)	Nil

Sensitivity

The Sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments

(₹ in lakhs)

Particulars	Impact on Profit before tax	
	March 31, 2024	March 31, 2023
₹/$ Sensitivity increase by 5%	0.0085	Nil
₹/$ Sensitivity decrease by 5%	(0.0085)	Nil

f) Interest rate risk

The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 44: FINANCIAL RISK MANAGEMENT (CONTD..)

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Exposure to interest rate risk

The interest rate profile of the Bank's interest-bearing financial instruments as reported to the management is as follows.

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Fixed-rate instruments		
Financial assets	7,778.52	18,624.76
Financial liabilities	31,899.53	38,574.45
Variable-rate instruments		
Financial assets	Nil	Nil
Financial liabilities	Nil	Nil

NOTE 45: ADDITIONAL REGULATORY INFORMATION (TO THE EXTENT APPLICABLE AND REPORTABLE)

(i) Details for any transactions entered with companies struck-off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act 1956 :

(₹ in lakhs)

Name of the struck-off company	Nature of transactions with struck-off company	Balance outstanding as at March 31, 2024	Relationship with the struck-off company, if any, to be disclosed	Balance outstanding as at March 31, 2023	Relationship with the struck-off Company, if any, to be disclosed.
Shrinath Cotfab Private Limited	Trade receivables	0.90	Not Applicable	0.90	Not Applicable

(ii) The following are analytical ratios for the year ended March 31, 2024 and March 31, 2023

Particulars	Year ended March 31, 2024	Year ended March 31, 2023	Variance %	Reason for change by more than 25%
Current Ratio (times)	0.63	1.74	(64%)	Due to Increase in current debt obligations
(Current Assets/Current Liabilities)				
Debt Equity Ratio	1.88	1.62	16%	
(Total Debt/Equity)				
Debt Service Coverage Ratio (in times)	0.20	(0.06)	(421%)	Due to improvement in profit before interest and tax for the year.
(Earnings before Interest, Tax and Exceptional Items)/(Current Debt Obligation)				
Trade Receivable Turnover (times)	11.89	7.96	49%	Due to increase in sales during the year.
(Sales of services/Average Trade Receivables)				
Return on Equity	(13.05%)	(16.41%)	(20%)	
(Profit after Tax/Closing Shareholders Equity)				
Trade Payables Turnover (times)	NA	NA	NA	
Return on Capital employed	4.17%	0.74%	463%	Due to improvement in profit before interest and tax for the year.
((Earnings before Interest and Tax) /Closing Capital Employed)				
Return on Investments	NA	NA	NA	
Net Profit Margin Ratio (%)	(89.72%)	(279.40%)	(68%)	Due to increase in sales during the year.

Notes forming part of the Standalone Financial Statements

for the year ended March 31, 2024

NOTE 45: ADDITIONAL REGULATORY INFORMATION (TO THE EXTENT APPLICABLE AND REPORTABLE)(CONTD..)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023	Variance %	Reason for change by more than 25%
(Profit after Tax/ Total Revenue from operations)				
Net capital turnover ratio	(850%)	118%	(822%)	Due to decrease in net working capital.
Inventory Turnover (times)	NA	NA	NA	

(iii) The Merger Scheme of Centrum Microcredit Limited (CML) with the Company was approved by National Company Law Tribunal ('NCLT') on March 30, 2023. The merger is effective from the Appointed Date, i.e., April 01, 2022. The merger was given effect to in books of account in accordance with Appendix C of Indian Accounting Standard (Ind AS) 103, Business Combinations and accordingly, figures for the previous year have been restated.

NOTE 46: SEGMENT INFORMATION

In accordance with Ind AS 108, 'Operating Segments', segment information has been given in the consolidated financial statements and therefore, no separate disclosure on segment information is given in the standalone financial statements

NOTE 47: DISCLOSURE WITH REGARD TO DUES TO MICRO AND SMALL ENTERPRISES

Based on the information available with the Company and has been relied upon by the auditors, none of the suppliers have confirmed to be registered under "The Micro, Small and Medium Enterprises Development ('MSMED') Act, 2006".Accordingly, no disclosures relating to principal amounts unpaid as at the period ended March 31, 2024 together with interest paid /payable are required to be furnished.

NOTE 48: Amount shown as 0.00 lakhs represents amount below 5000 (Rupees Five Thousand).

NOTE 49: EVENTS OCCURING AFTER THE REPORTING PERIOD

No Significant adjusting event occurred between balance sheet date and the date of the approval of these standalone financial statements by the Board of the Directors requiring adjustments on disclosures.

NOTE 50: PREVIOUS YEAR COMPARATIVES

Figures for the previous year have been regrouped wherever necessary.

Signatures to Notes 1 to 50

SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Place : Mumbai
Date : May 17, 2024

For and on behalf of Board of Directors of
Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

Independent Auditor's Report

To the Members of Centrum Capital Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Centrum Capital Limited** (the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as the 'Group'), its associate, which comprise the Consolidated Balance Sheet as at 31st March, 2024, and the Consolidated Statement of Profit and Loss, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of material and other accounting policies and other explanatory information (hereinafter referred to as the 'consolidated financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2024, of its consolidated loss, consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its associate in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India (the 'ICAI') and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	The Key audit matter(s)	How the audit addressed the key audit matter(s)
1	**Carrying value of investments in subsidiaries** (Centrum Capital Limited ('CCL'), the Holding Company)	
	The Company has equity investments in subsidiaries amounting to ₹ 90,869.50 lakhs as at 31st March, 2024 (the 'Investments') which are carried at cost as per Ind AS 27, Separate Financial Statements. We considered the valuation of such investments to be significant to the audit, because of the materiality of the investments to the standalone financial statements of the Company. The management assesses at least annually the existence of impairment indicators of each investment. The recoverable amount of the investments is determined based on the management's estimates of future cash flows and their judgment with respect to the subsidiaries and associate performance.	Our audit procedures included but were not limited to the following: - Understood the design and implementation of relevant internal controls with respect to Investments including its impairment assessment; - Performed necessary audit procedures to test the operating effectiveness of the relevant internal controls with respect to valuation of Investments during the year ended and as of 31st March, 2024; - We compared the carrying values of the investment in subsidiaries and associate for which audited financial statements were available with their respective net asset values and earnings for the period;

Sr. No.	The Key audit matter(s)	How the audit addressed the key audit matter(s)
	Accordingly, the impairment of investments was determined to be a key audit matter in our audit of the standalone financial statements.	- We obtained management's evaluation of impairment analysis and evaluated the forecast of future cash flows used by the management in the model to compute the recoverable value/ value in use; - We have evaluated valuation reports issued by an independent valuer for valuation of investments in subsidiary companies and associate. We have verified the valuation reports particularly with reference to underlying assumptions in discussion with external valuers; and - We have also verified the independence and competence of the valuers and scope of the assignments. We assessed the disclosures made in the standalone financial statements.
2.	**Valuation of Market Linked Debentures** (Refer Note 22 to the consolidated financial statements) (Centrum Capital Limited ('CCL'), the Holding Company)	
	The Company has a significant amount of outstanding Market Linked Debentures (MLDs) as on 31st March, 2024 aggregating ₹ 30,569.55 lakhs. Also, the Company has engaged external experts for valuation of MLDs. We have identified the valuation of and the accounting treatment for MLDs as a key audit matter because the accounting and valuation of MLDs involves a significant degree of management's judgment and external expert's opinion.	Our audit procedures included but were not limited to the following: - Inspected Board minutes and other appropriate documentation of authorization to assess whether the transactions were appropriately authorized; - Understood the design and implementation of relevant internal controls with respect to MLDs; - Performed necessary audit procedures to test the operating effectiveness of the relevant internal controls with respect to MLDs during the year ended and as of 31st March, 2024; - Verified the terms and condition of the MLDs with the MLDs deed, prospectuses and other supporting documents; - Verified the calculations carried out to separate the derivative component from MLDs; - We examined the valuation report from external experts engaged by the Company to identify the value of derivative element which was assessed by us particularly with reference to underlying assumptions in discussion with external experts; and - We have also verified the independence and competence of the valuers and scope of the assignments.
3.	**Impairment of loans and advances to customers -** (Refer Note 4(h) - Accounting Policy on Impairment of financial assets, to the consolidated financial statements) (Centrum Housing Finance Limited ('CHFL'), a subsidiary company)	
	Under Ind AS 109, Financial Instruments, allowance for loan losses are determined using expected credit loss (ECL) estimation model. The estimation of ECL on financial instruments involves significant judgement and estimates.	Our key audit procedures included: **Design / controls** We performed end to end process walkthroughs to identify the key systems, applications and controls used in the ECL process. We tested the relevant manual (including spreadsheet controls), general IT and application controls over key systems used in the ECL process.

Sr. No.	The Key audit matter(s)	How the audit addressed the key audit matter(s)
	The critical areas where we identified greater levels of management judgement and therefore enhanced levels of audit focus in the Company's estimation of ECLs are: - Data inputs - The application of ECL model requires several data inputs. This increases the risk of completeness and accuracy of the data that has been used to create assumptions in the model. - Model estimations – Inherently judgmental models are used to estimate ECL which involves determining Probabilities of Default ('PD'), Loss Given Default ('LGD'), and Exposures at Default ('EAD'). The PD and the LGD are the key drivers of estimation complexity in the ECL and as a result are considered the most significant judgmental aspect of the Company's modelling approach - Economic scenarios – Ind AS 109 requires the Company to measure ECLs on an unbiased forward-looking basis reflecting a range of future economic conditions. Significant management judgement is applied in determining the economic scenarios used and the probability weights applied to them especially when considering uncertain economic environment. - Qualitative adjustments – Adjustments to the model-driven ECL results are recorded by management to address known impairment model limitations or emerging trends as well as risks not captured by models. These adjustments are inherently uncertain and significant management judgement is involved in estimating these amounts. The effect of these matters is that, as part of our risk assessment, we determined that the impairment of loans and advances to customers has a high degree of estimation uncertainty, with a potential range of reasonable outcomes greater than our materiality for the financial statements as a whole, and possibly many times that amount. The credit risk sections of the financial statements (Refer Note no. 59(a)) disclose the sensitivities estimated by the Company. **Disclosures** The disclosures regarding the Company's application of Ind AS 109 are vital to explaining the key judgements and material inputs to the Ind AS 109 ECL results. Further, disclosures to be provided as per RBI circulars with regards to non-performing assets and provisions are an area of focus, particularly as they are related to an area of significant estimate.	Key aspects of our controls testing involved the following: - Testing the design and operating effectiveness of the key controls over the completeness and accuracy of the key inputs, data and assumptions into the Ind AS 109 impairment models; - Testing the 'Governance Framework' controls over validation, implementation and model monitoring in line with the RBI guidance; - Testing the design and operating effectiveness of the key controls over the application of the staging criteria; - Testing management's controls over authorization and calculation of post model adjustments and management overlays; - Testing management's controls on compliance with Ind AS 109 disclosures related to ECL; and - Testing key controls operating over information technology in relation to loan impairment management systems, including system access and system change management, program development and computer operations. We also performed the following important tests - Evaluating the appropriateness of the Company's Ind AS 109 impairment methodologies and reasonableness of assumptions used (including management overlays); - For models which were changed or updated during the year, evaluating whether the changes were appropriate by assessing the updated model methodology.;and - The reasonableness of the Company's considerations of the impact due to uncertain economic environment on the ECL determination. **Test of details** Key aspects of our testing included: - Sample testing over key inputs, data and assumptions impacting ECL calculations to assess the completeness, accuracy and relevance of data and reasonableness of economic forecasts, weights, and the model assumptions applied; - Test of details of post model adjustments, considering the size and complexity of management overlays, in order to assess the reasonableness of the adjustments by challenging key assumptions, inspecting the calculation methodology and tracing a sample of the data used back to source data;

Sr. No.	The Key audit matter(s)	How the audit addressed the key audit matter(s)
		- Assessing disclosures - We assessed whether the disclosures appropriately disclose and address the uncertainty which exists when determining the ECL. As part of this activity, we assessed the sensitivity analysis that is disclosed. In addition, we assessed whether the disclosure of the key judgements and assumptions made was appropriately and sufficiently clear.
4.	**Acquisition of business in accordance with Ind AS 103, Business Combinations and the appropriateness of revaluation of the carrying value of the acquired Net Assets and Goodwill.** (Refer Note 50 to the consolidated financial statements - Disclosure on Business Transfer Agreement to the financial statements) (Centrum Housing Finance Limited ('CHFL'), a subsidiary company)	
	On 28th February, 2023, the Company acquired the Housing Finance business of National Trust Housing Finance Limited (NatTrust) pursuant to the Business Transfer Agreement (BTA) as described in the afore stated note. The Company had determined the acquisition to be a Business Combination in accordance with Ind AS 103. Ind AS 103 requires the identified assets and liabilities be recognised at fair value at the date of acquisition with the excess of the acquisition cost over the identified fair value of recognised assets and liabilities as goodwill. The Company had appointed an independent professional valuer to perform valuation of assets for the purpose of allocation of the consolidated purchase price to the respective assets and liabilities acquired (hereinafter referred to as the 'purchase price allocation' or the 'PPA'). The management had determined that the fair value of the net identifiable assets acquired was ₹ 13,118 lakhs as part of the PPA and accordingly, the consideration paid in excess of the net assets resulted in recognition of Goodwill of ₹ 382.25 lakhs. Significant assumptions and estimates were used as of the date of acquisition in the determination of the fair values of the identified assets acquired and liabilities assumed in the transaction. During the financial year 2023-24, the Company has carried out and completed its internal value re-assessment of the assets of NatTrust acquired previously, more particularly, the NPA's as on the date of acquisition and revaluation impact is accounted in the books in compliance with the provisions of Ind AS 103. In light of the detailed reassessment of the NPAs conducted during the year, the Company's revised estimate of the fair value of the acquired NPAs is ₹ 863.19 lakhs (compared to ₹ 1464.70 lakhs). This has resulted in additional recognition of Goodwill to the extent of ₹ 601.51 lakhs. Accordingly, this revaluation exercise is considered to be a key audit matter.	Our procedures included the following: - We understood from the management, assessed the design and tested the operating effectiveness of the Company's key controls over the accounting of business combination and the impairment assessment. We have evaluated the competence, capabilities and objectivity of the managements' expert engaged for the PPA, obtained an understanding of the work of the expert and evaluated the appropriateness of the expert's work as audit evidence. We have traced the value of the consideration transferred with reference to the BTA. We have carried out our evaluation to review the PPA and assess the reasonableness of the underlying key assumptions used in determining the fair value of assets and liabilities as at the acquisition date. We have verified the management's computation of goodwill. We have further verified the management's rationale and methodology for revaluation of the loan assets acquired, more particularly, the NPAs as on date of acquisition. We have assessed the accuracy and appropriateness of the disclosures made in the financial statements. Based on our procedures performed above, we noted that the carrying value of the acquired Net Assets and Goodwill post the revaluation exercise was appropriate.

<table>
<tr><th>Sr. No.</th><th>The Key audit matter(s)</th><th>How the audit addressed the key audit matter(s)</th></tr>
<tr><td>5.</td><td colspan="2">Impairment Assessment of Investments in Subsidiary and Associate Companies (Centrum financial Services Limited ('CFSL'), a subsidiary company)</td></tr>
<tr><td></td><td>The Company has investments of ₹ 53,616.04 lakhs as on 31st March, 2024 in subsidiary companies and associate companies that accounts for about 93% of the total assets of the company.

The Company accounts for its investments in the subsidiary and associate companies at cost as per Ind AS 27, Separate Financial Statements.

Ind AS 36, Impairment of Assets, prescribes the procedures that an entity applies to ensure that its assets are carried at no more than their recoverable amount. A deficit between recoverable value and carrying value would result in impairment. Ind AS 36 requires an entity to make a formal estimate of the recoverable amount only if indication of impairment loss is present.

Some indicators that an impairment loss is present includes, but is not limited to:
- Significant changes with an adverse effect on the entity have taken place during the period, or will take place in the near future, in the technological, market, economic or legal environment in which the entity operates or in the market to which an asset is dedicated;
- Market interest rates or other market rates of return on investments have increased during the period, and those increases are likely to affect the discount rate used in calculating an asset's value in use and decrease the asset's recoverable amount materially; and
- Significant changes with an adverse effect on the entity have taken place during the period or are expected to take place in the near future, in the extent to which, or manner in which, an asset is used or is expected to be used. These changes include the asset becoming idle, plans to discontinue or restructure the operation to which an asset belongs, plans to dispose of an asset before the previously expected date, and reassessing the useful life of an asset as finite rather than indefinite, etc.

Impairment Assessment of Investments is considered a key audit matter because the identification of an impairment indicator is highly based on management judgment and is affected by future market and economic conditions which are inherently uncertain, and because of the materiality of the balances to the IND AS Financial Statements as a whole.</td><td>The Audit Procedures Performed included the following:
- Understood the design and implementation of relevant internal controls with respect to Investments including its impairment assessment;
- Performed necessary audit procedures to test the operating effectiveness of the relevant internal controls with respect to valuation of Investments during the year ended 31st March, 2024;
- We compared the carrying values of the investment in subsidiaries and associates for which audited financial statements were available with their respective net asset values and earnings for the period;
- We obtained management's evaluation of impairment analysis and evaluated the forecast of future cash flows used by the management in the model to compute the recoverable value/ value in use; and
- We have evaluated valuation reports issued by an independent valuer for valuation of investments in subsidiary and associate companies.</td></tr>
</table>

Sr. No.	The Key audit matter(s)	How the audit addressed the key audit matter(s)
6.	**Valuation of Market Linked Debentures** (Centrum financial Services Limited ('CFSL'), a subsidiary company)	
	The Company has a significant amount of outstanding Market Linked Debentures (MLDs) as on 31st March, 2024 aggregating to ₹ 9,862.37 lakhs. Also, the Company has engaged external experts for valuation of MLDs. We have identified the valuation of and the accounting treatment for MLDs as a key audit matter because the accounting and valuation of MLDs involves a significant degree of management's judgment and external expert's opinion.	Principal Audit Procedures Performed included the following: - Inspected Board minutes and the minutes of the Finance Committee to assess whether the transactions were appropriately authorized; - Understood the design and implementation of relevant internal controls with respect to MLDs including review of the term sheets; and - Verified the calculations carried out to separate the derivative component from MLDs. We examined the valuation report from external experts engaged by the Company to identify the value of derivative element which was assessed by us particularly with reference to underlying assumptions in discussion with external experts

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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 Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated statement of changes in equity and consolidated cash flows of the Group including its associate in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the Group and of its associate to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Group and of its associate or to cease operations, or has no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group and its associate are responsible for overseeing the financial reporting process of the Group and its associate.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls;

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associate to cease to continue as a going concern;

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matter

a) We did not audit the financial statements / financial information of (13) subsidiaries (including a limited liability partnership), whose financial statements / financial information reflect total assets of ₹ 17,96,171.26 lakhs as at 31st March, 2024, total revenues of ₹ 2,26,296.86 lakhs and net cash inflows amounting to ₹ 3,243.58 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit/loss of ₹ Nil for the year ended 31st March, 2024, as considered in the consolidated financial statements, in respect of 1 associate whose financial statements / financial information have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, and associate, is based solely on the reports of the other auditors.

b) We did not audit the financial statements of three (3) subsidiaries which are located outside India whose financial statements / financial information have been prepared in accordance with accounting principles generally accepted in their respective countries, whose financial statements reflects total assets of ₹ Nil as at 17th November, 2023 total revenues of ₹ 577.50 lakhs and net cash outflows of ₹ 248.39 lakhs. The Holding Company's management has converted the financial statements of those subsidiaries located outside India from accounting principles generally accepted in its country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of those subsidiaries (upto 17th November, 2023) located outside India is based on the report of its independent auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based on the reports of the management and procedures performed by us are as stated in paragraph above. Our opinion on the consolidated financial statements is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the management

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;

    b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;

    c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;

    d) In our opinion, the aforesaid consolidated financial statements comply with Indian Accounting Standards specified under Section 133 of the Act;

    e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2024 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and its associate incorporated in India, none of the directors of the Group companies and its associate incorporated in India is disqualified as on 31st March, 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 Group and its associate incorporated in India and the operating effectiveness of such controls, refer to our separate Report in **Annexure 'A'**;

g) With respect to the other matters to be included in the Auditor's Report in accordance with the Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the remuneration paid by the Holding Company, its subsidiary companies and its associate incorporated in India, where applicable, to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company, its subsidiary companies and associate incorporated in India is not in excess of the limit laid down under Section 197 of the Act. Further, the Ministry of Corporate Affairs has not prescribed other details under aforesaid section which are required to be commented upon by us; and

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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) There were no pending litigations which would impact the consolidated financial position of the Group and its associate - (Refer Note 47 to the consolidated financial statements);

(ii) The Group and its associate did not have any material foreseeable losses on long-term contracts including derivative contracts - (Refer Note 8 to the consolidated financial statements) in respect of such items as it relates to the Group;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiary companies and associate company incorporated in India;

(iv) (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the consolidated financial statements, during the year, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiaries incorporated in India to or in any other person or entity, including foreign entities (the 'Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its subsidiary companies incorporated in India (the 'Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the consolidated financial statements during the year, no funds have been received by the Holding Company or its subsidiary companies incorporated in India from any person or entity, including foreign entities (the 'Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiaries or associate incorporated in India shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (the 'Ultimate Beneficiaries') or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures, we have considered reasonable and appropriate in the circumstances that nothing has come to our notice that has caused us to believe that the representations under paragraph (a) and (b) above, contain any material misstatement.

(v) The Holding Company has not declared nor paid any dividend during the year. Further, based on the audit reports of the subsidiary companies and associate company, incorporated in India, those entities have not declared nor paid any dividend during the year. Accordingly, reporting on the compliance with Section 123 of the Act is not applicable; and

(vi) In our opinion and based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31st March, 2024 which has a feature of recording audit trail (edit log) facility and 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 the audit trail feature being tampered with.

Further, as proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, as amended is applicable from 1st April, 2023 and reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, as amended, on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31st March, 2024.

2. With respect to the matters specified in the Paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ('CARO') issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's Report, and according to the information and explanations given to us, and based on our audit of Holding Company and on the consideration of the report of other auditors on separate financial statements and other financial information of the subsidiaries and associate, incorporated in India as noted in the 'Other Matter' paragraph, we give below a statement on the matters specified in paragraphs 3(xxi) of the Order.

Name of the Entity	Relationship	Clause number of the CARO report which is unfavourable or adverse
Centrum Retail Services Limited	Subsidiary company	(iii)(c) to (e), (xiv)(b), (xvii)
Centrum Broking Limited	Subsidiary company	(xvii)
Centrum Housing Finance Limited	Subsidiary company	(iii)(c) and (d), (xi)(a)
Centrum Financial Services Limited	Subsidiary company	(vii)(b)
Centrum Alternative Investment Managers Limited (modulus)	Subsidiary company	(xvii)
Centrum Capital Advisors Limited	Subsidiary company	(xvii)
Centrum Insurance Broker Limited	Subsidiary company	(vii)(a) and (b)
Centrum Wealth Limited (formerly Centrum Wealth Management Limited)	Subsidiary company	(iii)(c) and (d), (vii)(a) and (b)
Centrum Investment Advisors Limited	Subsidiary company	(vii)(a) and (b)
Ignis Capital Advisors Limited	Subsidiary company	(xvii)

SHARP & TANNAN
Chartered Accountants
Firm's Registration No.109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385
UDIN: 24043385BKDZVK4214

Mumbai, 17th May, 2024

Annexure 'A' to the Independent Auditor's Report

(Referred to in paragraph 1(f) of our report of even date)

Report on the Internal Financial Controls under Section 143(3)(i) of the Companies Act, 2013 (the 'Act')

In conjunction with our audit of the consolidated financial statements of the **Centrum Capital Limited** (the 'Holding Company') as of and for the year ended 31st March, 2024, we have audited the internal financial controls over financial reporting of the Holding Company and its subsidiary companies and its associate company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary companies and its associate company, which are companies incorporated in India, are 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 (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on consideration of reporting of other auditors as mentioned in Other Matters paragraph below, the Holding Company, its subsidiary companies and its associate company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to sixteen (16) subsidiary companies (including a limited liability partnership) and one (1) associate company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of this matter.

SHARP & TANNAN
Chartered Accountants
Firm's Registration No.109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Mumbai, 17th May, 2024
UDIN: 24043385BKDZVK4214

Consolidated Balance Sheet

as at March 31, 2024

(₹ in lakhs)

Particulars	Note	As at March 31, 2024	As at March 31, 2023
ASSETS			
Financial assets			
Cash and cash equivalents	6	66,951.84	59,863.76
Bank balances other than cash and cash equivalents, above	7	12,451.84	18,154.01
Derivative financial instruments	8	-	455.89
Receivables			
Trade receivables	9	4,259.94	3,201.06
Loans	10	10,75,533.62	6,83,558.37
Investments	11	3,91,384.59	2,51,713.39
Other financial assets	12	11,999.40	6,021.02
		15,62,581.23	**10,22,967.51**
Non-financial assets			
Current tax assets (net)	13	3,062.25	2,044.81
Deferred tax assets (net)	41	82,820.09	78,812.18
Property, plant and equipment	14	35,528.11	32,766.37
Right-of-Use assets	15	22,255.27	11,699.92
Capital work-in-progress	16	367.53	337.81
Intangible asset under development	17	138.98	207.25
Goodwill on consolidation	49	4,779.42	4,779.42
Goodwill	49	983.75	382.00
Other intangible assets	17	2,745.35	1,404.43
Other non-financial assets	18	22,118.55	17,782.36
Assets held-for-sale	19	1,060.57	851.62
		1,75,859.87	**1,51,068.18**
Total Assets		**17,38,441.10**	**11,74,035.69**
LIABILITIES AND EQUITY			
Liabilities			
Financial liabilities			
Derivative financial instruments	20	40,694.58	38,209.58
Payables			
Trade payables	21		
(i) Total outstanding dues of micro and small enterprises		12.82	0.02
(ii) Total outstanding dues of creditors other than micro and small enterprises		18,815.65	14,749.01
Other payables			
(i) Total outstanding dues of micro and small enterprises		-	-
(ii) Total outstanding dues of creditors other than micro and small enterprises		2,909.18	4,680.50
Debt securities	22	1,29,980.27	1,08,878.02
Borrowings (other than Debt securities)	23	3,06,381.96	1,56,446.90
Deposits	24	6,41,089.40	2,63,158.21
Other financial liabilities	25	3,91,640.14	3,62,289.89
		15,31,524.00	**9,48,412.13**
Non-financial liabilities			
Provisions	26	23,542.32	28,559.71
Other non-financial liabilities	27	9,076.14	9,470.42
		32,618.46	**38,030.13**
		15,64,142.46	**9,86,442.26**
Equity			
Equity share capital	28	4,160.33	4,160.33
Other equity	29	39,902.16	55,179.45
Equity attributable to owners of the Company		44,062.49	59,339.78
Equity attributable to Non-Controlling Interests		1,30,236.15	1,28,253.65
		1,74,298.63	**1,87,593.43**
Total Liabilities and Equity		**17,38,441.10**	**11,74,035.69**

The accompanying notes form an integral part of the consolidated financial statements 1-74

As per our report attached

SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Place : Mumbai
Date : May 17, 2024

For and on behalf of Board of Directors of
Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

Consolidated Statement of Profit and Loss

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Note	Year ended March 31, 2024	Year ended March 31, 2023
Revenue from operations			
Interest income	30	1,72,694.87	94,441.54
Fees and commission income	31	29,491.74	25,757.28
Net gain on fair value changes	32	2,638.97	1,513.49
Income from trading		11,551.38	8,446.19
Other operating income	33	4,304.07	847.40
Total Revenue from operations		**2,20,681.03**	**1,31,005.90**
Other Income	34	3,185.40	5,543.96
Total Income		**2,23,866.43**	**1,36,549.86**
Expenses			
Finance costs	35	1,02,214.97	63,640.09
Impairment on financial instruments (net)	36	11,123.88	6,688.64
Purchase of Stock-in-trade		11,513.13	8,448.87
Employee benefits expenses	37	57,609.21	43,099.61
Changes in inventories of Stock-in-trade		-	-
Depreciation and amortisation	38	7,125.68	3,795.03
Other expenses	39	45,175.01	28,742.05
Total Expenses		**2,34,761.88**	**1,54,414.29**
Profit/(loss) before exceptional items and tax		**(10,895.45)**	**(17,864.43)**
Exceptional Items	71	225.16	-
Profit/(Loss) before tax		**(10,670.29)**	**(17,864.43)**
Tax expense :			
- Current tax	41	418.76	1,566.17
- Deferred tax charge/ (credit)	41	(3,964.87)	(1,104.87)
- Tax adjustments for earlier years	41	(5.35)	(31.86)
Total Tax expense		**(3,551.46)**	**429.44**
Profit/(Loss) after tax before share of profit/(loss) of associate		**(7,118.84)**	**(18,293.87)**
Share of profit/(loss) of associate		-	-
Profit/(Loss) for the year		**(7,118.84)**	**(18,293.87)**
Other Comprehensive Income (OCI)			
i. Items that will not be reclassified to profit and loss			
(a) Changes in fair value of equity instruments through OCI		-	-
(b) Remeasurements of defined benefit plans		(38.95)	106.10
(c) Income tax relating to items that will not be reclassified to profit and loss	41	6.57	(25.91)
ii. Items that will be reclassified to profit and loss			
(a) Changes in fair value of instruments through OCI		(144.77)	4.34
(b) Exchange difference in translating the financial statements of a foreign operation		0.08	(6.52)
(c) Income tax relating to items that will be reclassified to profit and loss		36.44	(1.09)
Total Other Comprehensive Income (OCI)		**(140.63)**	**76.92**
Total Comprehensive Income for the year		**(7,259.46)**	**(18,216.95)**
Profit/(Loss) for the year attributable to:		**(7,118.84)**	**(18,293.87)**
Owners of the Company		(9,934.87)	(14,978.65)
Non-Controlling Interests		2,816.04	(3,315.22)
Other Comprehensive Income for the year attributable to :		**(140.63)**	**76.92**
Owners of the Company		(106.18)	28.73
Non-Controlling Interests		(34.45)	48.19
Total Comprehensive Income for the year attributable to :		**(7,259.46)**	**(18,216.95)**
Owners of the Company		(10,041.05)	(14,949.92)
Non-Controlling Interests		2,781.58	(3,267.03)
Earnings per equity share (Face Value of Shares ₹ 1 [Previous year : ₹ 1])			
Basic (₹)	42	(2.39)	(3.60)
Diluted (₹)	42	(2.39)	(3.60)

The accompanying notes form an integral part of the consolidated financial statements 1-74

As per our report attached
SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Place : Mumbai
Date : May 17, 2024

For and on behalf of Board of Directors of
Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

Consolidated Statement of Cash Flows

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
A Cash flows from Operating Activities:		
Profit/(Loss) before tax	**(10,670.29)**	**(17,864.43)**
Adjustments for:		
Depreciation and amortisation expense	7,125.68	3,795.03
Unamortised income	-	61.05
Impairment on financial assets	8,599.67	2,862.09
Net effect of exchange rate changes	-	(0.91)
Interest income	(1,282.57)	(737.53)
Loss/(Profit) on sale of investments (net)	(246.22)	(811.11)
Loss/ (gain) on direct assignment	1,555.00	-
Net (gain)/loss on fair value changes	(1,671.46)	(322.52)
Loss/(Profit) on sale of Property, plant and equipment	7.77	10.11
Property plant and equipment written off	1.12	7.49
Gain on modification of Right of Use assets/ sub-lease	(3.32)	(5.11)
Employees stock options	452.61	940.16
Dividend on PCNPS	2,260.72	2,248.50
Dividend income on investments	-	(9.84)
Finance costs	20,669.78	15,262.55
Operating profit before working capital changes	**26798.47**	**5435.53**
Adjustments for :		
Decrease/(Increase) in other financial assets	(5,562.69)	(1,476.85)
Decrease/(Increase) in other non-financial assets	(3,181.75)	(7,585.30)
Decrease/(Increase) in asset held for sale	(219.94)	-
Decrease/(Increase) in other bank balances	(460.88)	(3,524.35)
Decrease/(Increase) in loans (net)	(4,01,088.64)	(2,91,550.32)
Increase/(Decrease) in deposits	3,80,862.88	(1,11,782.30)
Decrease/(Increase) in trade receivables	(1,226.99)	(167.95)
Increase/(Decrease) in other financial liabilities	19,588.05	(3,121.94)
Increase/(Decrease) in derivatives financial instruments (net)	29.82	(6,688.31)
Increase/(Decrease) in other non-financial liabilities	78.25	5,088.13
Increase/(Decrease) trade payables	2,302.74	770.39
Increase/(Decrease) other liabilities and provisions	(4,920.29)	5,768.23
Cash Generated from operations	**12,999.03**	**(4,08,835.04)**
Direct taxes paid (net of refunds)	(1,013.95)	(226.95)
Net Cash generated from/ (used in) Operating Activities	**11,985.08**	**(4,09,061.99)**
B Cash flows from Investing Activities:		
Purchase of property, plant and equipment, Intangible assets and goodwill	(10,184.61)	(2,164.35)
Capital work-in-progress	(33.39)	(316.39)
Proceeds from sale of property, plant and equipment	28.93	4.34
Sale / (Purchase) of treasury shares	-	87.50
Purchase consideration paid on business combination	(875.00)	(12,625.00)
Investment in fixed deposits (net)	1,549.00	(3,661.75)
Acquisition / proceeds from purchase / sale of investments (net) *	(1,46,463.78)	36,158.67
Loan given (net of repayments)	-	(4,429.00)
Interest received	957.84	1,165.29
Dividend Income on investments	-	9.84
Net Cash generated from /(used in) Investing Activities	**(1,55,021.00)**	**14,229.15**

Consolidated Statement of Cash Flows

for the year ended March 31, 2024

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
C Cash flows from Financing Activities:		
Proceeds from issuance of Share capital	(199.98)	-
Proceeds/(Repayment) of Debt securities (net) *	24,500.17	(28,735.77)
Proceeds of Borrowings (other than debt securities) (net) *	1,35,560.82	45,677.44
Payment of lease liabilities	(1,520.08)	(1,485.98)
Finance costs paid	(8,003.20)	(5,749.75)
Net cash generated from/(used in) Financing Activities	**1,50,337.73**	**9,705.94**
Net increase/(decrease) in cash and cash equivalents	**7,301.81**	**(3,85,126.90)**
Cash and cash equivalents as at the beginning of the year	**59,863.76**	**4,43,535.98**
Cash received under Business Transfer Agreement (net)	(213.72)	1,454.68
Cash and cash equivalents as at the end of the year	**66,951.84**	**59,863.76**

(*net figures have been reported on account of volume of transactions)

Notes:

1. The above consolidated statement of cash flows have been prepared under the indirect method as set out in Ind AS 7, *Statement of Cash Flows* as specified in the Companies (Indian Accounting Standards) Rules, 2015 as amended.
2. The disclosures relating to changes in liabilities arising from financing activities (refer Note 52).
3. Figures for the previous year have been regrouped wherever necessary.
4. Components of cash and cash equivalents

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Cash and cash equivalents at the end of the year		
i) Cash on hand	1,694.04	1,465.70
ii) Balances with banks (of the nature of cash and cash equivalents)	64,602.94	53,827.01
iii) Bank deposit with original maturity less than three months	654.86	4,571.05
Total	**66,951.84**	**59,863.76**

As per our report attached
SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Place : Mumbai
Date : May 17, 2024

For and on behalf of Board of Directors of
Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

A. Equity Share Capital

(₹ in lakhs)

Particulars	For the year ended March 31, 2024				
	Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
Issued, subscribed and paid-up (Equity shares of face value ₹ 1 each)	4,160.33	-	-	-	4,160.33

(₹ in lakhs)

Particulars	For the year ended March 31, 2023				
	Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
Issued, subscribed and paid-up (Equity shares of face value ₹ 1 each)	4,160.33	-	-	-	4,160.33

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

B. Other equity

(₹ in lakhs)

Particulars	Reserves and Surplus																	Other Comprehensive Income		Total Other equity	Non-Controlling Interests
	Capital reserve	Securities premium	Debenture redemption reserve	Capital reserve on amalgamation	Treasury shares - Centrum Capital Limited	ESOP Trust reserve	Statutory reserve	Special reserve	Impairment reserve	Equity instrument issuance expenses	Investment Fluctuation Reserve	Capital redemption reserve	Capital reserve on consolidation	Capital Contribution	Share option outstanding account	General reserve	Retained earnings	Equity Instruments through Other comprehensive income	Foreign exchange translation reserve		
As at April 01, 2022	**0.00**	**41,308.39**	**4,052.85**	**15,103.33**	**(2,310.54)**	**2,365.00**	**255.87**	**559.09**	**1,808.02**	**-**	**-**	**93.31**	**1,047.05**	**-**	**1,006.47**	**6,158.55**	**(7,985.23)**	**(90.76)**	**(41.70)**	**63,329.70**	**1,31,454.97**
Profit/(Loss) for the year	-	-	-	-	-	2.52	-	-	-	-	-	-	-	-	-	-	(14,981.17)	-	-	(14,978.65)	(3,267.05)
Other Comprehensive Income/(loss), net of income tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	28.73	-	-	28.73	-
Total Comprehensive Income/(loss) for the year	**-**	**-**	**-**	**-**	**-**	**2.52**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(14,952.44)**	**-**	**-**	**(14,949.92)**	**(3,267.05)**
Dividend paid on equity shares (Including tax thereon)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Share-based Payment	-	-	-	-	-	-	-	-	-	-	-	-	-	-	937.87	-	-	-	-	937.87	-
Employee share options - Forfeiture of ESOS	-	-	-	-	-	-	-	-	(1,808.02)	-	-	-	-	-	(368.09)	368.09	1,808.02	-	-	(0.00)	-
Transfers to/ (from) General reserve	-	-	1,835.81	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,835.81)	-	-	-	-
Transfers to/ (from) Impairment reserve	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfers to Statutory reserve	-	-	-	-	-	-	1.90	-	-	-	-	-	-	-	-	-	-	-	-	1.90	-
Transfers to/ (from) Special reserve	-	-	-	-	-	-	-	239.03	-	-	-	-	-	-	-	-	(239.03)	-	-	-	-
Adjustments pursuant to scheme of amalgamation (refer Note 71)	-	-	-	5,734.11	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	5,734.11	-

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

B. Other equity (Contd..)

(₹ in lakhs)

Particulars	Reserves and Surplus																	Other Comprehensive Income		Total Other equity	Non-Controlling Interests
	Capital reserve	Securities premium	Debenture redemption reserve	Capital reserve on amalgamation	Treasury shares - Centrum Capital Limited	ESOP Trust reserve	Statutory reserve	Special reserve	Impairment reserve	Equity instrument issuance expenses	Investment Fluctuation Reserve	Capital redemption reserve	Capital reserve on consolidation	Capital Contribution	Share option outstanding account	General reserve	Retained earnings	Equity Instruments through Other comprehensive income	Foreign exchange translation reserve		
Additions during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1.51	-	36.66	38.17	-
Sale of treasury shares during the year	-	-	-	-	87.50	-	-	-	-	-	-	-	-	-	-	-	-	-	-	87.50	-
Adjustments on account of change in holdings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	65.73
Balance as at March 31, 2023	**0.00**	**41,308.39**	**5,888.66**	**20,837.44**	**(2,223.04)**	**2,367.52**	**257.77**	**798.12**	**(0.00)**	**-**	**-**	**93.31**	**1,047.05**	**-**	**1,576.25**	**6,526.64**	**(23,202.97)**	**(90.76)**	**(5.04)**	**55,179.45**	**1,28,253.65**
Profit/(Loss) for the year	-	-	-	-	-	14.66	-	-	-	-	-	-	-	-	-	-	(9,949.53)	-	-	(9,934.87)	2,781.58
Other Comprehensive Income/(loss), net of income tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(106.18)	-	-	(106.18)	-
Total Comprehensive Income/(loss) for the year	**-**	**-**	**-**	**-**	**-**	**14.66**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(10,055.71)**	**-**	**-**	**(10,041.05)**	**2,781.58**
Dividend paid on equity shares (Including tax thereon)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Share-based Payment	-	-	-	-	-	-	-	-	-	-	-	-	-	-	738.01	-	73.51	-	-	811.52	-
Employee share options - Forfeiture of ESOS	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(169.72)	-	-	-	-	(169.72)	-
Transfers to/ (from) General reserve	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(124.70)	339.61	-	-	-	214.91	-
Transfers to/ (from) Investment Fluctuation reserve	-	-	-	-	-	-	-		-	-	4,930.00	-	-	-	-	-	(4,930.00)	-	-	-	-

Consolidated Statement of Changes in Equity

for the year ended March 31, 2024

B. Other equity (Contd..)

(₹ in lakhs)

Particulars	Reserves and Surplus																	Other Comprehensive Income		Total Other equity	Non-Controlling Interests
	Capital reserve	Securities premium	Debenture redemption reserve	Capital reserve on amalgamation	Treasury shares - Centrum Capital Limited	ESOP Trust reserve	Statutory reserve	Special reserve	Impairment reserve	Equity instrument issuance expenses	Investment Fluctuation Reserve	Capital redemption reserve	Capital reserve on consolidation	Capital Contribution	Share option outstanding account	General reserve	Retained earnings	Equity Instruments through Other comprehensive income	Foreign exchange translation reserve		
Transfers to Statutory reserve	-	-	-	-	-	-	123.70	-	-	-	-	-	-	-	-	-	(123.70)	-	-	-	-
Transfers to/ (from) Special reserve	-	-	-	-	-	-	-	287.93	-	-	-	-	-	-	-	-	(287.93)	-	-	-	-
Adjustments pursuant to scheme of amalgamation (refer Note 71)	-	-	-	278.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	278.00	-
Additions during the year	-	-	-	-	-	-	-	-	-	(11.71)	-	-	-	-	-	-	-	-	-	(11.71)	-
Sale of treasury shares during the year	-	-	-	-	338.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	338.00	-
Adjustments on account of change in holdings	-	(125.00)	-	-	-	-	-	-	-	-	-	(14.33)	(14.18)	-	-	-	(6,548.78)	-	5.04	(6,697.25)	(799.08)
Balance as at March 31, 2024	**0.00**	**41,183.39**	**5,888.66**	**21,115.44**	**(1,885.04)**	**2,382.18**	**381.47**	**1,086.05**	**(0.00)**	**(11.71)**	**4,930.00**	**78.98**	**1,032.87**	**-**	**2,019.84**	**6,866.25**	**(45,075.58)**	**(90.76)**	**-**	**39,902.16**	**1,30,236.15**

As per our report attached
SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Place : Mumbai
Date : May 17, 2024

For and on behalf of Board of Directors of
Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

1. Corporate information

Centrum Capital Limited (The "Company" or CCL) is a Public Group engaged in Investment Banking and a SEBI Registered Category-I Merchant Banker. The address of its registered office and principal activities of the Company are disclosed in the introduction to the Annual Report. The Equity shares of the Company are listed on BSE Limited ('BSE'), National Stock Exchange ('NSE') in India. The Company offers a complete gamut of financial services in the areas of equity capital market, private equity, corporate finance, project finance, stressed asset resolution.

2. The consolidated financial statements are approved for issue by the Company's Board of Directors on May 17, 2024

3. Material Accounting Policies

3.1 Basis of preparation of Consolidated Ind AS financial statements

The Consolidated Financial Statements of the Company its subsidiaries and associates together (the 'Group') have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the 'Act') read with the Companies (Indian Accounting Standards) Rules, 2015, (as amended from time to time) and the presentation requirements of Schedule III to the Act, as amended by the Companies (Accounts) Amendment Rules, 2021 and made effective from 1st April, 2021. As stated in the above notification, the Company has made the disclosures specified in the Schedule III to the Act, to the extent those disclosures are applicable and reportable.

These Consolidated Financial Statements have been prepared on a historical cost basis, except for derivative financial instruments and other financial assets held for trading, which have been measured at fair value.

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7, Statement of Cash Flows.

All amounts disclosed in the Financial statements and notes are presented in lakhs and have been rounded off to two decimal as per the requirement of Division III of Schedule III to the Act, unless otherwise stated.

3.2 Presentation of financial statements

The Group presents its balance sheet in order of liquidity in compliance with the Division III of the Schedule III to the Companies Act, 2013. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non—current) is presented in Note no 51.

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

- The normal course of business
- The event of default
- The event of insolvency or bankruptcy of the Group and or its counter parties

3.3 Basis of consolidation

The Consolidated Financial Statements as on March 31, 2024, comprise the financial statements of the Group and its subsidiaries as at March 31, 2024. Subsidiaries are the entities over which the Group has control. The Group controls an entity when the Group is exposed to or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Consolidation of subsidiary begins when the Group obtains control over the subsidiary, and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains the control until the date the Group ceases to control the subsidiary.

Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the Consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies. However, no subsidiaries and associates have followed different accounting policies than those followed by the Group for the preparation of these consolidated financial statements.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Group, i.e., year ended on March, 31.

Consolidation procedure:

a. Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Parent Company with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the Consolidated Financial Statements at the acquisition date.

b. Offset (eliminate) the carrying amount of the Company's investment in each subsidiary and the Company's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill, refer below a Note on Business Combination

c. Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, are eliminated in full).

   Profit or loss and each component of OCI are attributed to the equity holders of the Company of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets, liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

d. The financial statements of all subsidiaries incorporated outside India are converted on the following basis: (a) Income and expenses are converted at the average rate of exchange applicable for the period/year and (b) All assets and liabilities are translated at the closing rate as on the Balance Sheet date. The exchange difference arising out of period/year end translation is debited or credited as "Foreign Exchange Translation Reserve" forming part of Other Comprehensive Income and accumulated as a separate component of other equity.

Non-Controlling interests in the profit/loss and equity of the subsidiaries are shown separately in the Consolidated Statement of Profit and Loss and the Consolidated Balance sheet, respectively. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. This results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised within equity.

In case the Group ceases to consolidate a subsidiary because of a loss of control, any retained interest in the entity is re-measured to its fair value. This fair value becomes the initial carrying amount for the purpose of subsequently accounting for the retained interest as an associate, joint venture or financial asset. When the Group loses control over a subsidiary, it derecognises the assets, including goodwill, and liabilities of the subsidiary, carrying amount of any non-controlling interests, cumulative translation differences recorded in equity and recognise resulting difference between the fair value of the investment retained and the consideration received, and total of amount derecognised as gain or loss attributable to the Company. In addition, amounts, if any, previously recognised in Other comprehensive income in relation to that entity are reclassified to profit or loss as would be required if the Company had directly disposed of the related assets or liabilities.

Investment in associates/joint ventures:

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decision of the investee, but it's not control or joint control over those policies. The Group's interest in its associates or joint ventures is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture.

Business combination:

Business combinations are accounted for using the acquisition method. The acquisition date is the date on which control is transferred to the acquirer. The consideration transferred in a business combination comprises the fair values of the assets transferred, liabilities incurred to the former owners of the acquired business, equity interests issued by the Group and fair value of any assets or liabilities resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

At the acquisition date, the identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured at their fair values. However, certain assets and liabilities, i.e., deferred tax assets or liabilities, assets or liabilities related to employee benefits arrangements, liabilities or equity instruments related to share-based payment arrangements and assets or disposal groups that are classified as held for sale, acquired or assumed in a business combination are measured as per the applicable Ind AS.

The Group recognises any non-controlling interest in the acquired entity on an acquisition-by acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

The excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquired entity and the acquisition-date fair value of any previous equity interest in the acquired entity over the acquisition-date fair value of the net identifiable assets acquired is recognised as goodwill. Any gain on a bargain purchase is recognised is in Other comprehensive income and accumulated in equity as Capital reserve if there exists clear evidence of the underlying reasons for classifying the business combination as resulting in a bargain purchase, otherwise the gain is recognised directly in equity as Capital Reserve.

Goodwill represents excess of the cost of portfolio acquisition over the net fair value of the identifiable assets and liabilities. Goodwill paid on acquisition of portfolio is included in intangible assets. Goodwill recognised is tested for impairment annually and when there are indications that the carrying amount may exceed the recoverable amount.

Goodwill on acquisitions of subsidiaries is shown as separate line item in financial statements. These Goodwill is not amortised, but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not re-measured subsequently and settlement is accounted for within equity. Other contingent consideration is re-measured at fair value at each reporting date and changes in the fair value of contingent consideration are recognised in profit or loss.

When a business combination is achieved in stages, any previously held equity interest in the acquiree is re-measured at its acquisition-date fair value and the resulting gain or loss, if any, is recognised in the Consolidated Statement of Profit and Loss or Other Comprehensive Income, as appropriate.

Where it is not possible to complete the determination of fair values by the end of the reporting period in which the combination occurs, a provisional assessment of fair values is made and any adjustments required to those provisional values, and the corresponding adjustments to goodwill, are finalised within 12 months of the acquisition date.

Common control business combinations includes transactions, such as transfer of subsidiaries or businesses, between entitles within a group.

Group has accounted all such transactions based on pooling of interest method, which is as below:-

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities.
- The financial information in the financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination.

The identity of the reserves shall be preserved and shall appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor. The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor shall be transferred to capital reserve.

3.4 Accounting judgments, assumptions and use of estimates

The preparation of the Group's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities, the grouping

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

disclosures including the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances existing when the financial statements were prepared. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised in the year in which the estimates are revised and in any future year affected

Critical judgements in applying accounting policies

The following are the critical judgements, apart from those involving estimations, that the management has made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the Consolidated Ind AS financial statements.

- **Fair value measurement of financial instruments**

  Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/judgments about these factors could affect the reported fair value of financial instruments.

- **Impairment of financial assets using the expected credit loss method**

  The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances.

  The Group's ECL calculations are outputs of models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL models that are considered accounting judgements and estimates include:

  - PD calculation includes historical data, assumptions and expectations of future conditions.
  - The Group's criteria for assessing if there has been a significant increase in credit risk and so allowances for financial assets should be measured on a life-time expected credit loss and the qualitative assessment
  - The segmentation of financial assets when their ECL is assessed on a collective basis
  - Development of ECL models, including the various formulas and the choice of inputs
  - Determination of associations between macroeconomic scenarios and, economic inputs, such as unemployment levels and collateral values, and the effect on PDs, EAD and LGD
  - Selection of forward-looking macroeconomic scenarios and their probability weightings, to derive the economic inputs into the ECL models It is Group's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

- **Business model assessment**

  Classification and measurement of financial assets depends on the results of the Solely for payment of principal and interest (SPPI) test and the business model test The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgment used by the Group in determining the business model including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed. The Group monitors financial assets that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

- **Income taxes**

  Significant judgments are involved in estimating budgeted profits for the purpose of paying advance tax, determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

- **Provisions and contingencies**

  Provisions and contingencies are recognized when they become probable and when there will be a future outflow of funds resulting from past operations or events and the outflow of resources can be reliably estimated. The timing of recognition and quantification of the provision and liability requires the application of judgement to existing facts and circumstances, which are subject to change.

- **Employee stock option plan (ESOP)**

  The Group measures the cost of equity-settled transactions with employees using Black-Scholes Model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

  Key source of assumptions and estimates

  The key assumptions concerning the future and other key sources of estimating uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when financial statements are prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

- **Employee benefits plans**

  The cost of the gratuity and long-term employee benefits and the present value of its obligations are determined using actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the future salary increases, attrition rate, mortality rates and discount rate. Due to the complexities involved in the valuation and its long-term nature, the obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

  Future salary increases are based on expected future inflation rates for India. The attrition rate represents the Group's expected experience of employee turnover. The mortality rate is based on publicly available mortality tables for India. Those mortality tables tend to change only at interval in response to demographic changes. Discount rate is based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities.

  Further details about gratuity and long term employee benefits obligations are provided in note 46.

- **Useful lives of property, plant and equipment:**

  The Group reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of assets.

- **Effective interest rate**

  The effective interest rate is the rate that discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of a financial (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments and other fee income/expense that are integral parts of the instrument.

4. Other accounting policies (refer related notes to the consolidated financial statements)

a. Property, plant and equipment (PPE) [refer note 14]

PPE are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Subsequent costs incurred on an item of PPE is recognised in the carrying amount thereof when those costs meet the recognition criteria as mentioned above. Repairs and maintenance are recognised in profit or loss as incurred. Borrowing costs relating to acquisition of PPE which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. Gains or losses arising from derecognition of PPE are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of profit and loss when the asset is derecognized.

Depreciation on PPE is provided on straight line method over the useful lives of assets as prescribed in Schedule II of the Companies Act, 2013 except for leasehold improvements. Leasehold improvements are amortised over a period of lease or useful life, whichever is less. The residual values, useful lives and method of depreciation of PPE are reviewed at each financial year end and adjusted prospectively, if appropriate.

Particulars	Estimated useful life specified under schedule II of the Act.
Building	60 years
Furniture and fixtures	10 years
Vehicles	5-8 years
Office equipment	3 - 5 years
Leaseholds improvements	Life of lease
Electric installation & equipment	10 years
Computer servers and networks	6 years
Computer - end user devices, such as desktops and laptops, etc.	3 years

Capital work-in-progress [refer note 16]

Capital work-in-progress comprises assets which are not ready for their intended use at the end of reporting period and are carried at cost comprising direct costs, related incidental expenses, other directly attributable costs and borrowing costs. Temporarily suspended projects do not include those projects where temporary suspension is a necessary part of the process of getting an asset ready for its intended use.

b. Intangible assets [refer note 17]

Intangible assets are recorded at the consideration paid for the acquisition of such assets and are carried at cost less accumulated amortization and impairment losses, if any. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Intangible assets are amortized on straight line basis over the estimated useful life. The useful lives and method of depreciation of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal value and the carrying amount of the asset and are recognised in the Statement of profit and loss when the asset is derecognised.

The Group capitalises computer software and related implementation cost where it is reasonably estimated that the software has an enduring useful life. Software including operating system licenses are amortized over their estimated useful life of 6– 9 years.

c. Intangible assets under development [refer note 17]

It includes assets not ready for the intended use and are carried at cost, comprising direct cost and related incidental expenses

d. Investment property

Investment properties are properties that are held for long-term rentals yields or for capital appreciation. Investment properties are initially measured at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Investment properties are depreciated using the straight-line method over their useful lives. Investment properties generally have useful lives of 60 years. The useful life has been determined based on technical evaluation performed by the management expert.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Though the Group measures the investment property using cost based measurement, the fair value of the investment property is disclosed in the notes. Fair values are determined based on an annual evaluation.

Investment properties are derecognised either when they have been disposed off or when they are permanently withdrawn from their use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period of derecognition.

e. Impairment of non-financial assets [refer note 36]

As at the end of each accounting year, the Group reviews the carrying amounts of its PPE and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If such indication exists, the PPE and intangible assets are tested for impairment so as to determine the impairment loss, if any.

Impairment loss is recognized when the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, such deficit is recognised immediately in the Statement of profit and loss as impairment loss and the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. For this purpose, the impairment loss recognized in respect of a cash generating unit is allocated to reduce the carrying amount of the assets of the cash generating unit on a pro-rata basis.

f. Revenue from operations [refer note 30 to 32]

Revenue is measured at transaction price i.e. the amount of consideration to which the Group expects to be entitled in exchange for transferring promised services to the customer, excluding amounts collected on behalf of third parties. The Group consider the terms of the contract and its customary business practices to determine the transaction price. Where the consideration promised is variable, the Group excludes the estimates of variable consideration that are constrained.

The Group recognises revenue from the following sources:

i) Fee income including fees for Advisory, Syndication and other allied services. The right to receive fees is based on milestones defined in accordance with The terms of The contracts entered into between The Group and counterparties which also defines its performance obligation. Fee income are accounted for on an accrual basis.

   Fees such as consultancy fees, referral fees and commission income include fees other than those that are an integral part of EIR and are recognised on accrual basis based on contractual terms.

ii) Interest income : Interest income is recognised by applying the Effective Interest Rate (EIR) to the gross carrying amount of financial assets other than credit-impaired assets and financial assets classified as measured at FVTPL. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument.

   Under Ind AS 109, Financial Instruments interest income is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortised cost. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset.

   The calculation of the EIR includes all transaction cost and fees that are incremental and directly attributable to the acquisition of a financial asset.

   The interest income is calculated by applying the EIR to the gross carrying amount of

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

non-credit impaired financial assets (i.e. at the amortized cost of the financial asset before adjusting for any expected credit loss allowance). For credit-impaired financial assets the interest income is calculated by applying the EIR to the amortized cost of the credit-impaired financial assets (i.e. the gross carrying amount less the allowance for expected credit losses (ECLs)). The Group assesses the collectability of the interest on credit impaired assets at each reporting date. Based on the outcome of such assessment, the Interest income accrued on credit impaired financial assets are either accounted for as income or written off.

Income from bill discounting is recognised over the tenure of the instrument so as to provide a constant periodic rate of return.

iii) Brokerage income : Revenue from brokerage activities is accounted for on point in time when performance obligation is satisfied i.e. the trade date of transaction.

iv) Fees and other charges : Income from fees and other charges, viz login fee, pre-payment charges etc., are recognised on a point-in-time basis and are recorded when realised.

v) Portfolio management fees : Income from portfolio management fees is recognised over the period of the agreement in terms of which services are performed.

vi) Dividend income: Dividend income is recognised in profit or loss when the Group's right to receive payment of the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity, and the amount of the dividend can be measured reliably.

vii) Rental income: Rental income is recognized over a period of time as and when accrued as per the terms of the contract.

viii) Net gain/loss on fair value changes : Any differences between the fair values of financial assets classified as fair value through the profit or loss (refer Note 32), held by the Company on the balance sheet date is recognised as an unrealised gain / loss. In cases there is a net gain in the aggregate, the same is recognised in 'Net gains on fair value changes" under Revenue from operations and if there is a net loss the same is disclosed under "Expenses" in the statement of Profit and Loss'.

Similarly, any realised gain or loss on sale of financial instruments measured at FVTPL and debt instruments measured at FVOCI is recognised in net gain / loss on fair value changes. As at the reporting date the Company does not have any financial instruments measured at FVTPL and debt instruments measured at FVOCI. However, net gain / loss on derecognition of financial instruments classified as amortised cost is presented separately under the respective head in the Statement of Profit and Loss.

xi) Other operational revenue : Other operational revenue represents income earned from the activities incidental to the business and is recognized when the right to receive the income is established as per the terms of the contract.

x) Other income and expenses Other income and expenses are recognised in the period in which they occur.

g. Leases [refer note 23 & 53]

The Group as a lessee

The Group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (1) the contract involves the use of an identified asset (2) the Group has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

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

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

ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are re-measured with a corresponding adjustment to the related ROU if the Group changes its assessment if whether it will exercise an extension or a termination option.

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

The Group as a lessor

Leases for which the Group is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the RoU arising from the head lease.

For operating leases, rental income is recognised on a straight line basis over the term of the relevant lease.

h. Financial instruments [refer note 8]

Date of recognition

Financial assets and financial liabilities, with the exception of borrowings are initially recognised on the trade date, i.e., the date that the Group becomes a party to the contractual provisions of the instrument. This includes regular trades, purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention. The Group recognises borrowings when funds are received by the Group.

Initial measurement of financial instruments

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Classification and subsequent measurement of financial instruments

(i) Financial assets :

The Group subsequently classifies all of its debt financial assets based on the business model for managing the assets and the asset's contractual terms, measured at either:

Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset gives rise to cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding. The

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

changes in carrying value of such financial asset is recognised in profit and loss account.

Financial assets at fair value through other comprehensive income (FVOCI)

A financial asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise to cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding. The changes in fair value of such financial asset is recognised in Other comprehensive income.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL. The Group measures all financial assets classified as FVTPL at fair value at each reporting date. The changes in fair value of such financial asset is recognised in Profit and loss account.

Amortised cost and Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

For financial instruments the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. On the other hand, the gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Financial assets held for trading

The Group classifies financial assets as held for trading when they have been acquired primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is pattern of short-term profit. Held-for-trading assets and liabilities are recorded and measured in the balance sheet at fair value.

Asset held for sale

Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all the following criteria are met: (i) decision has been made to sell, (ii) the assets are available for immediate sale in its present condition, (iii) the assets are being actively marketed and (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date. Subsequently, such non-current assets and disposal groups classified as 'held for sale' are measured at the lower of its carrying value and fair value less costs to sell. Non-current assets held for sale are not depreciated or amortised.

Other equity instruments

The Group subsequently measures all other equity investments at fair value through profit or loss, unless the management has elected to classify irrevocably some of its equity investments as equity instruments at FVOCI, when such instruments meet the definition of Equity under Ind AS 32 Financial Instruments: Presentation and are not held for trading. Such classification is determined on an instrument-by-instrument basis.

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends are recognised in profit or loss as dividend income when the right of the payment has been established, except when the benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Impairment of financial assets

The Group records allowance for expected credit losses for all amortised cost financial assets and financial guarantee contracts, in this section all referred to as 'financial instruments'. Equity instruments are not subject to impairment under Ind AS 109, Financial Instruments.

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Group uses a provision matrix to determine impairment loss allowance on portfolio of its receivables. The provision matrix is based on its historically observed default rates over the expected life of the receivables.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses (12m ECL). The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the reporting date or an actual default occurring.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate. The Group recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

Impairment of Financial asset - ECL Provision for Lending Entity & Methods

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life. In contrast, 12m ECL represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. The measurement of ECL is a function of the probability of default (PD), loss given default (LGD) (i.e. the magnitude of the loss if there is a default) and the exposure at default (EAD). The assessment of the PD and LGD is based on historical data adjusted by forward-looking information. As for the EAD, for financial assets, this is represented by the assets' gross carrying amount at the reporting date; for loan commitments and financial guarantee contracts, the exposure includes the amount drawn down as at the reporting date, together with any additional amounts expected to be drawn down in the future by default date determined based on historical trend, the Group's understanding of the specific future financing needs of the borrowers, and other relevant forward-looking information If a financial instrument includes both a loan (i.e. financial asset) and an undrawn commitment (i.e. loan commitment) component and the Group cannot separately identify the ECL on the loan commitment component from those on the financial asset component, the ECL on the loan commitment have been recognised together with the loss allowance for the financial asset. To the extent that the combined ECL exceed the gross carrying amount of the financial asset, the ECL have been recognised as a provision. Also, for other loan commitments and all financial guarantee contracts, the loss allowance has been recognised as a provision.

The method and significant judgments used while computing the expected credit losses and information about the exposure at default, probability of default and loss given default have been set out in note 47.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of the Group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

The rights to receive cash flows from the asset have expired, or the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability, the transferred asset and the associated liability are measured on the basis that reflects the rights and obligations that the Group has returned.

(ii) Financial liabilities and equity :

Financial instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group entity are recognised at the proceeds received, net of direct issue costs.

All financial liabilities are measured at amortised cost except for financial guarantees and derivative financial liabilities.

Debt securities and other borrowed funds

After initial measurement, debt issued and other borrowed funds are subsequently measured at amortised cost. Amortised cost is calculated by taking into account any discount or premium on issue funds, and costs that are an integral part of the EIR.

Financial guarantee:

Financial guarantees are contracts that requires the Group to make specified payments to the holders to make good the losses incurred arising from default in performance obligation by the borrower.

Financial guarantee issued or commitments to provide a loan at below market interest rate are initially measured at fair value and the initial fair value is amortised over the life of the guarantee or the commitment. Subsequently they are measured at higher of this amortised amount and the amount of loss allowance.

Loan commitment

Undrawn loan commitments are commitments under which, the Group is required to provide a loan with pre-specified terms to the customer during the duration of commitment.

Derivative contracts (Derivative assets/ Derivative liability)

The Group enters into a variety of derivative financial contracts to manage its exposure to market risks including futures and options contracts.

Derivatives are initially recognised at fair value and are subsequently re-measured at fair value through profit or loss. The resulting gain or loss is recognised in profit or loss immediately.

Embedded derivatives

The embedded derivatives are treated as separate derivatives when:

- their economic characteristics and risks are not closely related to those of the host contract;

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

- a separate instrument with the same terms would meet the definition of a derivative; and
- a hybrid instrument is not measured at fair value.

An embedded derivative is a component of a hybrid (combined) instrument that also includes a non- derivative host contract, with the effect that some of the cash flows of the combined instrument vary in a way similar to a consolidated derivative. An embedded derivative causes some or all of the cash flows that otherwise would be required by the contract to be modified according to an index of prices or rates or other variable. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss.

These embedded derivatives are separately accounted for at fair value, with changes in fair value recognised in the statement of profit or loss unless the Group chooses to designate the hybrid contracts at fair value through profit or loss.

Treasury Shares

The Group is a sponsor to trust namely Centrum ESPS Trust.This trust has been formed exclusively to provide benefits to employees of the Group and its subsidiaries. These trusts have been treated as an extension of the Group for the purpose of these financial statements. Accordingly, the equity shares of the Group held by these trusts have been treated as treasury shares. The amount paid for the treasury shares is deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of treasury shares.

Derecognition of financial liabilities

Financial liabilities are derecognised when they are extinguished i.e. when the obligation specified in the contract is discharged, cancelled or expired.

Reclassification of financial assets and financial liabilities

The Group does not reclassify its financial assets subsequent to their initial recognition, apart from the exceptional circumstances in which the Group acquires, disposes of, or terminates a business line. Financial liabilities are never reclassified.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Write-off policy

The Group writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery.

i. Fair value measurement [refer note 58]

The Group measures financial instruments, such as investments and derivatives at fair values at each Balance Sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group.

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

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

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

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

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

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

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement are derived from directly or indirectly observable market data available.

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

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

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

At each reporting date, management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

j. Cash and cash equivalents [refer note 6]

Cash and cash equivalents comprise cash at bank and on hand, short-term deposits and highly liquid investments with an original maturity of three months or less, which are readily convertible in cash and subject to insignificant risk of change in value. Bank overdrafts are shown within borrowings in other financial liabilities in the balance sheet.

k. Borrowing Costs [refer note 35]

Borrowing costs include interest expense calculated using the effective interest method. Borrowing costs net of any investment income from the temporary investment of related borrowings that are attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of cost of such asset till such time the asset is ready for its intended use or sale. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

l. Foreign exchange transactions and translations [refer note 39]

Initial recognition

Transactions in foreign currencies are recognized at the prevailing exchange rates between the reporting currency and a foreign currency on the transaction date.

Conversion

Transactions in foreign currencies are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in Statement of Profit and Loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the Statement of Profit and Loss, within finance costs. All other foreign exchange gains and losses

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

are presented in the Statement of Profit and Loss on a net basis.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. Thus, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognized in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognized in other comprehensive income.

Non-monetary items that are measured at historical cost in foreign currency are not retranslated at reporting date.

m. Retirement and other employee benefits [refer note 46]

Retirement benefits in the form of Provident Fund are a defined contribution scheme and the contributions are charged to the Statement of profit and loss of the year when the contribution to the fund is due. There are no other obligations other than the contribution payable to the fund.

(i) Under The Payment of Gratuity Act,1972 'Gratuity liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on Projected Unit Credit Method made at the end of the financial year. The Group makes contribution to a scheme administered by the Life Insurance Corporation of India ('LIC') to discharge the gratuity liability to employees. The Group records its gratuity liability based on an actuarial valuation made by an independent actuary as at year end. Contribution made to the LIC fund and provision made for the funded amounts are expensed in the books of accounts.

(ii) Long term compensated absences are provided for based on actuarial valuation. The actuarial valuation is done as per Projected Unit Credit Method.

(iii) Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Remeasurements are not reclassified to profit or loss in subsequent period.

The Company does not present the above liability/(asset) as current and non-current in the Balance Sheet as per the principles of Division III of Schedule III to the Act as per MCA's Notification dated 11th October, 2018.

n. Income tax [refer note 41]

The income tax expense or credit for the period is the tax payable on the current period's taxable income based in accordance with the Income Tax Act, 1961 adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current tax

The current income tax charge is calculated based on the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate based on amounts expected to be paid to the tax authorities.

Deferred tax

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Balance Sheet and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of other assets

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax assets are also recognised with respect to carry forward of unused tax losses and unused tax credits (including Minimum Alternative Tax credit) to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

It is probable that taxable profit will be available against which a deductible temporary difference, unused tax loss or unused tax credit can be utilised when there are sufficient taxable temporary differences which are expected to reverse in the period of reversal of deductible temporary difference or in periods in which a tax loss can be carried forward or back. When this is not the case, deferred tax asset is recognised to the extent it is probable that:

- the entity will have sufficient taxable profit in the same period as reversal of deductible temporary difference or periods in which a tax loss can be carried forward or back; or
- tax planning opportunities are available that will create taxable profit in appropriate periods.

The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the Balance Sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities, and when they relate to income taxes levied by the same taxation authority, and the Group intends to settle its current tax assets and liabilities on a net basis.

Minimum alternate tax (MAT)

MAT paid in a year is charged to the statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the concerned Group will pay normal income tax and thereby utilising MAT credit during the specified period, i.e., the period for which MAT credit is allowed to be carried forward and utilised. In the year in which the Group recognises MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax asset.The Group reviews the “MAT credit entitlement” asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

o. Provisions, contingent liabilities and contingent assets [refer note 26]

A provision is recognized when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

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

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Group does not recognize a contingent liability but discloses its existence in the financial statements.

Contingent assets are neither recognized nor disclosed in the Financial Statements.

p. Earnings per share [refer note 42]

Basic earnings per share is computed by dividing the net profit after tax attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding for the year.

Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the year. Diluted earnings per share is computed by dividing the net profit after tax attributable to the equity shareholders for the year by weighted average number of equity shares considered for deriving basic earnings per share and weighted average number of equity shares that could have been issued upon conversion of all potential equity shares.

q. Employee stock option plan (ESOP) [refer note 43]

Equity-settled share-based payments to employees and others providing similar services that are granted by the ultimate Company are measured by reference to the fair value of the equity instruments at the grant date. The fair value determined at the grant date of the equity-settled share-based payments is expensed over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the 'Share Option Outstanding Account' under other Equity.

In cases where the share options granted vest in instalments over the vesting period, the Group treats each instalments as a separate grant, because each instalment has a vesting period, and hence the fair value of each instalment differs. In situation where the stock option expires unexercised, the related balance standing to the credit of the Employee Share Options Outstanding Account is transferred within equity.

r. Exceptional Items [refer note 71]

Certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company is such that its separate disclosure improves the understanding of the performance of the Company is such that its separate disclosure improves the understanding of the performance of the Company, such income or expense is classified as an exceptional item and accordingly, disclosed separately in the notes accompanying to the financial statements.

s. Statement of cash flows

Cash flows are reported using the indirect method, whereby profit or loss before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Cash and cash equivalents (including bank balances) shown in the Statement of cash flows exclude items which are not available for general use as at the date of balance sheet.

t. Segment reporting [refer note 45]

Identification of segments

Operating Segments are identified based on monitoring of operating results by the Chief Operating Decision-Maker (CODM) separately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss, and is measured consistently with profit or loss of the Group. Operating Segment is identified based on the nature of products and services, the different risks and returns, and the internal business reporting system.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Segment policies

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

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common costs.

Unallocated Corporate Items include general corporate income and expenses, which are not attributable to segments.

5. Recent Accounting Policies

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31st March 2023 to amend the following Ind-AS which are effective for annual periods beginning on or after 1st April 2023. The Company has applied these amendments for the first time in the financial statements.

i) Amendments to Ind-AS 1 - disclosure of accounting policies

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the financial statements.

ii) Amendments to Ind-AS 8 - definition of accounting estimates

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on these financial statements.

iii) Amendments to Ind-AS 12 - deferred tax related to assets and liabilities arising from a single transaction

The amendments narrow the scope of the initial recognition exception under Ind-AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

The Company has previously recognized deferred tax on leases on a net basis. As a result of these amendments, the Company has recognized a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. Since these balances qualify for offset as per the requirements of paragraph 74 of Ind-AS 12, there is no impact on the balance sheet. There was also no impact on the opening retained earnings as at 1st April 2022.

iv) New standards and amendments issued but not effective

There are no such standards which are notified but not yet effective.

v) The other amendments to Ind-AS notified by these rules are primarily in the nature of clarifications.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 6 : CASH AND CASH EQUIVALENTS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Cash on hand including foreign currencies	1,694.04	1,465.70
Unrestricted balances with bank		
In current accounts	27,791.75	21,075.64
In deposits accounts with original maturity less than 3 months	654.86	4,571.05
Balance with RBI in current account	36,811.53	22,050.44
Balance with RBI in other account	-	10,701.83
Less: Impairment loss allowance	0.34	0.90
Total	**66,951.84**	**59,863.76**

Note 7 : BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS, ABOVE

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balances with banks		
In term deposit accounts :		
Term deposit accounts with maturity more than 3 months	4,531.81	8,075.48
Term deposits pledged for bank overdraft facility, credit enhancement for loans or security against the borrowings (refer Note 7(a))	7,131.26	9,290.28
Earmarked balances with banks :		
Escrow Account (refer Note 7(b))	786.04	786.04
Unpaid dividend accounts	4.26	4.26
Less: Impairment loss allowance	1.53	2.05
Total	**12,451.84**	**18,154.01**

Note: Term deposits and other balances with banks earns interest at fixed rate or floating rates based on daily bank deposit rates.

7(a) Encumbrances on fixed deposits held by the Group:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Bank guarantee for refinance facility availed		
National Housing Bank	1,200.00	-
Bank guarantee for cash credit lines		
Axis Bank Limited	5,508.58	8,900.50
Security deposit to the extent held as credit enhancement for loans or security against the borrowings		
Various Banks/Financial Institutions*	422.68	389.78
	7,131.26	**9,290.28**

* Credit enhancements for loans

7(b) Earmarked Balances With banks :

Note : The Group has deposited ₹ 786.04 lakhs (Previous Year ₹ 786.04 lakhs) under an Escrow agreement with Yes Bank Limited towards any future occurrence of loss or liabilities arising from any government authority / tax authorities applicable to the divested entity EbixCash World Money Limited (formerly Centrum Direct Limited).

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 7 : BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS, ABOVE (CONTD..)

7(c) Credit quality of assets:

The table below shows the credit quality and the maximum exposure to credit risk based on the subsidiary Company's year-end stage classification. The amounts presented are gross of impairment allowances.

Unity Small Finance Bank Limited

(₹ in lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Performing								
High grade	1,983.24	-	-	1,983.24	5,022.36	-	-	5,022.36
Total	**1,983.24**	**-**	**-**	**1,983.24**	**5,022.36**	**-**	**-**	**5,022.36**

7(d) Reconciliation of changes in gross carrying amount for investments: Term deposits with banks

Unity Small Finance Bank Limited

(₹ in lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount - opening balance	5,022.36	-	-	5,022.36	1,36,458.82	-	-	1,36,458.82
New assets originated or purchased	1,983.24	-	-	1,983.24	5,022.36	-	-	5,022.36
Unwinding of discount (recognised in interest income)	-	-	-	-	-	-	-	-
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	-	-	-	-	-
Assets derecognised or matured (excluding write off)	(5,022.36)	-	-	(5,022.36)	(1,36,458.82)	-	-	(1,36,458.82)
Closing balance	**1,983.24**	**-**	**-**	**1,983.24**	**5,022.36**	**-**	**-**	**5,022.36**

7 (e) Reconciliation of ECL balance is given below :

Unity Small Finance Bank Limited

(₹ in lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
ECL allowance - Opening balance	**1.21**	**-**	**-**	**1.21**	**202.35**	**-**	**-**	**202.35**
New assets originated or purchased	-	-	-	-	(201.14)	-	-	(201.14)
Assets derecognised or repaid (excluding write offs)	(0.74)	-	-	(0.74)	-	-	-	-
Transfer to Stage 1	-	-	-	-	-	-	-	-
Transfer to Stage 2	-	-	-	-	-	-	-	-
Transfer to Stage 3	-	-	-	-	-	-	-	-
Amounts written off	-	-	-	-	-	-	-	-
ECL allowance - Closing balance	**0.47**	**-**	**-**	**0.47**	**1.21**	**-**	**-**	**1.21**

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 8 : DERIVATIVE FINANCIAL INSTRUMENTS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Index derivatives	-	455.89
Total	**-**	**455.89**

Note :

The Group enters into derivatives for risk management purposes. Derivatives held for risk management purposes include hedges that either meet the hedge accounting requirements or hedges that are economic hedges, but the Company has elected not to apply hedge accounting requirements.

The table below shows the fair values of derivative financial instruments recorded as assets together with their notional amounts.

The notional amounts indicate the value of transactions outstanding at the year end and are not indicative of either the market risk or credit risk.

(₹ in lakhs)

Particulars	As at March 31,2024		As at March 31,2023	
	Notional Amounts	Fair Value - Assets	Notional Amounts	Fair Value - Assets
Index derivatives	-	-	404.14	455.89
Total	**-**	**-**	**404.14**	**455.89**

Hedging activities and derivatives :

The Group is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk and interest rate risk. The Group's risk management strategy and how it is applied to manage risk are explained in Note 59.

Derivatives designated as hedging instruments :

The Group has not designated any derivatives as hedging instruments.

Note 9 : TRADE RECEIVABLES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Receivables		
(i) Considered good - Secured	1,911.72	367.02
(ii) Considered good - Unsecured		
From Others	3,036.71	3,115.62
From Related parties (refer Note 44.2)	18.65	27.43
Less: Allowance for expected credit loss	707.14	309.01
(iii) Credit impaired	921.24	739.74
Less: Allowance for expected credit loss	921.24	739.74
Total	**4,259.94**	**3,201.06**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 9 : TRADE RECEIVABLES (CONTD..)

Note 9(i) : Trade Receivables

Neither trade or other receivables are due from directors or other officers of the Group either severally or jointly with any other person, nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member. Trade receivables are non-interest bearing and are generally on terms of 30 days.

Trade receivables days past due :

(₹ in lakhs)

As at	Current	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
March 31, 2024	Undisputed Trade Receivables - considered good	4,591.27	253.14	73.87	17.53	31.26	4,967.07
	Undisputed Trade Receivables - Credit Impaired	0.03	-	109.42	44.77	767.02	921.24
	Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
	Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
	ECL-Simplified approach	(408.62)	(175.89)	(183.29)	(62.30)	(798.28)	(1,628.38)
	Net carrying amount	**4,182.67**	**77.25**	**-**	**-**	**-**	**4,259.94**
March 31, 2023	Undisputed Trade Receivables - considered good	3,235.23	42.43	1.29	4.81	195.70	3,479.46
	Undisputed Trade Receivables - Credit Impaired	7.51	1.86	111.90	69.52	579.56	770.35
	Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
	Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
	ECL-Simplified approach	(276.74)	(9.94)	(111.90)	(71.73)	(578.44)	(1,048.75)
	Net carrying amount	**2,966.00**	**34.35**	**1.29**	**2.60**	**196.82**	**3,201.06**

Reconciliation of impairment allowance on trade receivables :

(₹ in lakhs)

Particulars	Amount
Impairment allowance measured as per simplified approach	
Impairment allowance as at April 01, 2022	**1,181.07**
Add: Changes in allowances due to	
Bad debts written off	-
Net remeasurement of loss allowance	(132.32)
Impairment allowance as at March 31, 2023	**1,048.75**
Add: Changes in allowances due to	
Bad debts written off	-
Net remeasurement of loss allowance	579.63
Impairment allowance as at March 31, 2024	**1,628.38**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 10 : LOANS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
A) Loans at amortised cost		
Corporate and Retail Credit	11,22,895.90	10,45,604.89
Loans to related parties (refer Note 44.2)	274.16	11,717.51
Other Credit	-	-
Total (A) (Gross)	**11,23,170.06**	**10,57,322.40**
Less : Impairment loss allowance	47,636.44	3,73,764.03
Total (A) (Net)	**10,75,533.62**	**6,83,558.37**
B) (i) Secured by tangible assets	4,39,806.71	3,29,206.64
(ii) Secured by intangible assets	-	-
(iii) Secured by book debts, inventories, term deposits and other bank/ government guarantees	-	-
(iv) Unsecured	6,83,363.35	7,28,115.76
Total (B) (Gross)	**11,23,170.06**	**10,57,322.40**
Less: Impairment loss allowance	47,636.44	3,73,764.03
Total (B) (Net)	**10,75,533.62**	**6,83,558.37**
C) (i) Loans in India		
- Public sector	-	-
- Others	11,23,170.06	10,57,322.40
Total (C) (Gross)	**11,23,170.06**	**10,57,322.40**
Less: Impairment loss allowance	47,636.44	3,73,764.03
Total [C (i)] (Net)	**10,75,533.62**	**6,83,558.37**
(ii) Loans outside India	-	-
Less: Impairment loss allowance	-	-
Total [C (ii)] (Net)	**-**	**-**
Total [C (i+ii)] (Net)	**10,75,533.62**	**6,83,558.37**

Note : For Credit quality of assets refer note 10.D

No loan are measured at FVTPL and FVTOCI

10.D Credit quality of assets

The table below shows the credit quality and the maximum exposure to credit risk based on the Company's internal rating system and year-end stage classification. The amounts presented are gross of impairment allowances.

10.D.1 Credit quality of loans

Unity Small Finance Bank Limited

(₹ in lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Internal rating grade								
Low Risk	8,28,357.28	-	-	8,28,357.28	4,71,415.62	-	-	4,71,415.62
Medium Risk	-	17,717.69	-	17,717.69	-	6,900.87	-	6,900.87
High Risk	-	-	36,661.07	36,661.07	-	-	3,77,522.69	3,77,522.69
Total	**8,28,357.28**	**17,717.69**	**36,661.07**	**8,82,736.04**	**4,71,415.62**	**6,900.87**	**3,77,522.69**	**8,55,839.18**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 10 : LOANS (CONTD..)

Centrum Housing Finance Limited

(₹ in lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Internal rating grade								
Low Risk	1,31,422.12	-	-	1,31,422.12	1,06,246.58	-	-	1,06,246.58
Medium Risk	-	7,780.53	-	7,780.53	-	4,729.83	-	4,729.83
High Risk	-	-	3,427.76	3,427.76	-	-	3,039.34	3,039.34
Total	**1,31,422.12**	**7,780.53**	**3,427.76**	**1,42,630.41**	**1,06,246.58**	**4,729.83**	**3,039.34**	**1,14,015.75**

10.D.2 Reconciliation of changes in gross carrying amount and corresponding ECL allowances for loans and advances to corporate and retail customers:

The following disclosure provides stage-wise reconciliation of the Company's gross carrying amount and ECL allowances for loans and advances to corporates and retail customers. The transfers of financial assets represents the impact of stage transfers upon the gross carrying amount and associated allowance for ECL. The net remeasurement of ECL arising from stage transfers represents the increase or decrease due to these transfers.

The 'New assets originated /repayments received (net)' represent the gross carrying amount and associated allowance ECL impact from transactions within the Company's lending portfolio.

An analysis of changes in the gross carrying amount as follows:

Unity Small Finance Bank Limited

(₹ in lakhs)

Particulars	As at March 31, 2024					As at March 31, 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total	Stage 1	Stage 2	Stage 3	POCI	Total
Gross carrying amount opening balance	4,71,415.61	6,900.89	16,558.06	3,60,964.63	**8,55,839.19**	2,18,178.44	4,334.34	7,555.08	3,70,166.48	**6,00,234.34**
New assets originated or purchased	6,56,970.60	221.56	640.20	-	**6,57,832.36**	3,94,236.51	-	-	-	**3,94,236.51**
Assets derecognised or repaid (excluding write off)	(2,73,335.10)	(2,513.46)	(3,186.21)	(12,838.77)	**(2,91,873.54)**	(1,22,931.24)	(3,736.31)	(3,224.81)	(12,320.06)	**(1,42,212.42)**
Transfer to Stage 1	(3,300.46)	-	3,631.52	(331.06)	-	(481.39)	-	481.39	-	-
Transfer to Stage 2	(6,911.74)	7,329.35	(95.35)	(322.26)	-	(7,023.82)	7,023.82	-	-	-
Transfer to Stage 3	(10,800.40)	3.36	11,244.06	(447.02)	-	(10,562.89)	(788.79)	11,351.68	-	-

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 10 : LOANS (CONTD..)

(₹ in lakhs)

Particulars	As at March 31, 2024					As at March 31, 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total	Stage 1	Stage 2	Stage 3	POCI	Total
Changes to contractual cash flows due to change in credit risk	(5,681.14)	5,776.01	5.76	(18.85)	**81.78**	-	67.83	394.72	4,033.06	**4,495.61**
Assets derecognised or collected	-	-	-	-	-	-	-	-	-	-
Amounts written off	-	-	-	(3,39,143.67)	**(3,39,143.67)**	-	-	-	(914.85)	**(914.85)**
Gross carrying amount Closing balance	**8,28,357.37**	**17,717.71**	**28,798.04**	**7,863.00**	**8,82,736.12**	**4,71,415.61**	**6,900.89**	**16,558.06**	**3,60,964.63**	**8,55,839.19**

Centrum Housing Finance Limited

(₹ in lakhs)

Particulars	As at March 31, 2024					As at March 31, 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total	Stage 1	Stage 2	Stage 3	POCI	Total
Gross carrying amount opening balance (a)	1,06,246.58	4,729.83	3,039.34	-	**1,14,015.75**	53,864.32	2,640.42	1,549.54	-	**58,054.28**
New assets originated or purchased (b)	49,827.83	885.24	160.35	-	**50,873.42**	(9,551.58)	(1,075.83)	55.68	-	**(10,571.73)**
Assets derecognised or repaid (excluding write off) (c)	(18,531.17)	(1,633.08)	(1,988.38)	-	**(22,152.63)**	61,988.14	3,174.51	2,091.83	-	**67,254.48**
Transfer to Stage 1	(7,493.65)	5,512.28	1,981.37	-	-	(1,396.97)	928.16	468.81	-	-
Transfer to Stage 2	1,080.99	(1,775.58)	694.59	-	-	1,110.87	(1,637.84)	526.97	-	-
Transfer to Stage 3	322.87	66.48	(389.35)	-	-	104.92	17.73	(122.65)	-	-
Changes to contractual cash flows due to modification not resulting into derecognition	-	-	-	-	-	-	-	-	-	-
Assets derecognised or collected	-	-	-	-	-	-	-	-	-	-
Amounts written off (d)	(31.33)	(4.64)	(70.16)	-	**(106.13)**	(54.30)	(9.27)	(657.71)	-	**(721.28)**
Gross carrying amount closing balance (a+b+c+d)	**1,31,422.12**	**7,780.53**	**3,427.76**	**-**	**1,42,630.41**	**1,06,246.58**	**4,729.83**	**3,039.34**	**-**	**1,14,015.75**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 10 : LOANS (CONTD..)

Reconciliation of ECL balance is given below

Unity Small Finance Bank Limited

(₹ in lakhs)

Particulars	As at March 31, 2024					As at March 31, 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total	Stage 1	Stage 2	Stage 3	POCI	Total
ECL Allowance - opening balance	5,854.87	1,003.42	11,310.72	3,51,005.50	**3,69,174.51**	2,892.41	190.62	2,982.15	3,57,553.21	**3,63,618.39**
New assets originated or purchased	6,313.10	146.25	288.52	-	**6,747.87**	3,867.29	-	-	-	**3,867.29**
Assets derecognised or repaid (excluding write off)	(2,038.33)	(190.40)	(4,076.15)	(7,904.70)	**(14,209.58)**	(578.26)	(434.68)	(1,337.17)	(11,701.99)	**(14,052.10)**
Transfer to Stage 1	(23.12)	(10.34)	3,336.52	-	**3,303.06**	(88.11)	-	88.11	-	**-**
Transfer to Stage 2	(96.52)	2,030.49	44.97	-	**1,978.94**	(144.28)	144.28	-	-	**-**
Transfer to Stage 3	(412.25)	11.82	9,129.38	-	**8,728.95**	(94.18)	-	94.18	-	**-**
Impact on year end ECL of Exposures transferred between stages during the year and reversal of ECL on account of recovery	-	-	-	-	**-**	-	1,103.20	4,067.93	-	**5,171.13**
Changes to models and inputs used for ECL calculations	-	-	-	-	**-**	-	-	5,415.52	5,689.06	**11,104.58**
Amounts written off	-	-	-	(3,35,925.46)	**(3,35,925.46)**	-	-	-	(534.78)	**(534.78)**
ECL Allowance - closing balance	**9,597.75**	**2,991.24**	**20,033.96**	**7,175.34**	**39,798.29**	**5,854.87**	**1,003.42**	**11,310.72**	**3,51,005.50**	**3,69,174.51**

Centrum Housing Finance Limited

(₹ in lakhs)

Particulars	As at March 31, 2024					As at March 31, 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total	Stage 1	Stage 2	Stage 3	POCI	Total
ECL Allowance - opening balance	440.72	236.07	915.15	-	**1,591.94**	293.70	70.50	595.70	-	**959.90**
New assets originated or purchased	151.65	87.45	42.59	-	**281.69**	560.09	115.83	923.19	-	**1,599.11**
Assets derecognised or repaid (excluding write off)	705.04	29.75	(577.40)	-	**157.39**	(358.77)	59.01	53.97	-	**(245.79)**

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 10 : LOANS (CONTD..)

(₹ in lakhs)

Particulars	As at March 31, 2024					As at March 31, 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total	Stage 1	Stage 2	Stage 3	POCI	Total
Transfer to Stage 1	(850.01)	303.18	546.83	-	-	(175.22)	71.04	104.18	-	-
Transfer to Stage 2	9.78	(216.50)	206.72	-	-	7.80	(138.52)	130.72	-	-
Transfer to Stage 3	8.60	2.28	(10.88)	-	-	(37.82)	(5.49)	43.31	-	-
Amounts written off	(31.33)	(4.64)	(70.16)	-	**(106.13)**	(54.30)	(9.27)	(657.71)	-	**(721.28)**
ECL Allowance - closing balance	**434.45**	**437.59**	**1,052.85**	**-**	**1,924.89**	**440.72**	**236.07**	**915.15**	**-**	**1,591.94**

Note 11 : INVESTMENTS

(₹ in lakhs)

Particulars	As at March 31, 2024						As at March 31, 2023					
	Amortised Cost	At Fair Value			Others (at cost)	Total	Amortised Cost	At Fair Value			Others (at cost)	Others (at cost)
		Through OCI	Through profit or loss	Sub-total				Through OCI	Through profit or loss	Sub-total		
(a) Equity Instruments												
- Others	-	-	6,199.32	6,199.32	-	**6,199.32**	-	-	1,835.67	1,835.67	-	**1,835.67**
(b) Debt securities												
- Bonds and debentures	-	85,724.02	-	85,724.02	-	**85,724.02**	338.13	39,819.34	-	39,819.34	-	**40,157.47**
- Loan in nature of debentures	-	-	-	-	-	**-**	-	-	-	-	-	**-**
- Commercial papers	52,122.45	-	-	-	-	**52,122.45**	42,485.18	-	-	-	-	**42,485.18**
- Certificate of Deposits	11,368.64	-	-	-	-	**11,368.64**	7,417.47	-	-	-	-	**7,417.47**
(c) Preference shares	-	-	307.89	307.89	-	**307.89**	-	-	566.01	566.01	-	**566.01**
(d) Units of Mutual funds	-	-	137.34	137.34	-	**137.34**	-	-	901.76	901.76	-	**901.76**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 11 : INVESTMENTS (CONTD..)

(₹ in lakhs)

Particulars	As at March 31, 2024						As at March 31, 2023					
	Amortised Cost	At Fair Value			Others (at cost)	Total	Amortised Cost	At Fair Value			Others (at cost)	Others (at cost)
		Through OCI	Through profit or loss	Sub-total				Through OCI	Through profit or loss	Sub-total		
(e) Government and other securities	1,35,146.13	98,532.34	460.06	98,992.40	-	**2,34,138.53**	1,05,612.77	48,131.48	3,467.63	51,599.11	-	**1,57,211.88**
(f) Security receipts	-	-	-	-	-	**-**	-	-	-	-	-	**-**
(f) Units of private equity	-	-	1,525.00	1,525.00	-	**1,525.00**	-	-	1,486.82	1,486.82	-	**1,486.82**
Total Gross (A)	**1,98,637.22**	**1,84,256.36**	**8,629.61**	**1,92,885.97**	**-**	**3,91,523.19**	**1,55,853.55**	**87,950.82**	**8,257.89**	**96,208.71**	**-**	**2,52,062.26**
Investments outside India	-	-	-	-	-	**-**	-	-	-	-	-	-
Investments in India	1,98,637.22	1,84,256.36	8,629.61	1,92,885.97	-	**3,91,523.19**	1,55,853.55	87,950.82	8,257.89	96,208.71	-	**2,52,062.26**
Total Gross (B)	**1,98,637.22**	**1,84,256.36**	**8,629.61**	**1,92,885.97**	**-**	**3,91,523.19**	**1,55,853.55**	**87,950.82**	**8,257.89**	**96,208.71**	**-**	**2,52,062.26**
Less : Impairment loss allowance (C)	12.50	-	126.10	126.10		**138.60**	24.65	198.12	126.10	324.22		**348.87**
Total Net (D)= (A-C)	**1,98,624.72**	**1,84,256.36**	**8,503.51**	**1,92,759.87**	**-**	**3,91,384.59**	**1,55,828.90**	**87,752.70**	**8,131.79**	**95,884.49**	**-**	**2,51,713.39**

Note: The Group has received dividend ₹ Nil (March 2023 ₹ 8.84 lakhs) from its Equity instruments, recorded as dividend income

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 11 : INVESTMENTS (CONTD..)

i) Credit quality of assets:

Unity Small Finance Bank Limited

i) The table below shows the credit quality and the maximum exposure to credit risk based on the Company's year-end stage classification. The amounts presented are gross of impairment allowances.

(₹ in lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Performing :								
High grade	63,491.09	-	-	**63,491.09**	50,240.78	-	-	**50,240.78**
Standard grade	-	-	-	**-**	-	-	-	**-**
Individually impaired	-	-	-	**-**	-	-	-	**-**
Total	**63,491.09**	**-**	**-**	**63,491.09**	**50,240.78**	**-**	**-**	**50,240.78**

ii) Reconciliation of changes in gross carrying amount for investments in debentures:

Unity Small Finance Bank Limited

(₹ in lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount - opening balance	**338.13**	**-**	**-**	**338.13**	**1,943.95**	**-**	**-**	**1,943.95**
New assets originated or purchased	-	-	-	**-**	-	-	-	**-**
Assets derecognised or matured (excluding write off)	(338.13)	-	-	**(338.13)**	(1,605.82)	-	-	**(1,605.82)**
Transfer to Stage 1	-	-	-	**-**	-	-	-	**-**
Transfer to Stage 2	-	-	-	**-**	-	-	-	**-**
Transfer to Stage 3	-	-	-	**-**	-	-	-	**-**
Changes to contractual cash flows due to modifications not resulting in derecognition	-	-	-	**-**	-	-	-	**-**
Amounts written off	-	-	-	**-**	-	-	-	**-**
Closing balance	**-**	**-**	**-**	**-**	**338.13**	**-**	**-**	**338.13**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 11 : INVESTMENTS (CONTD..)

Reconciliation of ECL balance is given below:

Unity Small Finance Bank Limited

(₹ in lakhs)

Particulars	As at March 31, 2024					As at March 31, 2023				
	Stage 1	Stage 2	Stage 3	POCI	Total	Stage 1	Stage 2	Stage 3	POCI	Total
ECL Allowance - opening balance	**24.65**	**-**	**-**	**198.12**	**222.77**	**20.08**	**-**	**-**	**198.12**	**218.20**
New assets originated or purchased	-	-	-		-	9.73	-	-		**9.73**
Assets derecognised or repaid (excluding write off)	(12.15)	-	-	(198.12)	**(210.27)**	(5.16)	-	-	-	**(5.16)**
Transfer to Stage 1	-	-	-	-	**-**	-	-	-	-	**-**
Transfer to Stage 2	-	-	-	-	**-**	-	-	-	-	**-**
Transfer to Stage 3	-	-	-	-	**-**	-	-	-	-	**-**
Impact on year end ECL of Exposures transferred between Stages during the year and reversal of ECL on account of recovery	-	-	-	-	**-**	-	-	-	-	**-**
Unwinding of discount	-	-	-	-	**-**	-	-	-	-	**-**
Changes to contractual cash flows due to modification not resulting into derecognition	-	-	-	-	**-**	-	-	-	-	**-**
Changes to models and inputs used for ECL Calculation	-	-	-	-	**-**	-	-	-	-	**-**
Amounts written off	-	-	-	-	**-**	-	-	-	-	**-**
ECL allowance - Closing balance	**12.50**	**-**	**-**	**-**	**12.50**	**24.65**	**-**	**-**	**198.12**	**222.77**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 12 : OTHER FINANCIAL ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Security deposits	9471.00	3,687.41
Advance for purchase of shares pending transfer	100.00	100.00
Margin balances with broker	850.00	653.36
Deposits placed with exchange / depositories	5.50	5.50
Interest accrued but not due	-	8.21
Receivable -direct assignment/EIS	266.20	208.90
Contract assets	922.91	1,333.84
Other financial assets	571.70	208.91
Less: Impairment loss allowance	187.91	185.12
Total	**11,999.40**	**6,021.02**

Note 13: CURRENT TAX ASSETS (NET)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Advance Income Tax	3,062.25	2,044.81
[Net of provision for tax ₹ 7,765.07 lakhs (Previous year ₹ 7,532.08 lakhs)]		
Total	**3,062.25**	**2,044.81**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 14 : PROPERTY, PLANT AND EQUIPMENT

(₹ in lakhs)

Particulars	Leasehold improvements	Land	Building*	Furniture and fixtures	Vehicles	Office equipment	Computers hardware	Electric installation & equipment	Air conditioners	Total
Gross block- at cost										
As at April 01, 2022	**388.57**	**-**	**32,617.09**	**6,393.23**	**1,157.12**	**5,973.89**	**7,153.60**	**1.54**	**12.78**	**53,697.82**
Additions during the year	59.00	-	1,105.41	368.67	258.31	345.06	1,039.49	0.02	-	3,175.96
Disposals/adjustments/ deductions	23.09	-	-	(0.18)	(41.06)	(3.32)	(15.85)	(1.52)	-	(85.02)
As at March 31, 2023	**424.48**	**-**	**33,722.50**	**6,761.72**	**1,374.37**	**6,315.63**	**8,177.24**	**0.04**	**12.78**	**56,788.75**
Additions during the year	61.37	-	2,158.44	1,185.06	71.79	669.02	1,264.34	-	0.70	5,410.72
Disposals/adjustments/ deductions	-	2,678.55	(3,328.29)	(1,337.72)	(116.41)	(1,311.01)	(35.26)	-	-	(3,450.14)
As at March 31, 2024	**485.85**	**2,678.55**	**32,552.65**	**6,609.06**	**1,329.74**	**5,673.64**	**9,406.32**	**0.04**	**13.48**	**58,749.33**
Accumulated Depreciation		-								
As at April 01, 2022	**302.97**	**-**	**4,043.29**	**5,024.41**	**470.52**	**5,278.92**	**6,965.16**	**0.89**	**5.66**	**22,091.82**
Additions during the year	24.37	-	618.41	393.80	168.53	345.62	213.55	0.15	0.33	1,764.76
Disposals/adjustments/ deductions	(17.34)	-	-	60.28	(8.80)	56.18	76.52	(1.04)	-	165.80
As at March 31, 2023	**310.00**	**-**	**4,661.70**	**5,478.49**	**630.25**	**5,680.72**	**7,255.24**	**-**	**5.99**	**24,022.38**
Additions during the year	41.11	-	1,013.92	518.49	180.61	222.99	588.90	-	0.28	2,566.30
Disposals/adjustments/ deductions	-	-	(777.25)	(1,232.42)	(99.57)	(1,231.11)	(27.13)	-	-	(3,367.48)
As at March 31, 2024	**351.11**	**-**	**4,898.37**	**4,764.56**	**711.29**	**4,672.59**	**7,817.01**	**-**	**6.28**	**23,221.20**
Net block	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	**114.48**	**-**	**29,060.80**	**1,283.23**	**744.12**	**634.91**	**922.00**	**0.04**	**6.79**	**32,766.37**
As at March 31, 2024	**134.74**	**2,678.55**	**27,654.28**	**1,844.50**	**618.45**	**1,001.05**	**1,589.30**	**0.04**	**7.20**	**35,528.11**

*(This relates to property owned by the Company and title deed is clear and is in name of the Company except for property mentioned in note no 70. The Company has not revalued any of its property, plant and equipment during the year.)

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 15: RIGHT-OF-USE ASSETS

(₹ in lakhs)

Particulars	Vehicles	Office Premises	ATM	Total
Gross block- at cost				
As at April 01, 2022	**21.07**	**6,458.47**	**-**	**6,479.54**
Additions during the year	305.28	10,130.66	-	10,435.94
Disposals/adjustments/deductions		(91.63)	-	(91.63)
As at March 31, 2023	**326.35**	**16,497.50**	**-**	**16,823.85**
Additions during the year	514.47	13,518.33	757.14	14,789.94
Disposals/adjustments/deductions		(1,356.21)	-	(1,356.21)
As at March 31, 2024	**840.82**	**28,659.62**	**757.14**	**30,257.58**
Accumulated Depreciation				
As at April 01, 2022	**21.07**	**3,439.34**	**-**	**3,460.41**
Additions during the year	51.73	1,666.48	-	1,718.20
Disposals/adjustments/deductions		(54.09)	-	(54.09)
As at March 31, 2023	**72.80**	**5,051.72**	**-**	**5,124.52**
Additions during the year	150.62	3,890.04	75.67	4,116.33
Disposals/adjustments/deductions		(1,238.54)	-	(1,238.54)
As at March 31, 2024	**223.43**	**7,703.21**	**75.67**	**8,002.31**
Net block				
As at March 31, 2023	**253.54**	**11,445.78**	**-**	**11,699.92**
As at March 31, 2024	**617.39**	**20,956.41**	**681.47**	**22,255.27**

Note 16: CAPITAL WORK-IN-PROGRESS

(₹ in lakhs)

Particulars	Total
Gross block- at cost	
As at April 01, 2022	**21.43**
Additions during the year	316.38
Disposals/adjustments/deductions	-
As at March 31, 2023	**337.81**
Additions during the year	33.40
Disposals/adjustments/deductions	(3.68)
As at March 31, 2024	**367.53**

16.1 Details of Capital work-in-progress (CWIP)*

CWIP aging schedule as at March 31, 2024

(₹ in lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Projects in progress	352.93	14.60	-	-	367.53
ii) Projects temporarily suspended	-	-	-	-	-

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 16: CAPITAL WORK-IN-PROGRESS (CONTD..)

CWIP aging schedule as at March 31, 2023

(₹ in lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Projects in progress	25.11	312.70	-	-	337.81
ii) Projects temporarily suspended	-	-	-	-	-

*Note : For Capital work-in-progress, whose completion is overdue or has exceeded its cost compared to its original plan is NIL

Note 17 : OTHER INTANGIBLE ASSETS

(₹ in lakhs)

Particulars	Trademark	Computer Software	Total	Intangible assets under development	Total
Gross block- at cost					
As at April 01, 2022	**5.46**	**8,025.75**	**8,031.21**	**-**	**-**
Additions during the year	600.91	174.18	775.09	252.20	252.20
Disposals/adjustments/deductions			-	(44.95)	(44.95)
As at March 31, 2023	**606.39**	**8,199.93**	**8,806.31**	**207.25**	**207.25**
Additions during the year		1,785.77	1,785.77	96.03	96.03
Disposals/adjustments/deductions		(4.31)	(4.31)	(164.30)	(164.30)
As at March 31, 2024	**606.39**	**9,981.38**	**10,587.77**	**138.98**	**138.98**
Accumulated Amortization					
As at April 01, 2022		**6,999.83**	**6,999.83**	**-**	**-**
Additions during the year		312.07	312.07		-
Disposals/adjustments/deductions		89.97	89.97	-	-
As at March 31, 2023	**-**	**7,401.87**	**7,401.87**	**-**	**-**
Additions during the year		443.05	443.05		-
Disposals/adjustments/deductions		(2.50)	(2.50)	-	-
As at March 31, 2024	**-**	**7,842.42**	**7,842.42**	**-**	**-**
Net block :	-				
As at March 31, 2023	**606.39**	**798.06**	**1,404.44**	**207.25**	**207.25**
As at March 31, 2024	**606.39**	**2,138.97**	**2,745.35**	**138.98**	**138.98**

17.1 Details of Intangible assets under development*

Intangible assets under development aging schedule as at March 31, 2024

(₹ in lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Projects in progress	103.97	35.01	-	-	138.98
ii) Projects temporarily suspended	-	-	-	-	-

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 17 : OTHER INTANGIBLE ASSETS (CONTD..)

Intangible assets under development aging schedule as at March 31, 2023

(₹ in lakhs)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Projects in progress	125.25	82.00	-	-	207.25
ii) Projects temporarily suspended	-	-	-	-	-

*Note : For Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan is NIL

Note 18 : OTHER NON-FINANCIAL ASSETS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Prepaid expenses	10,343.71	4,850.93
Prepaid gratuity	26.57	-
Balances with revenue authorities	3,460.97	2,297.88
Advance for expenses	763.93	2,144.67
Capital advance	3,771.36	3,077.99
Unamortised expenses : Loan acquisition cost	103.15	62.48
Tax assets receivable	2,357.30	4,500.43
Other assets	1,291.56	847.99
Total	**22,118.55**	**17,782.36**

Note 19 : ASSETS HELD-FOR-SALE

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Assets held for sale*	1,116.39	896.44
Less: Impairment loss allowance (unrealized)	55.82	44.82
Total	**1,060.57**	**851.62**

*(To mitigate the credit risk on financial assets, Centrum Housing Finance Limited (CHFL) seeks to use collateral, where possible as per the powers conferred on the HFC under SARFAESI Act. In its normal course of business, the CHFL does not physically repossess properties or other assets in its retail portfolio, but generally initiates action to recover the funds at auctions to settle outstanding debt. Any surplus funds are returned to the customers/obligors. As a result of this practice, the residential properties under legal repossession processes are not recorded on the balance sheet and are treated as assets held for sale at (i) fair value or (ii) principal outstanding, whichever is less, at the repossession date.)

Note 20 : DERIVATIVE FINANCIAL INSTRUMENTS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Embedded derivatives on redeemable market-linked debentures	40,694.58	38,209.58
Total	**40,694.58**	**38,209.58**

Note :

The Group enters into derivatives for risk management purposes. Derivatives held for risk management purposes include hedges that either meet the hedge accounting requirements or hedges that are economic hedges, but the Group has elected not to apply hedge accounting requirements.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 20 : DERIVATIVE FINANCIAL INSTRUMENTS (CONTD..)

The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts.

The notional amounts indicate the value of transactions outstanding at the year end and are not indicative of either the market risk or credit risk.

(₹ in lakhs)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Notional Amounts	Fair Value - Liabilities	Notional Amounts	Fair Value - Liabilities
Embedded derivatives- market linked-debentures	Not applicable	40,694.58	Not applicable	38,209.58
Total	**-**	**40,694.58**	**-**	**38,209.58**

Hedging activities and derivatives :

The Group is exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk and interest rate risk. The Group's risk management strategy and how it is applied to manage risk are explained in Note 59.

Derivatives designated as hedging instruments :

The Group has not designated any derivatives as hedging instruments.

Note 21 : PAYABLES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Payables		
(i) Total outstanding dues of micro and small enterprises.	12.82	0.02
(ii) Total outstanding dues of creditors other than micro and small enterprises.	18,815.65	14,749.01
Other Payables		
(i) Total outstanding dues of micro and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro and small enterprises	2,909.18	4,680.50
Total	**21,737.65**	**19,429.54**

The amounts due to Micro and Small Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Group. For disclosure pertaining to Micro and Small Enterprises refer Note 54)

Trade Payables outstanding for following periods from due date of payment

(₹ in lakhs)

Particulars	Not Due	Less than 1 years	1-2 years	2-3 years	More than 3 years	Total
March 31, 2024						
Undisputed MSME	-	12.82			-	12.82
Undisputed others	-	18,078.56	1.76	735.33	-	18,815.65
Unbilled dues	-	-	-	-	-	-
Total	**-**	**18,091.38**	**1.76**	**735.33**	**-**	**18,828.47**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 21 : PAYABLES (CONTD..)

(₹ in lakhs)

Particulars	Not Due	Less than 1 years	1-2 years	2-3 years	More than 3 years	Total
March 31, 2023						
Undisputed MSME	-	0.02	-	-	-	0.02
Undisputed others	68.29	14,076.40	387.11	96.41	120.80	14,749.01
Unbilled dues	-	-	-	-	-	-
Total	**68.29**	**14,076.42**	**387.11**	**96.41**	**120.80**	**14,749.03**

Other Payables outstanding for following periods from due date of payment

(₹ in lakhs)

Particulars	Not Due	Less than 1 years	1-2 years	2-3 years	More than 3 years	Total
March 31, 2024						
Undisputed MSME	-	-	-	-	-	-
Undisputed others	-	2,909.18	-	-	-	2,909.18
Unbilled dues	-	-	-	-	-	-
Total	**-**	**2,909.18**	**-**	**-**	**-**	**2,909.18**
March 31, 2023						
Undisputed MSME	-	-	-	-	-	-
Undisputed others	-	4,680.50	-	-	-	4,680.50
Unbilled dues	-	-	-	-	-	-
Total	**-**	**4,680.50**	**-**	**-**	**-**	**4,680.50**

Trade Payables includes ₹ 12.82 Lakh (Previous Year ₹ 0.02 Lakh) payable to "Suppliers" registered under the Micro, Small and Medium Enterprises Development Act, 2006. Interest paid by the Group during the year to " Suppliers" registered under this Act is Nil (Previous Year Nil). The aforementioned is based on the responses received by the Group to its inquiries with suppliers with regard to applicability under the said Act. (Refer note 54)

Note 22 : DEBT SECURITIES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
At amortised costs		
Redeemable non-convertible market-linked debentures (Secured)		
(i) Privately Placed (Unlisted) (refer Note 22.1)	70,669.02	74,206.53
(ii) Privately Placed (Listed) (refer Note 22.1)	-	339.14
Non-convertible debentures (Secured) (Unlisted) (refer Note 22.2)	38,699.32	9,220.42
Non-convertible debentures (Secured)(Listed) (refer Note 22.3)	-	4,500.00
Non-convertible debentures (Unsecured) (refer Note 22.4)	5,008.20	5,008.20
Preferential Share Capital (refer Note 22.5)	15,603.73	15,603.73
TOTAL (A)	**1,29,980.27**	**1,08,878.02**
Debt securities in India	1,29,980.27	1,08,878.02
Debt securities outside India	-	-
TOTAL (B)	**1,29,980.27**	**1,08,878.02**

Note : There is no debt security measured at FVTPL or designated FVTPL

The Group has raised an amount of ₹ 43,731 lakhs (Previous year ₹ 43,736 lakhs) in multiple tranches through private placement by way of issue of debentures bearing a face value of ₹ 1,00,000 each are fully secured by a first pari-passu charge over specified assets. The Asset Cover as at March 31, 2024 exceeds hundred percent of the principal amount.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 22 : DEBT SECURITIES (CONTD..)

22.1 Redeemable non-convertible market linked debentures (Secured)

(i) Privately placed unlisted redeemable non-convertible debentures of ₹ 1,00,000 each

Terms of repayment

(₹ in lakhs)

Redeemable at par/premium (from date of the Balance Sheet)	As at March 31, 2024	As at March 31, 2023
Maturing between 48 to 60 months	-	-
Maturing between 36 to 48 months	3,685.24	10,010.49
Maturing between 24 to 36 months	22,687.90	24,100.79
Maturing between 12 to 24 months	26,748.79	27,457.09
Maturing within 12 months	17,547.10	12,638.16
Total	**70,669.02**	**74,206.53**

Note :

Secured by first pari passu floating charge created on present and future business receivables and investments of Centrum Retail Services Limited upto 100% of the value of debenture as set out in the Debenture Trust Deed and also Secured by pari passu charge on 2,91,00,000 Number of equity shares of Centrum Retail Services Limited (a subsidiary of the Company) held by Centrum Capital Limited

(ii) Privately placed listed redeemable non-convertible debentures of ₹ 1,00,000 each

(₹ in lakhs)

Redeemable at par/premium (from date of the Balance Sheet)	As at March 31, 2024	As at March 31, 2023
Maturing between 48 to 60 months	-	-
Maturing between 36 to 48 months	-	-
Maturing between 24 to 36 months	-	-
Maturing between 12 to 24 months	-	-
Maturing within 12 months	-	339.14
Total	**-**	**339.14**

Nature of Security :

The above mentioned debentures are secured, unlisted and listed, rated and unrated, non-convertible, principal protected, market-linked debentures carrying variable interest rate which is linked to performance of specified indices over the tenure of the debentures. Hence, the interest rate/range cannot be ascertained.

i) Secured by i) Pari passu mortgage to be created over leasehold rights (to the extent of 210 sq ft of total sq ft of leasehold rights) in relation to leasehold property of Centrum Financial Services Limited (subsidiary company) located at Shop No.4, Rajalakshmi Nagar Layout, Mappedu-Mellnallathur Road, Erayarnangalam Village, Thiruvallur District, Pin code-631202, and (ii) 76,99,542 Number of equity shares of Centrum Retail Services Limited (a subsidiary of the Company) held by Centrum Capital Limited.

ii) Secured by first pari passu charge over present and future receivables with minimum security cover of 100% of the issued amount and identified immovable property of Unity Small Finance Bank Limited.

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 22 : DEBT SECURITIES (CONTD..)

22.2 Non-convertible debentures (Secured-Unlisted)

Terms of repayment

(₹ in lakhs)

Redeemable at par/premium (from date of the Balance Sheet)	Interest rate range	Repayment details	As at March 31, 2024	As at March 31, 2023
Maturing between 48 to 60 months	-	-	-	-
Maturing between 36 to 48 months	11.80%-12.50%	Bullet	8,719.00	5,090.00
Maturing between 24 to 36 months	12.30%	Bullet	15,598.50	-
Maturing between 12 to 24 months	-	-	5,657.49	4,100.90
Maturing within 12 months	-	-	8,681.69	-
Sub-total			**38,656.68**	**9,190.90**
Less: Effective interest rate adjustment			(29.02)	(67.68)
Add: Interest accrued but not due on non convertible debenture			71.66	97.20
Total			**38,699.32**	**9,220.42**

Note :

The facility is secured by first pari-passu floating charge created on present and future business receivables upto 100% of the value of debentures of Centrum Retail Services Limited and Unity Small Finance Bank Limited.

22.3 Non-convertible debentures (Secured-Listed)

Terms of repayment

(₹ in lakhs)

Redeemable at par/premium (from date of the Balance Sheet)	Interest rate range	Repayment details	As at March 31, 2024	As at March 31, 2023
Maturing between 48 to 60 months	-	-	-	-
Maturing between 36 to 48 months	-	-	-	-
Maturing between 24 to 36 months	-	-	-	-
Maturing between 12 to 24 months	9.90%-10.00%	Bullet Repayment	-	3,500.00
Maturing within 12 months	10.00%-13.95%	Quarterly & Bullet Repayment	-	1,000.00
Sub-total			**-**	**4,500.00**
Less: Effective interest rate adjustment			-	-
Add : Interest accrued but not due on non-convertible debenture			-	-
Total			**-**	**4,500.00**

Nature of Security :

The facility is secured on a first ranking exclusive and continuing charge over certain identified receivables of Centrum Housing Finance Limited and of Unity Small Finance Bank Limited

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 22 : DEBT SECURITIES (CONTD..)

22.4 Non-convertible debentures (Unsecured)

Terms of repayment

(₹ in lakhs)

Redeemable at par/premium (from date of the Balance Sheet)	Interest rate range	Repayment details	As at March 31, 2024	As at March 31, 2023
Maturing more than 60 months	9.50%	Bullet	5,000.00	5,000.00
Maturing between 48 to 60 months	-	-	-	-
Maturing between 36 to 48 months	-	-	-	-
Maturing between 24 to 36 months	-	-	-	-
Maturing between 12 to 24 months	-	-	-	-
Maturing within 12 months	-	-	-	-
Sub-total			**5,000.00**	**5,000.00**
Less: Effective interest rate adjustment			-	-
Add : Interest accrued but not due on non- convertible debenture			8.20	8.20
Total			**5,008.20**	**5,008.20**

22.5 Preferential Share Capital

(₹ in lakhs)

Tenure from Balance Sheet date	Interest Rate range	Repayment details	As at March 31, 2024	As at March 31, 2023
As per scheme details as per below	1% Dividend payable per annum on January 25th every year	refer below note	15,603.73	15,603.73
Total			**15,603.73**	**15,603.73**

The Punjab and Maharashtra Co-operative Bank Limited has been amalgamated with the Bank pursuant to the Punjab and Maharashtra Co-operative Bank Limited (Amalgamation with Unity Small Finance Bank Limited) Scheme, 2022 notified by the Ministry of Finance, Department of Financial Services, Banking Division, Government of India on January 25, 2022 with effect from January 25, 2022. Terms of repayment of Perpetual Non Cumulative Preference Shares briefed in Clause 6 Discharge of Liability of transferor bank extracted for reference

On and from the appointed date, 80 per cent. of the uninsured deposits outstanding (aggregate in various accounts) to the credit of each institutional depositor of the transferor bank shall be converted into Perpetual Non-Cumulative Preference Shares of transferee bank with dividend of one per cent. per annum payable annually.

At the end of the 10th year from the appointed date, transferee bank will use Net Cash Recoveries' (net of expenses related to such recoveries) from assets pertaining to Housing Development and Infrastructure Limited Group in excess of the principal amount of advances to Housing Development and Infrastructure Limited Group outstanding as on March 31, 2021 to buyback Perpetual Non-Cumulative Preference Shares at face value on a pro rata basis.

From the end of 21st year, transferee bank will buy-back the outstanding principal of the Perpetual Non-Cumulative Preference Shares, at the rate of at least 1 per cent. of the total Perpetual Non-Cumulative Preference Shares issued under the scheme per annum, provided the following conditions are satisfied, namely:

i. all restructured liabilities pertaining to the transferor bank including those towards Deposit Insurance and Credit Guarantee Corporation under the Scheme are fully discharged;

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 22 : DEBT SECURITIES (CONTD..)

ii. capital adequacy ratio of the transferee bank is at least three hundred basis points higher than the regulatory minimum capital-to-risk weighted assets ratio applicable at that point of time;

iii. net non-performing assets of transferee bank are at least two hundred basis points lower than the prescribed threshold for Prompt Corrective Action by Reserve Bank at that point of time;

iv. minimum net cash recovery of the principal amount of advances to Housing Development and Infrastructure Limited Group as on March 31, 2021 from assets pertaining to Housing Development and Infrastructure Limited Group is more than 70 per cent. of the principal amount of advances;

v. the buyback of the Perpetual Non-Cumulative Preference Shares shall be capped at 10 per cent. of the yearly net profit of the transferee bank for the previous year.

Note 23 : BORROWINGS (OTHER THAN DEBT SECURITIES)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
At amortised cost		
a) Term loan		
(i) Secured		
- from banks (refer note 23(a)(i)	76,429.22	59,139.61
- from others (refer note 23(a)(ii)	99,739.15	17,013.62
(ii) Unsecured		
- from others (refer note 23(a)(iii)	325.00	75.00
b) Loan repayable on demand		
(i) Secured		
- from banks (refer note 23(b)(i)	2,278.58	3,823.30
- from banks - secured Interbank participatory Notes (refer note 23(b)(ii))	56,354.74	36,974.15
c) Short term call and money market (refer note 23 ('c))	40,001.02	25,501.45
d) Securitisation liability (refer note 68 and refer note 23(d))	6,458.82	-
e) Loan from related parties		
Unsecured (refer Notes 44.2 and 23 ('e))	25.00	25.00
f) Other Loans and advances		
Unsecured		
- Inter-corporate deposits (ICD'S) other than related parties (refer note 23('f)	1,190.08	1,790.08
g) Lease liabilities (refer Note 53)	23,580.35	12,104.69
Total (A)	**3,06,381.96**	**1,56,446.90**
Borrowings in India	3,06,381.96	1,56,446.90
Borrowings outside India	-	-
Total (B)	**3,06,381.96**	**1,56,446.90**

Note : There is no borrowings measured at FVTPL or designated at FVTPL

The borrowings have not been guaranteed by directors or others and also the Group has not defaulted in repayment of principal and interest

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 23 : BORROWINGS (OTHER THAN DEBT SECURITIES) (CONTD..)

a) Details of Term loans :

(i) Terms of repayment in installments from banks (secured)

(₹ in lakhs)

Tenure from Balance Sheet date	Interest rate range	Repayments details	As at March 31, 2024	Repayments details	As at March 31, 2023
Above 60 months	2.90% to 8.70%	Quarterly	5,156.33	Quarterly	2,679.95
Above 60 months	6.90 % to 10%	Monthly	-	Monthly	821.53
Above 60 months	8.00% to 12%	Monthly and quarterly	4,061.90	Monthly and quarterly	2,656.08
Maturing between 48 to 60 months	6.90 % to 10%	Monthly	-	Monthly	131.44
Maturing between 48 to 60 months	2.90% to 8.70%	Quarterly	3,309.49	Quarterly	1,351.05
Maturing between 48 to 60 months	8.00% to 12%	Monthly and quarterly	3,815.62	Monthly and quarterly	5,066.30
Maturing between 36 to 48 months	8.00% to 12%	Monthly and quarterly	9,025.94	Monthly and quarterly	7,585.21
Maturing between 36 to 48 months	2.90% to 8.70%	Quarterly	3,381.69	Quarterly	1,554.38
Maturing between 36 to 48 months	6.90 % to 10%	Monthly	-	Monthly	134.09
Maturing between 24 to 36 months	6.90 % to 12%	Monthly	11,627.97	Monthly	144.22
Maturing between 24 to 36 months	8.00% to 11.50%	Monthly and quarterly	-	Monthly and quarterly	7,585.72
Maturing between 24 to 36 months	9.00% to 10.90%	Monthly	-	Monthly	-
Maturing between 24 to 36 months	2.90% to 8.70%	Quarterly	3,597.39	Quarterly	1,633.84
Maturing between 12 to 24 months	8.00% to 11.50%	Monthly and quarterly	-	Monthly and quarterly	8,929.89
Maturing between 12 to 24 months	2.90% to 8.70%	Quarterly	3,676.85	Quarterly	2,043.84
Maturing between 12 to 24 months	9.00% to 12.75%	Monthly and quarterly	-	Monthly and quarterly	1,935.98
Maturing between 12 to 24 months	6.90 % to 12%	Monthly and quarterly	12,100.84	Monthly and quarterly	-
Maturing upto within 12 months	8.00% to 11.50%	Monthly	-	Monthly	11,475.42
Maturing upto within 12 months	9.00% to 12.75%	Monthly and quarterly	-	Monthly and quarterly	1,458.33
Maturing upto within 12 months	6.90 % to 12%	Monthly	12,963.30	Monthly	126.33
Maturing upto within 12 months	2.90% to 8.70%	Quarterly	4,086.85	Monthly	2,057.93
Sub-total			**76,804.16**		**59,371.54**
Less: Effective interest rate adjustment			(374.94)		(231.93)
Total			**76,429.22**		**59,139.61**

(ii) Terms of repayment in installments from others (secured)

(₹ in lakhs)

Tenure from Balance Sheet date	Interest rate range	Repayments details	As at March 31, 2024	Repayments details	As at March 31, 2023
Above 60 months	8.75% to 14.95%	Monthly	2,550.39	Monthly	2,129.16
Maturing between 48 to 60 months	9.50% to 12.00%	Monthly	2,514.03	-	-
Maturing between 48 to 60 months	8.75% to 14.95%	-	-	Monthly	2,307.21
Maturing between 36 to 48 months	8.65% to 14.95%	Monthly	39,708.98	Monthly & Annually	2,255.78

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 23 : BORROWINGS (OTHER THAN DEBT SECURITIES) (CONTD..)

(₹ in lakhs)

Tenure from Balance Sheet date	Interest rate range	Repayments details	As at March 31, 2024	Repayments details	As at March 31, 2023
Maturing between 24 to 36 months	8.65% to 14.95%	Monthly	22,578.56	Monthly and Quarterly	2,053.28
Maturing between 24 to 36 months	9.75% to 10.75%	-	-	Monthly	4.86
Maturing between 12 to 24 months	8.60% to 14.95%	-	-	Monthly	4,101.94
Maturing between 12 to 24 months	9.75% to 10.75%	Monthly	28,531.08	Monthly	8.97
Maturing between 12 to 24 months	7.67 % to 10.43%	-	-	Monthly	0.80
Maturing upto within 12 months	9.50% to 12.0%	Monthly	3,864.91	-	-
Maturing upto within 12 months	8.75% to 14.95%	-	-	Monthly	4,172.93
Sub-total			**99,747.95**		**17,034.93**
Less: Effective interest rate amortisation (net)			(8.80)		(21.30)
Total			**99,739.15**		**17,013.63**

Nature of security of term loans from bank and others

Secured against investments and moveable assets and charge of Office property at Centrum House, on specific receivables of financing business inventories and corporate guarantee. The facility is secured on a first and exclusive charge basis by way of hypothecation over the portfolio loans in such a way that the security cover is met. Further, the Group has provided additional security by way of cash collateral and corporate guarantee in certain cases.

(iii) Terms of repayment in installments from others (unsecured)

(₹ in lakhs)

Tenure from Balance Sheet date	Interest rate range	Repayments details	As at March 31, 2024	Repayments details	As at March 31, 2023
Maturing between 12 to 24 months	9.00% to 11.00%	On Maturity	325.00	On Maturity	75.00
Total			**325.00**		**75.00**

b) Loan repayable on demand :

i) Loan repayable on demand from Banks (secured)

(₹ in lakhs)

Particulars	Interest rate range		Repayment details	As at March 31, 2024	As at March 31, 2023
	As at March 31, 2024	As at March 31, 2023			
Bank Overdraft/Cash Credit	9.00% to 12.00%	7 % to 11.15%	Repayable on demand	2,278.58	3,823.30
Total				**2,278.58**	**3,823.30**

ii) Interbank participatory Notes (secured)

(₹ in lakhs)

Tenure from Balance Sheet date	Interest rate range		Repayment details	As at March 31, 2024	As at March 31, 2023
	As at March 31, 2024	As at March 31, 2023			
Upto 12 Months	6.50% to 7%	6.50% to 7%	On Maturity	56,354.74	36,974.15
Total				**56,354.74**	**36,974.15**

Nature of security of loans repayable on demand from banks and others :

Secured against term deposits, Investment property and hypothecation of specific assets covered under hypothecation loan agreements

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 23 : BORROWINGS (OTHER THAN DEBT SECURITIES) (CONTD..)

c) Short term call and money market

(₹ in lakhs)

Tenure from Balance Sheet date	Interest rate range		Repayment details	As at March 31, 2024	As at March 31, 2023
	As at March 31, 2024	As at March 31, 2023			
Upto 12 Months	6.80% to 7%	6.80% to 7%	On Maturity	40,001.02	25,501.45
Total				**40,001.02**	**25,501.45**

d) Securitisation liability

(₹ in lakhs)

Particulars	Interest rate range		Repayment details	As at March 31, 2024	As at March 31, 2023
	As at March 31, 2024	As at March 31, 2023			
Maturing above 60 months	8.75%	N.A	Monthly	2,956.77	-
Maturing between 48 to 60 months				858.53	-
Maturing between 36 to 48 months				762.22	-
Maturing between 24 to 36 months				669.05	-
Maturing between 12 to 24 months				573.96	-
Maturing within 12 months				638.29	-
Total				**6,458.82**	**-**

e) Loan from related parties (unsecured) :

(₹ in lakhs)

Particulars	Interest rate range		Repayment details	As at March 31, 2024	As at March 31, 2023
	As at March 31, 2024	As at March 31, 2023			
Unsecured loan from related parties	Nil	Nil	Repayable on demand	25.00	25.00
Total				**25.00**	**25.00**

f) Other Loans and advances (unsecured) :

(₹ in lakhs)

Tenure from Balance Sheet date	Interest Rate range	Repayment details	As at March 31, 2024	Repayment details	As at March 31, 2023
Maturing between 48 to 60 months	"For March 31, 2024 10% to 13% For March 31, 2023 9% to 13%"	These are repayable on maturity as per terms	315.08	These are repayable on maturity as per terms	315.08
Maturing between 36 to 48 months			-		-
Maturing between 24 to 36 months			-		-
Maturing between 12 to 24 months			-		-
Maturing within 12 months			875.00		1,475.00
Total			**1,190.08**		**1,790.08**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 24 : DEPOSITS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Deposits accepted by bank		
Savings accounts deposits	96,756.87	79,815.08
Current accounts deposits	11,030.43	8,568.37
Certificate of deposits	4,988.40	-
Term deposits	5,28,313.70	1,74,774.76
Total	**6,41,089.40**	**2,63,158.21**
Deposits of branches in India	6,41,089.40	2,63,158.21
Deposits of branches outside India	-	-
Total	**6,41,089.40**	**2,63,158.21**

The deposits have not been guaranteed by directors or others

There has been no default in repayment of deposits and interest thereon

The deposit rates of the Bank as on March 31, 2024 are as follows :

- Savings deposits Interest Rates: 6% to 7%
- Fixed deposits Interest Rates: upto 7%

Note 25: OTHER FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Interest accrued on borrowings (other than debt instruments)	310.80	504.58
Interest accrued on debt instruments	27,544.05	17,548.25
Unpaid dividend*	4.26	4.26
Other Payables		
Expenses	1,428.90	2,351.84
Accrued salaries & benefits	4,057.78	1,676.01
Book overdraft from banks	8,277.97	5,128.13
Deposits from sub-brokers	6.78	7.36
Payable to depositors of erstwhile PMC Bank upto 5 years [refer Note 61(A)(h)(i)]	1,19,186.15	1,23,315.12
Tier II Bond- Payable to Depositors of erstwhile PMC Bank on or after 10 years [refer Note 61(A)(h)(ii)]	1,12,489.29	1,02,609.68
Payable to DICGC [refer Note 61(A)(h)(iii)]	72,426.24	65,864.25
Liability towards devolved LC / invoke BG	26,372.01	26,341.41
NHB Refinance - Restructured	11,447.36	10,420.00
Payable to assignee	-	48.93
Others	8,088.56	6,470.07
Total	**3,91,640.14**	**3,62,289.89**

*There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of the Act as at the year end.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 26 : PROVISIONS

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Provision for Employee Benefits		
Gratuity (refer Note 46)	2,068.47	1,685.64
Compensated absences	1,098.10	930.89
Others	161.85	144.41
Provision for contingencies	13,287.90	20,374.15
Other provisions	6,926.00	5,424.61
Total	**23,542.32**	**28,559.71**

Note 27 : OTHER NON-FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Statutory dues payable	3,699.71	2,328.20
Advance from customers	3,246.18	4,102.46
Advance received against sale of shares	-	473.15
Provision for Bonus and other payables to employees	1,460.48	1,867.56
Unearned discounting charges	-	474.26
Others	669.77	224.79
Total	**9,076.14**	**9,470.42**

Note 28 : EQUITY SHARE CAPITAL

28.1 Details of Equity share capital

Particulars	As at March 31, 2024		As at March 31, 2023	
	Number of shares	₹ in lakhs	Number of shares	₹ in lakhs
Authorised shares				
Equity shares of ₹ 1 each	1,65,01,00,000	16,501.00	1,65,01,00,000	16,501.00
Issued, subscribed and fully paid-up shares				
Equity shares of ₹ 1 each fully paid up	41,60,32,740	4,160.33	41,60,32,740	4,160.33
Total Equity	**41,60,32,740**	**4,160.33**	**41,60,32,740**	**4,160.33**

28.2 Terms and rights attached to Equity shares

The Company has issued only one class of equity shares having a par value of ₹ 1/- per share. Each holder of equity shares is entitled to one vote per share. Any dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exists currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 28 : EQUITY SHARE CAPITAL (CONTD..)

28.3 Reconciliation of the number of Equity shares and of Equity share capital amount outstanding at the beginning and at the end of the year :

Particulars	Number of shares	₹ in lakhs
As at April 01, 2022	**41,60,32,740**	**4,160.33**
Issued during the year	-	-
As at March 31, 2023	**41,60,32,740**	**4,160.33**
Issued during the year	-	-
As at March 31, 2024	**41,60,32,740**	**4,160.33**

28.4 Details of Equity shareholders holding more than 5% of the aggregate shares in the Company

Equity shareholders	As at March 31, 2024		As at March 31, 2023	
	Number of shares	% holding	Number of shares	% holding
Businessmatch Services (India) Private Limited	13,44,99,041	32.33	13,43,99,041	32.30
Kaikobad Byramjee & Son Agency Private Limited	5,40,18,000	12.98	5,40,18,000	12.98
JBCG Advisory Services Private Limited	2,56,34,537	6.16	2,54,98,837	6.13

28.5 Details of Promoter's shareholdings

Promoter's name	As at March 31, 2024			As at March 31, 2023		
	Number of shares	% holding	% of change during the year	Number of shares	% holding	% of change during the year
Businessmatch Services (India) Private Limited	13,44,99,041	32.33	0.08%	13,43,99,041	32.30	0%
JBCG Advisory Services Private Limited	2,56,34,537	6.16	0.53%	2,54,98,837	6.13	9.26%
BG Advisory Services LLP	-	-	(100%)	18,000	0.00	(98.23%)

28.6 Shares reserved for issue under Employee Stock Option Plan

Information relating to the Centrum Capital Limited Employee Stock Option Plan (ESOP), including details regarding options issued, exercised and lapsed during the year and options outstanding at the end of the reporting period is set out in Note 43.

Note 29 : OTHER EQUITY

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Capital reserve	0.00	0.00
Securities premium	41,183.39	41,308.39
Debenture redemption reserve	5,888.66	5,888.66
Amalgamation reserve	21,115.44	20,837.44
Share option outstanding account	2,019.84	1,576.25
Treasury shares	(1,885.04)	(2,223.04)
ESOP Trust reserve	2,382.18	2,367.52
General reserve	6,866.25	6,526.64
Statutory reserve under Section 45-IC	381.47	257.77
Special reserve under Section 29C	1,086.05	798.12

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 29 : OTHER EQUITY (CONTD..)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Impairment reserve	-	-
Equity instrument issuance expenses	(11.71)	-
Investment Fluctuation Reserve	4,930.00	-
Capital redemption reserve	78.98	93.31
Capital reserve on consolidation	1,032.87	1,047.05
Retained earnings	(45,075.58)	(23,202.97)
Equity instruments through Other Comprehensive Income	(90.76)	(90.76)
Foreign exchange translation reserve	-	(5.04)
Total	**39,902.16**	**55,179.45**

29.1 Nature and purpose of other equity

Capital reserve

Capital reserve is created due to gift of 5,25,000 equity shares of Rap Media Limited.

Securities premium

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised in accordance with the provisions of the Companies Act, 2013.

Debenture redemption reserve

The Companies Act, 2013 requires companies that issue debentures to create a debenture redemption reserve from annual profits until such debentures are redeemed. The Company is required to transfer a specified percentage (as provided in the Companies Act, 2013) of the outstanding redeemable debentures to debenture redemption reserve. The amounts credited to the debenture redemption reserve may not be utilised except to redeem debentures. On completion of redemption, the reserve may be transferred to General reserves.

Share options outstanding account

The Employee stock options outstanding represents amount of reserve created by recognition of compensation cost at grant date fair value on stock options vested but not exercised by employees and unvested stock options in the statement of profit and loss in respect of equity-settled share options granted to the eligible employees of the Company and its subsidiaries in pursuance of the Employee Stock Option Plan.

Treasury shares

The Centrum ESPS Trust is extension of Company's financial statements. The Centrum ESPS trust are holding 1,55,18,234 number of equity shares (Previous year 1,82,22,234) amounting to ₹ 1,885.04 lakhs (Previous year ₹ 2,223.04 lakhs)

General reserve

General reserve is a free reserve available for distribution subject to compliance with the Companies (Declaration and Payment of Dividend) Rules, 2014.

Statutory reserve u/s 45-IC of The Reserve Bank of India Act, 1934

The Company transfers a of sum of not less than twenty per cent of net profit of that year as disclosed in the statement of profit and loss to its Statutory reserve pursuant to Section 45-IC of the RBI Act, 1934.

The conditions and restrictions for distribution attached to statutory reserves as specified in Section 45-IC(1) in The Reserve Bank of India Act, 1934:

(1) Every non-banking financial Company (NBFC) shall create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as disclosed in the profit and loss account and before any dividend is declared.

(2) No appropriation of any sum from the reserve fund shall be made by the NBFC except for the purpose as may be specified by the RBI from time to time and every such appropriation shall be reported to the RBI within twenty-one days from the date of such withdrawal. Provided that the RBI may, in any particular case and for sufficient cause being shown, extend the period of twenty-one days by such further period as it thinks fit or condone any delay in making such report.

Special reserve u/s 29C of The National Housing Bank Act, 1987

In terms of Section 29C of the National Housing Bank Act, 1987 every housing finance institution which is a company is required to create a reserve fund and transfer therein a sum not less than twenty percent of its net profit every year as

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

29.1 Nature and purpose of other equity (CONTD..)

disclosed in the profit and loss account before any dividend is declared. Housing Finance Companies (HFCs), are permitted to withdraw from the said reserve fund, the excess amount credited (in excess of the statutory minimum of 20%) in the previous years for any business purposes subject to suitable disclosure in the balance sheet and in the case of HFCs which have transferred only the statutory minimum in the previous years to selectively permit them to withdraw from the reserve fund only for the purpose of provisioning for non-performing assets subject to the conditions that there is no debit balance in the profit and loss account and that the reason for such withdrawal are stated explicitly in the balance sheet

Impairment reserve

In line with the RBI Circular No. RBI/2019-20/170 DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated 13th March, 2020, the Company has created provision for impairment on financial instruments and the excess of the provision prescribed under IRACP norms over and above the ECL as per the Ind AS 109 norms has been transferred to a separate impairment reserve through an appropriation from the net profit or loss for the year. This appropriation has been reflected in the statement of changes in equity under retained earnings. Further, the withdrawal from this reserve can be done only with prior permission of RBI.

Capital redemption reserve

The same has been created in accordance with provisions of Companies Act, 2013 for the buyback of equity shares.

Capital reserve on consolidation

Capital reserve represents reserves created pursuant to the business combination up to year end.

Capital reserve on amalgamation

Capital reserve created on amalgamation with the Punjab and Maharashtra Co-operative Bank Limited (PMC Bank) (amalgamation with Unity Small Finance Bank Limited) Scheme, 2022.

Investment Fluctuation Reserve

Investment fluctuation reserve is created as a provision for any change in the market value of investments

Retained earnings

Retained earnings or accumulated surplus represents total of all profits retained since Group's inception. Retained earnings are credited with current year profits, reduced by losses, if any, dividend payouts, transfers to General reserve or any such other appropriations to specific reserves.

Equity instruments through other comprehensive income

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The group transfers amounts from this reserve to retained earnings then the relevant equity securities are derecognised.

Foreign exchange translation reserve

The exchange differences arising out of year end translation of Group entities having functional currency other than Indian rupees is debited or credited to this reserve.

29.2 Movement in other equity

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
a) Securities premium		
Opening balance	41,308.39	41,308.39
Add: Additions/(deletions) during the year	(125.00)	-
Closing balance	**41,183.39**	**41,308.39**
b) Debenture redemption reserve		
Opening balance	5,888.66	4,052.85
Add: Transfer (to)/from retained earnings	-	1,835.81
Closing balance	**5,888.66**	**5,888.66**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

29.2 Movement in other equity (CONTD..)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
c) Amalgamation reserve		
Opening balance	20,837.44	15,103.33
Add: Additions during the year	278.00	5,734.11
Closing balance	**21,115.44**	**20,837.44**
d) Share option outstanding account		
Opening balance	1,576.25	1,006.47
Add : Share based payment expenses	738.01	937.87
Add: Transfer (to)/from general reserve	(124.70)	(368.09)
Less : Forfeiture of ESOS	(169.72)	-
Closing balance	**2,019.84**	**1,576.25**
e) Treasury shares		
Opening balance	(2,223.04)	(2,310.54)
Add : Sale of treasury shares	338.00	87.50
Closing balance	**(1,885.04)**	**(2,223.04)**
d) General reserve		
Opening balance	6,526.64	6,158.55
Add: Additions during the year	339.61	368.09
Closing balance	**6,866.25**	**6,526.64**
e) Statutory reserve under Section 45-IC		
Opening balance	257.88	255.87
Add: Additions during the year	123.59	1.90
Closing balance	**381.47**	**257.88**
f) Special reserve under Section 29C		
Opening balance	798.02	559.09
Add: Transfer (to)/from retained earnings	288.03	239.03
Closing balance	**1,086.05**	**798.02**
g) Impairment reserve		
Opening balance	-	1,808.02
Add: Transfer (to)/from retained earnings	-	(1,808.02)
Closing balance	**-**	**-**
h) Capital redemption reserve		
Opening balance	93.31	93.31
Add: Additions/deletions during the year	(14.33)	-
Closing balance	**78.98**	**93.31**
i) Equity instrument issuance expenses		
Opening balance	-	-
Add: Additions/deletions during the year	(11.71)	-
Closing balance	**(11.71)**	**-**
j) Investment Fluctuation Reserve		
Opening balance	-	-
Add: Additions/deletions during the year	4,930.00	-
Closing balance	**4,930.00**	**-**
k) Capital reserve on consolidation		
Opening balance	1,047.05	1,047.05
Add: Additions/deletions during the year	(14.18)	-
Closing balance	**1,032.87**	**1,047.05**
l) Retained earnings		
Opening balance	(23,202.98)	(7,985.23)
Add : Profit for the year	(9,949.53)	(14,981.17)

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

29.2 Movement in other equity (CONTD..)

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Add : Other Comprehensive Income	(106.18)	28.73
Add : Employee stock option	73.51	-
Add: Transfer (to)/from impairment reserve	-	1,808.02
Add: Transfer (to)/from investment fluctuation reserve	(4,930.00)	-
Add: Transfer (to)/from statutory reserve	(123.70)	-
Add: Transfer (to)/from debenture redemption reserve	-	(1,835.81)
Add: Transfer (to)/from special reserve	(287.93)	(239.03)
Add: Adjustments on account of change in holdings	(6,548.78)	1.51
Closing balance	**(45,075.58)**	**(23,202.98)**
m) Equity Instruments through Other Comprehensive Income		
Opening balance	(90.76)	(90.76)
Add: Additions/deletions during the year	-	-
Closing balance	**(90.76)**	**(90.76)**
n) Foreign exchange translation reserve		
Opening balance	(5.04)	(41.70)
Add: Additions/deletions during the year	5.04	36.66
Closing balance	**-**	**(5.04)**

Note 30: INTEREST INCOME

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
On Financial assets measured at amortised cost:		
- on portfolio loans	1,37,699.74	65,648.51
- on debt instruments	11,392.64	8,284.45
- on intercorporate deposits	11,222.69	8,176.26
On Financial assets measured at FVTPL:		
- on investments	219.98	124.81
On Financial assets measured at FVTOCI:		
- on investments	10,745.81	9,000.17
On fixed deposits with banks	468.25	407.95
Interest on balances with Reserve Bank of India and other inter-bank funds	945.76	2,799.39
Total	**1,72,694.87**	**94,441.54**

Note 31 : FEES AND COMMISSION INCOME

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Syndication, commission and brokerage	18,021.13	19,213.58
Advisory income	698.91	495.01
Consultancy fees	2,293.94	2,456.29
Business support service fees	997.91	2,142.80
Other fees	7,479.85	1,449.60
Total	**29,491.74**	**25,757.28**

Other Ind AS 115 disclosures- Revenue from contract with customers

Set out below is the disaggregation of the revenue from contracts with customers

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 31 : FEES AND COMMISSION INCOME (CONTD..)

Type of service

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Fees and Commission Income	29,491.74	25,757.28
	29,491.74	**25,757.28**
Total revenue from contracts with customers :		
Geographical markets		
India	29,458.74	25,726.73
Outside India	33.00	30.54
Total revenue from contracts with customers	**29,491.74**	**25,757.28**
Timing of revenue recognition :		
Services transferred at point in time	29,491.74	25,757.28
Services transferred overtime	-	-
Total revenue from contracts with customers	**29,491.74**	**25,757.28**

Note : The Company satisfies its performance obligations on completion of service with regards to investment banking, advisory and other fees. The payments on these contracts is due on completion of service, the contracts do not contain significant financing component and the consideration is not variable.

NOTE 32 : NET GAIN/(LOSS) ON FAIR VALUE CHANGES

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
(A) Net gain /(loss) on financial instruments at FVTPL		
- Equity shares	167.20	(462.08)
- Preference shares	(76.97)	(115.64)
- Debt instrument and other investments	211.76	1,267.80
- On trading portfolio		
- Investment	690.70	75.90
(B) Net gain /(loss) on financial instruments at amortised cost		
- Debt instrument and other investments	-	4,493.31
(C) Net gain on derecognition of financial instruments at amortised cost		
- Debt instrument and other investments	1,646.28	(3,745.80)
(D) Total net gain on fair value changes	**2,638.97**	**1,513.49**
Fair value changes :		
- Realised	2,333.54	(2,400.45)
- Unrealised	305.43	3,913.93
(E) Total net gain on financial instruments at FVTPL (D=E)	**2,638.97**	**1,513.49**

Note 33 : OTHER OPERATING INCOME

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Recovery from written off loans	2,689.34	0.00
Other fees income*	1,614.73	847.40
Total	**4,304.07**	**847.40**

* (includes documentation charges, utilisation charges)

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 34 : OTHER INCOME

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
On financial assets measured at amortised costs		
Interest on advances	437.81	370.43
Interest on deposits with bank	789.70	680.45
Other interest income	193.81	140.65
On financial assets measured at fair value through profit or loss		
Interest income on financial assets	1.00	74.58
Dividend income on Equity shares	-	8.84
Interest on income tax refund	129.13	296.16
Foreign exchange gain (net)	0.00	0.50
Gain on modification of leases	6.44	5.25
Gain on direct assignment	-	-
Profit/(Loss) on sale of land, Building and Other assets	130.37	-
Liquidity Assistance Scheme*	-	2,995.51
Loan processing fees/preclosure charges	-	98.93
Profit on sale of share warrants	-	750.00
Other non operating income	1,497.14	122.66
Total	**3,185.40**	**5,543.96**

* (where offered to erstwhile depositors of PMC Bank)

Note 35 : FINANCE COSTS

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
On financial liabilities measured at amortised cost		
Interest on		
- Debt securities	19,943.60	17,574.59
- Borrowings (other than debt securities)	16,763.06	3,781.25
- Deposits	33,842.29	12,317.83
- RBI/inter-bank borrowings	380.33	865.49
- Lease liability	1,561.49	562.96
- Restructured liability	27,119.42	25,958.71
- Subordinate liability	-	43.78
Dividend on PNCPS	2,260.72	2,248.50
Other borrowing costs	344.04	286.97
Total	**1,02,214.97**	**63,640.09**

Note : There are no financial liability measured at FVTPL

Note 36 : IMPAIRMENT ON FINANCIAL INSTRUMENTS

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Impairment on financial instruments measured at amortised cost		
on loans	(3,33,724.73)	5,338.03
on investments	(12.15)	4.57
on others		
bad debts & write offs	3,39,582.09	383.65
on trade and other receivables	5,278.67	962.39
Total	**11,123.88**	**6,688.64**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 37 : EMPLOYEE BENEFITS EXPENSES

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Salaries and bonus	53,081.25	39,703.33
Share-based payment to employees	2,353.63	835.60
Contribution to provident and other funds	1,454.98	2,118.28
Staff welfare expenses	719.35	442.40
Total	**57,609.21**	**43,099.61**

Note 38 : DEPRECIATION AND AMORTISATION

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Depreciation on property, plant and equipment	2,566.30	1,764.76
Amortisation of intangible assets	443.05	312.07
Depreciation on Right-of-Use assets	4,116.33	1,718.20
Total	**7,125.68**	**3,795.03**

Note 39 : OTHER EXPENSES

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Rent expenses (refer note 53)	3,051.43	2,631.59
Rates and taxes	354.90	293.67
Electricity expenses	687.77	656.95
Net loss on foreign currency transaction	8.78	5.01
Repair and maintenance	1,219.89	909.61
Software subscription/ IT related expenses	8,774.65	4,697.55
Insurance	791.67	649.26
Advertisement and publicity	187.95	16.52
Business promotion	967.18	1,452.60
Meeting and seminars	792.51	189.29
Subscription and membership fees	885.27	760.62
Business support services expenses	291.67	477.18
Commission and brokerage	11,535.11	2,092.89
Travelling and conveyance	1,402.45	2,239.58
Vehicle expenses	103.81	102.99
Communication costs	941.50	741.48
Printing and stationery	467.27	483.50
Legal and professional charges	7,742.24	6,451.86
Office expenses	2,458.75	2,008.57
Director's sitting fees	256.19	250.42
Loss on sale of Property, plant & equipment	0.88	18.19
Auditor's Remunerations (refer Note 39.1)	177.05	175.08
Corporate social responsibility expenditure (refer Note 40)	103.58	27.85
Cash handling charges	99.50	56.04
Underwriting expenses	518.80	290.61
Exchange / Clearing house expenses / Transaction charges	612.90	548.31
Depository, Transaction, PMS and other charges	204.72	113.77
Net loss due to dealing error	60.03	50.29
Miscellaneous expenses	476.56	350.78
Total	**45,175.01**	**28,742.05**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 39 : OTHER EXPENSES (CONTD..)

Note 39.1 : AUDITORS REMUNERATIONS

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Statutory audit fees	130.42	132.53
Other services	28.50	18.00
Certification work	8.96	16.18
Tax audit fees	2.50	4.45
Out-of-pocket expenses	6.67	3.92
Total	**177.05**	**175.08**

NOTE 39.2 : UNDISCLOSED INCOME

The details are not applicable to the Group, related to transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), unless there is immunity for disclosure under any scheme and shall also state whether the previously unrecorded income and related assets have been properly recorded in the books of account during the year.

NOTE 39.3 : DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year 2023-24.

Note 40 : CONTRIBUTION FOR CORPORATE SOCIAL RESPONSIBILITY (CSR)

Details of CSR :

(₹ in lakhs)

Particulars	For the year ended 31 March, 2024	For the year ended 31 March, 2023
As per the provisions of Section 135 of Companies Act, 2013		
A) Gross amount required to be spent by the Company during the year	103.58	27.85
B) Amount spent during the year on		
I Construction/acquisition of any assets		
i) In cash	-	-
ii) Yet to be paid in cash	-	-
Total (I)	**-**	**-**
II On purpose other than (i) above		
i) In cash	72.46	27.85
ii) Yet to be paid in cash	-	-
Total (II)	**72.46**	**27.85**
Total (I + II)	**72.46**	**27.85**

Following details are with regard to CSR activities:-

(₹ in lakhs)

Particulars	For the year ended 31 March, 2024	For the year ended 31 March, 2023
(a) amount required to be spent by the company during the year,	103.58	27.85
(b) amount of expenditure incurred,	72.46	27.85
(c) shortfall at the end of the year,	31.12	-
(d) total of previous years shortfall,	-	-
(e) reason for shortfall,	NA	NA
(f) nature of CSR activities	Refer below note	
(g) details of related party transactions	-	-
(h) where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year.	NA	NA

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 40 : CONTRIBUTION FOR CORPORATE SOCIAL RESPONSIBILITY (CSR) (CONTD..)

Details of CSR:

Name of the Project	List of Activities	Location of the Project	Implementing Agency
Healthcare and Medical Aid	Promoting health care including preventive health care	Mumbai and Navi Mumbai	Centrum foundation
Help a Child Walk	Promoting health care	Mumbai	Centrum foundation
Feed the Needy	Eradicating hunger, poverty and malnutrition	Mumbai and Navi Mumbai	Centrum foundation
Children Education	Promoting education	Mumbai and Navi Mumbai	Centrum foundation

Note : The Group has transferred ₹ 31.12 Lakhs to Unspent CSR account for FY 22-23 as per section 135(6) on April 23, 2024

Note 41 : INCOME TAXES

41.1 The components of income tax expense for the year ended March 31, 2024 and year ended March 31, 2023

(in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Current tax	418.76	1,566.17
Adjustment in respect of current income tax of prior years	(5.35)	(31.86)
Deferred tax relating to origination and reversal of temporary differences	(3,964.87)	(1,104.87)
Income tax expense reported in statement of profit and loss	**(3,551.46)**	**429.44**
Current tax	413.41	1,534.31
Deferred tax	(3,964.87)	(1,104.87)
Income tax recognised in Other Comprehensive Income (OCI)		
Deferred tax related to items recognised in OCI during the year:		
- Fair value changes on equity instruments through OCI	36.44	(1.09)
- Remeasurement of defined benefit plans	6.57	(25.91)
Income tax charged to OCI	**43.01**	**(27.00)**

41.2 Reconciliation of the total tax charge:

The tax charge shown in the statement of profit and loss differs from the tax charge that would apply if all profits had been charged at Indian corporate tax rate. A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended March 31, 2024 and March 31, 2023 is, as follows:

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Accounting profit before tax	(10,670.29)	(17,864.43)
Applicable statutory enacted income tax rate	26.00%	26.00%
Computed tax expense	(2,774.27)	(4,644.75)
Adjustment in respect of income tax of prior years	(5.35)	(31.86)
Effect of income not subject to tax	-	
Effect of non-deductible expenses	5,102.38	1,335.39
Tax losses and unabsorbed depreciation	(7,410.00)	2,526.05
Deduction u/s 36(1)(viii) of Income Tax Act, 1961	(381.86)	-
Impact of certain items being taxed at different rates	419.10	10.56
Effect of non-recognition of deferred tax asset on current-year losses	679.22	-
Different tax rates of subsidiaries	198.65	1,234.05
Others	620.68	-
Income tax expense reported in the Statement of profit and loss	**(3,551.45)**	**429.44**
Effective tax rate	**33.28%**	**(2.40%)**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 41 : INCOME TAXES (CONTD..)

41.3 Deferred Tax

The following table shows deferred tax recorded in the balance sheet and changes recorded in the Income tax expenses

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Deferred tax assets		
Expenses allowable under section 43B of the Income Tax Act, 1961 on payment basis	2,016.80	1,001.25
Impairment allowance for financial assets	766.12	825.57
Fair valuation of financial instruments	39.31	46.38
Employee benefit obligations	779.43	570.43
MAT credit entitlement	2070.82	2,070.82
Effective interest rate on financial assets	3,928.69	1,871.96
Leases impact, net- ROU and lease liabilities	(327.91)	(199.93)
Tax (losses)/benefit carry forwards, net	69,632.82	252.03
Provision on loans	-	71,347.10
ECL on loans/Debtors	7,279.14	3,898.72
Capital Loss	347.40	-
Others	325.95	160.02
Deferred tax assets (A)	**86,858.57**	**81,844.34**
Deferred tax liabilities		
Fair valuation of financial instruments	507.48	851.61
Property, plant and equipment	1,494.93	1,294.26
Effective interest rate on financial liabilities	34.25	86.00
Others	2,001.80	800.28
Deferred tax liabilities (B)	**4,038.46**	**3,032.15**
Deferred tax assets (net) [(A)- (B)]	**82,820.09**	**78,812.18**

(₹ in lakhs)

Particulars	Year ended March 31, 2024		Year ended March 31, 2023	
	Income Statement	OCI	Income Statement	OCI
Deferred tax assets				
Expenses allowable under section 43B of the Income Tax Act, 1961 on payment basis	(1,015.55)	-	(808.64)	-
Impairment allowance for financial assets	59.45	-	51.04	-
Fair valuation of financial instruments	7.07	-	(31.25)	-
Employee benefit obligations	(202.43)	6.57	(52.99)	(25.91)
MAT credit entitlement	-	-	-	-
Effective interest rate on financial assets	(2,020.29)	36.44	(1,435.96)	(1.09)
Leases impact, net - ROU and lease liabilities	127.98	-	208.02	-
Tax (losses)/benefit carry forwards, net	(69,380.79)	-	(7.10)	-
Goodwill adjustments	-	-	-	-
Provision on loans	71,347.10	-	(783.33)	-
ECL on loans/Debtors	(3,380.42)	-	-	-
Capital Loss	(347.40)	-	-	-
Others	(165.93)	-	43.78	-
Deferred tax assets (A)	**(4,971.22)**	**43.01**	**(2,816.44)**	**(27.00)**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 41 : INCOME TAXES (CONTD..)

(₹ in lakhs)

Particulars	Year ended March 31, 2024		Year ended March 31, 2023	
	Income Statement	OCI	Income Statement	OCI
Deferred tax liabilities				
Fair valuation of financial instruments	(344.13)	-	(831.04)	-
Property, plant and equipment	200.67	-	(1,073.19)	-
Effective interest rate on financial liabilities	(51.75)	-	186.12	-
Others	1,201.57	-	(825.14)	-
Deferred tax liabilities (B)	**1,006.35**	**-**	**(2,543.25)**	**-**
Net	**(3,964.87)**	**43.01**	**(273.19)**	**(27.00)**
Adjustments				
Fair value of Loans	-	-	831.69	-
Total (net) [(A)- (B)]	**(3,964.87)**	**43.01**	**(1,104.87)**	**(27.00)**

Note 42: EARNING PER SHARE (EPS)

Basic EPS is calculated by dividing the net profit for the year attributable to equity holders of Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the net profit attributable to equity holders of Company (after adjusting for interest on the convertible preference shares and interest on the convertible bond, in each case, net of tax) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares.

(₹ in lakhs unless stated otherwise)

Particulars	As at March 31, 2024	As at March 31, 2023
Net profit/(loss) attributable to ordinary equity holders (A)	(9,934.87)	(14,978.65)
Weighted average number of equity shares for basic EPS (B)	41,60,32,740	41,60,32,740
Weighted average number of equity shares for diluted EPS (C)	41,60,32,740	41,60,32,740
Basic earnings per equity share (face value of ₹ 1 per share) (A/B)	(2.39)	(3.60)
Diluted earnings per equity share (face value of ₹ 1 per share) (A/C)	(2.39)	(3.60)

Note 43: EMPLOYEE STOCK OPTION PLAN

The Group has recognised share-based payment expenses for the years ended March 31, 2024 and March 31, 2023 based on fair value as on the grant date calculated as per option pricing model. The grants represent equity-settled options under the Employee Stock Options Plans (hereinafter referred to as ESOP 2017, ESOP 2018, Unity Scheme 2022, CWL ESOP 2023 and CHFL ESOP).

The Company has granted ESOPs to its employees and also to employee of group companies. The Company has two employees stock option schemes viz. CCL Employee Stock Option Scheme 2017 and CCL Employee Stock Option Scheme 2018. However CCL Employee Stock Option Scheme 2018 is now stand cancelled/forfeited as tabulated below. Further, Unity Scheme 2022 have been granted to the employees of the bank, Centrum Wealth Limited have granted one employee Stock Option Scheme i.e.CWL ESOP 2023 to its employees and CHFL has also granted ESOP to its employees under employees stock option scheme viz. CHFL ESOP Schemes.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 43: EMPLOYEE STOCK OPTION PLAN (CONTD..)

a) Centrum Capital Limited : CCL ESOP SCHEMES :-

CCL Employee Stock Option Scheme 2017

The scheme was approved by shareholders on August 31, 2017 for grant of stock options and all the granted options shall vest with the participant on the last day of the of 1st year from the grant date

The details of activity under the both Scheme (Face value of ₹ 1/-each) are summarized below:

(₹ in lakhs unless stated otherwise)

Particulars	Number of options for year ended	
	March 31, 2024	March 31, 2023
Scheme 2017 : Face value of ₹ 1 each		
Exercise price	Refer Note A below	Refer Note A below
Options outstanding as at beginning of the year	99,20,000	8,00,000
Add: Granted	-	98,20,000
Less: Exercised	27,04,000	7,00,000
Less: Forfeited	-	-
Less: Expired	1,00,000	-
Option outstanding end of the year	**71,16,000**	**99,20,000**
Exercisable at the end of the year	**71,16,000**	**1,00,000**
Scheme 2018 : Face value of ₹ 1 each		
Exercise price	Refer Note A below	Refer Note A below
Option outstanding as at beginning of the year	38,00,000	38,00,000
Add: Granted	-	-
Less: Exercised	-	-
Less: Forfeited/Cancelled	(38,00,000)	-
Less: Lapsed	-	-
Option outstanding as at end of the year	**Nil**	**38,00,000**
Exercisable at the end of the year	**Nil**	**18,50,000**

Note A:

Particulars	Scheme 2017
Exercise price/Pricing Formula	The exercise Price for the Options granted shall be ₹ 12.50 per share
Total number of stock options approved (total shares lying with the Trust)	2,45,81,160
Maximum term of stock options granted	5 years
Source of shares (primary, secondary or combination)	Secondary
Date of grant	Various Dates
Total number of options granted	1,16,20,000
Method of settlement	Equity
Total number of options granted but not vested	71,16,000
Vested but not exercised	71,16,000
Exercise period	5 Years from each grant date
Weighted average share price at the date of exercise for stock options exercised during the year	₹ 30.78
Weighted average exercise share price	₹ 12.50
Weighted average remaining contractual life of options as at March 31, 2024	3 years

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 43: EMPLOYEE STOCK OPTION PLAN (CONTD..)

Details of Options granted:

Particulars	Scheme 2017			
Grant Date	**Sept 17, 2019**	**Oct 1, 2018**	**Apr 12, 2018**	**June 22, 2022**
Number of options granted	5,00,000	5,00,000	12,00,000	98,20,000
Number of options forfeited/cancelled	-	-	4,00,000	-
Number of options granted (net)	5,00,000	5,00,000	8,00,000	98,20,000
Range of risk free interest rate	6.46%	8.04%	7.32%	6.72%
Dividend yield	0.16%	0.08%	0.08%	0.00%
Expected volatility	20.05%	21.16%	19.84%	25.41%
Exercise price (₹)	12.5	12.5	12.5	12.5
Fair value of option (₹)	15.39	27.5	52.58	9.34
No. of years vesting	on the last day of the of 1st year from the Grant date			

Vesting of options is subject to continued employment during the vesting period.

b) Unity Small Finance Bank : Unity SCHEMES :-

Particulars	UNITY Scheme 2022								
	Tranche-1 (ESOP I)	**Tranche-1 (ESOP II)**	**Tranche-2**	**Tranche-3**	**Tranche-1**	**Tranche-2**	**Tranche-3**	**Tranche-4**	**Tranche-5**
Date of grant	14-Jun-22	14-Jun-22	28-Jul-22	20-Oct-22	03-May-23	26 May 2023	10-Aug-23	18-Sep-23	01-Feb-24
Date of NRC approval	14-Jun-22	14-Jun-22	28-Jul-22	20-Oct-22	03-May-23	26 May 2023	10-Aug-23	18-Sep-23	01-Feb-24
Date of Shareholder's approval	13-Jun-22	13-Jun-22	13-Jun-22	13-Jun-22	13-Jun-22	13-Jun-22	13-Jun-22	13-Jun-22	13-Jun-22
Number of options granted	9,50,400	1,44,63,800	3,22,700	75,800	1,18,881	35,63,300	3,14,685	15,38,462	8,75,990
Method of settlement	Equity	Equity	Equity	Equity	Equity	Equity	Equity	Equity	Equity
Vesting period	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years
Weighted average remaining contractual life (Vesting period)	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years
Granted but not vested	9,50,400	1,44,63,800	3,22,700	75,800	1,18,881	35,63,300	3,14,685	15,38,462	8,75,990
Vested but not exercised	-	-	-	-					
Weighted average share price at the date of exercise for stock options exercised during the year	NA	NA	NA	NA	NA	NA	NA	NA	NA
Exercise period	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years	5 Years
Weighted Average Fair value of options (granted but not vested) as on grant date	₹ 0.01	₹ 0.04	₹ 0.04	₹ 0.04	₹3.7	₹4.4	₹ 9.0	₹ 7.5	₹ 11.5

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 43: EMPLOYEE STOCK OPTION PLAN (CONTD..)

The estimated fair value of options was calculated by applying Black and Scholes Model. Below mentioned are the model inputs used for calculating estimated fair value.

Particulars	UNITY Scheme 2022 ESOP granted during the year ended March 31, 2023	UNITY Scheme 2022 ESOP granted during the year ended March 31,2024				
Range of Risk free interest rate	7.10%	7.00%				
Dividend yield	0%	0%				
Expected volatility	13.00%	17.06%	15.84%	14.64%	13.73%	13.00%

Vesting of options is subject to continued employment during the vesting period.

The activity in the Scheme-I, Scheme-II the year ended March 31, 2024 and March 31, 2023 is set below:

UNITY Employee CCL Scheme 2017

Particulars	Unity SCHEME
Options outstanding as at beginning of the year	1,57,80,400
Add: Granted	64,11,318
Less: Exercised	-
Less: Forfeited/Cancelled	8,06,400
Less: Lapsed	-
Option outstanding end of the year	2,13,85,318
Exercisable at the end of the year	**2,13,85,318**

Particulars	March 31, 2024		March 31, 2023	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Options outstanding as at the beginning of the year	1,57,80,400	15.4	-	-
Options granted during the year	64,11,318	21.5	1,58,12,700	15.4
Options Exercised during the year	-	-	-	-
Options lapsed/ forfeited during the year	8,06,400	18.9	32,300	15.4
Options outstanding as at the year end	2,13,85,318	17.1	1,57,80,400	15.4
Options vested and exercisable at the end of the year	-	-	-	-

c) Centrum Housing Finance Limited : CHFL ESOP SCHEMES :-

Particulars	ESOP Series I				ESOP Series II	ESOP Series IV
Tranches	Tranche-I	Tranche-II	Tranche-III	Tranche-IV	Tranche-I	Tranche-I
No. of options approved	30,45,000	19,99,999	20,00,000	26,68,501	7,30,000	59,75,000
Date of grant	01-04-2019	07-05-2019	31-08-2019	21-02-2022	01-04-2019	01-07-2023
No. of options granted	30,45,000	19,99,999	20,00,000	26,68,501	7,30,000	59,75,000
Exercise price per option	10	10	10	10	10	35
Method of settlement	Equity	Equity	Equity	Equity	Equity	Equity
Vesting year and conditions	Options to vest as per stipulated vesting schedule ("Fixed Vesting")					
Exercise period (years)	5	5	5	5	4	4

Tranche -I of ESOP Series IV was granted during FY 2023-24, details given above

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 43: EMPLOYEE STOCK OPTION PLAN (CONTD..)

Reconciliation of options

Particulars	ESOP Series I				ESOP Series II	ESOP Series IV
Tranches	Tranche-I	Tranche-II	Tranche-III	Tranche-IV	Tranche-I	Tranche-I
Options outstanding at April 1, 2023	28,30,000	19,99,999	20,00,000	26,68,501	1,20,000	-
Granted during the year	-	-	-	-	-	59,75,000
Forfeited during the year	-	-	-	-	-	-
Exercised during the year	-	-	-	-	-	-
Expired / lapsed during the year	5,90,000	-	-	-	5,000	15,00,000
Outstanding at March 31, 2024	**22,40,000**	**19,99,999**	**20,00,000**	**26,68,501**	**1,15,000**	**44,75,000**
Exercisable at March 31, 2024	**22,40,000**	**19,99,999**	**20,00,000**	**-**	**1,15,000**	**-**
Weighted average remaining contractual life (in years)	3	3	3	6	3	7

Particulars	ESOP Series I				ESOP Series II
Tranches	Tranche-I	Tranche-II	Tranche-III	Tranche-IV	Tranche-I
Options outstanding at April 1, 2022	28,30,000	19,99,999	20,00,000	-	2,20,000
Granted during the year	-	-	-	26,68,501	-
Forfeited during the year	-	-	-	-	1,00,000
Exercised during the year	-	-	-	-	-
Expired / lapsed during the year	-	-	-	-	-
Outstanding at March 31, 2023	**28,30,000**	**19,99,999**	**20,00,000**	**26,68,501**	**1,20,000**
Exercisable at March 31, 2023	**28,30,000**	**19,99,999**	**20,00,000**	**-**	**1,20,000**
Weighted average remaining contractual life (in years)	4.00	4.10	4.42	6.90	4.00

d) Centrum Wealth Limited : CWL ESOP 2023 :-

The Scheme was approved by the Shareholders on December 14, 2023 for grant of stock options and below are the vesting requirements

Sr. No.	Particulars	Maximum options entitled for vesting
1	At the end of Year 1 from the Grant date	25 (Twenty Five)% of total options granted
2	At the end of Year 2 from the Grant date	25 (Twenty Five)% of total options granted
3	At the end of Year 3 from the Grant date	25 (Twenty Five)% of total options granted
4	At the end of Year 4 from the Grant date	25 (Twenty Five)% of total options granted

The details of activity under this scheme (Face value of ₹ 10 each) are summarized below:

Particulars	Number of options for year ended	
	March 31, 2024	March 31, 2023
Scheme 2023 : Face value of ₹ 10 each		
Exercise price	Refer Note A below	-
Options outstanding as at beginning of the year	-	-
Add: Granted	2,99,500	-

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 43: EMPLOYEE STOCK OPTION PLAN (CONTD..)

Particulars	Number of options for year ended	
	March 31, 2024	March 31, 2023
Less: Exercised	-	-
Less: Forfeited	10,000	-
Less: Expired	-	-
Option outstanding end of the year	2,89,500	-
Exercisable at the end of the year	-	-

Note A: Details of the ESOP Plan are as below

Particulars	Scheme 2023
Exercise price/Pricing formula	The Exercise Price for the Options granted shall be ₹10 per share
Total number of stock options approved	2,99,500
Maximum term of stock options granted	5 years
Source of shares (primary, secondary or combination)	Primary
Date of Grant	18-12-2023
Total number of Options granted	2,99,500
Method of settlement	Equity
Total Number of Granted but not vested	Nil
Vested but not exercised	Nil
Exercise period	5 Years from each grant date
Weighted average share price at the date of exercise for stock options exercised during the year	NA

Details of Options granted:

The Fair Value of the Options at the grant date is determined using the Black Scholes model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the option. The following tables list the inputs used for fair valuation of options for the ESOP plan

Particulars	Scheme 2023
Grant Date	December 18, 2023
Number of Options granted	2,99,500
Number of Options forfeited/Cancelled	10,000
Number of Options granted (net)	2,89,500
Range of Risk free interest rate	7.11% - 7.22%
Expected volatility	14.56% to 19.41%
Expected Life of Options	3-6 Years
Exercise price (₹)	10
Fair value of option (₹)	₹ 492.27 - 493.86
No. of years vesting	As per Vesting Schedule described above

Vesting of options is subject to continued employment during the vesting period.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 43: EMPLOYEE STOCK OPTION PLAN (CONTD..)

Employee Share Appreciation Rights Plan

During the year the board of the Company had approved SAR Plan on 27th October 2023.

Details of SARs granted are as follows

Particulars	Year Ended March 31, 2024	
	SAR-I	SAR-II
Date of Grant		
Fair Value at Grant Date		
Total Number of Rights Approved under the scheme	5,00,000	10,00,000
Number of Rights Issued	1,28,000	5,00,000
Exercise Price	₹ 300 per SAR	₹ 500 per SAR
Vesting requirement	As decided by the Board / Committee from time to time	As decided by the Board / Committee from time to time
Date of Vesting		
	20% in May 2025	20% in May 2025
	35% in May 2026	35% in May 2026
	45% in May 2027	45% in May 2027
SAR Settlement Price	20% discount to the fully diluted price	20% discount to the fully diluted price
Method Of Settlement	Cash	Cash

The Fair Value of the SARs as on measurement date (31st March 2024) is determined using the Black Scholes model which takes into account the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk free interest rate for the term of the SAR. The following tables list the inputs used for fair valuation of options for the SAR Plan

Particulars	SAR-I	SAR-II
Number of SARs granted	1,28,000	-
Range of Risk free interest rate	7.07% - 7.11%	7.07% - 7.11%
Dividend yield		
Expected volatility	10.85% - 14.57%	10.85% - 14.57%
Expected Life of Options	1.42 - 3.42 Years	1.42 - 3.42 Years
Exercise price (₹)	300	500
Fair value of option (₹)	₹ 128.91 - ₹ 165.43	₹ 5.05 - ₹ 46.39

43.2 Share-based Payment expenses

Other Information regarding employee share based payment plan is as below:

(₹ in lakhs)

Particulars	For year ended March 31, 2024	For year ended March 31, 2023
Carrying amount at the start of the period of Share Option Outstanding Account	1,576.25	1,006.47
Expense arising from employee share based payment plans	738.01	937.87
Employee share options- Forfeiture of ESOS	(169.72)	-
Amount transferred to general reserve on account of ESOP Exercised during the year	(124.70)	(368.09)
Total carrying amount at the end of the period of Share Option Outstanding Account	**2,019.84**	**1,576.25**

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 44: RELATED PARTY DISCLOSURES

44.1. Relationships

Relationship	Name of the party
A. List of Related Parties	
(i) Subsidiary	Centrum Retail Services Limited Centrum Broking Limited Centrum Housing Finance Limited Unity Small Finance Bank Limited (Subsidiary of Centrum Financial Services Limited) Centrum Financial Services Limited Centrum International Services Pte. Limited. (Upto November 17, 2023) Centrum Finverse Limited (Subsidiary of Centrum Financial Services Limited) (w.e.f October 03, 2023) Centrum Alternatives LLP Modulus Alternatives Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited) Centrum Capital International Limited (Upto November 17, 2023) Ignis Capital Advisors Limited (Subsidiary of Centrum Financial Services Limited) CCAL Investment Management Limited (Subsidiary of Centrum Capital International Limited) (Upto November 17, 2023) Centrum Capital Advisors Limited Centrum Wealth Limited (Subsidiary of Centrum Retail Services Limited) Centrum Microcredit Limited (Merged with the Company) Centrum Investment Advisors Limited (Subsidiary of Centrum Wealth Limited) Centrum Insurance Brokers Limited (Subsidiary of Centrum Retail Services Limited)
(ii) Associate	Acorn Fund Consultants Private Limited
(iii) Key Management Personnel/Directors	Mr. Jaspal Singh Bindra, Executive Chairman Mr. Chandir Gidwani, Chairman Emeritus (Non- Executive Director) Mr. Sriram Venkatasubramanian, Chief Financial Officer Mr. Parthasarathy Iyengar, Company Secretary (w.e.f May 10, 2022) Mr. Rajasekhara Reddy,Non-Executive Independent Director (Upto September 05, 2022) Mr. Subhash Kutte, Non-Executive Independent Director Mr. Manmohan Shetty, Non-Executive Independent Director Mr. Narayan Vasudeo Prabhutendulkar, Non-Executive Independent Director (Upto September 30, 2023) Ms. Anjali Seth, Non-Executive Independent Director Mr. Subrata Kumar Mitra, Non-Executive Independent Director Mr. Rajesh Kumar Srivastava, Non-Executive Director Mr. Rishad Byramjee, Non-Executive Director Mr. Ramchandra Kasargod Kamath, Non-Executive Director Mr. Essaji Goolam Vahanvati, Non-Executive Independent Director (w.e.f. October 14, 2022 and upto February 26, 2024) Mrs.Mahakhurshid Byramjee, Non-Executive Director Mr. Sankaranarayanan Radhamangalam Anantharaman, Non-Executive Independent Director
(v) Relatives of Key Management Personnel	Mr. Amritpal Singh Bindra (Son of Executive Chairman)

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 44: RELATED PARTY DISCLOSURES (CONTD..)

Relationship	Name of the party
B. Related parties with whom the Company has entered into transactions during the year:	
(i) Enterprise where Key Management Personnel /Individual has Control / Significant Influence	Business match Services (India) Private Limited
	Sonchajyo Investments and Finance Private Limited
	JBCG Advisory Services Private Limited
	BG Advisory Services LLP
	Casby Global Air Private Limited
	Vishwaroop Residency Private Limited
	Thrill Park Limited
	Nanikrami Agro Private Limited
	Axis Spaces Private Limited (w.e.f April 01, 2022 and Upto September 18, 2023)
	Jakari Developers Private Limited (w.e.f April 01. 2022)
	Acapella Foods And Restaurants Private Limited
	Club 7 Holidays Limited
(ii) Individual having significant influence	Mr. Chandir Gidwani, Chairman Emeritus (Non- Executive Director)

44.2. Related Party Transactions : (Refer Annexure 'A')

Note : All transactions with these related parties are priced on an Arm's Length Price (ALP).

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 44: RELATED PARTY DISCLOSURES (CONTD..)

Note 44.2 : Annexure 'A' - Related Party Transactions

(₹ in lakhs)

Nature of transaction	Enterprise where Key Management Personnel / Director has Control / Significant Influence		Key Management Personnel /Directors		Relative of Key Management Personnel / Director		Associates / Entities where company has significant influence		Total	
	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD
Inter-Corporate Deposits received back										
Axis Spaces Private Limited (upto Sep 18, 2023)	592.00	-							592.00	-
Thrrill Park Limited	396.47	2,287.73							396.47	2,287.73
Total	**988.47**	**2,287.73**	**-**	**-**	**-**	**-**	**-**	**-**	**988.47**	**2,287.73**
Bad Debts written off										
Acorn Fund Consultants Private Limited								733.00	-	733.00
Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**733.00**	**-**	**733.00**
Consideration paid Purchase of Centrum Retail Services Limited (CRSL) Equity share										
Amritpal Singh Bindra					2,000.00				2,000.00	-
Total	**-**	**-**	**-**	**-**	**2,000.00**	**-**	**-**	**-**	**2,000.00**	**-**
Purchase of Equity Shares of Centrum Wealth Limited										
JBCG Advisory Services Private Limited	5,900.00	-							5,900.00	-
Total	**5,900.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**5,900.00**	**-**
Subscription of NCD / MLD Issued										
Mahakhurshid Khushrooh Byramjee			100.44						100.44	-
Jakari Developers Private Limited	100.00								100.00	-
Total	**100.00**	**-**	**100.44**	**-**	**-**	**-**	**-**	**-**	**200.44**	**-**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 44: RELATED PARTY DISCLOSURES (CONTD..)

(₹ in lakhs)

Nature of transaction	Enterprise where Key Management Personnel / Director has Control / Significant Influence		Key Management Personnel /Directors		Relative of Key Management Personnel / Director		Associates / Entities where company has significant influence		Total	
	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD
Sale of Share Warrant of Unity Small Finance Bank Limited										
JBCG Advisory Services Private Limited		800.00							-	800.00
Total	**-**	**800.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**800.00**
Brokerage, Commission and Other Income										
Businessmatch Services (India) Private Limited	-	141.63							-	141.63
BG Advisory Services LLP	-	4.38							-	4.38
JBCG Advisory Services Private Limited	57.21	38.70							57.21	38.70
Total	**57.21**	**184.71**	**-**	**-**	**-**	**-**	**-**	**-**	**57.21**	**184.71**
Shared Resources Income										
Acorn Fund Consultants Private Limited								2.11	-	2.11
Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**2.11**	**-**	**2.11**
Interest Income										
Axis Spaces Private Limited (upto Sep 18, 2023)	388.51	1,215.65							388.51	1,215.65
Thrrill Park Limited	10.27	285.94							10.27	285.94
Club 7 Holidays Limited	31.02	31.50							31.02	31.50
Total	**429.80**	**1,533.09**	**-**	**-**	**-**	**-**	**-**	**-**	**429.80**	**1,533.09**
Rent Income										
Club 7 Holidays Limited	5.50	4.12							5.50	4.12
Acorn Fund Consultants Private Limited							0.56	5.95	0.56	5.95
Total	**5.50**	**4.12**	**-**	**-**	**-**	**-**	**0.56**	**5.95**	**6.06**	**10.07**

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 44: RELATED PARTY DISCLOSURES (CONTD..)

(₹ in lakhs)

Nature of transaction	Enterprise where Key Management Personnel / Director has Control / Significant Influence		Key Management Personnel /Directors		Relative of Key Management Personnel / Director		Associates / Entities where company has significant influence		Total	
	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD
Interest Expenses										
Jakari Developers Private Limited	20.00	19.34							20.00	19.34
Total	**20.00**	**19.34**	-	-	-	-	-	-	**20.00**	**19.34**
Business Support Service Expenses										
Nanikrami Agro Private Limited	48.00	48.00							48.00	48.00
Total	**48.00**	**48.00**	-	-	-	-	-	-	**48.00**	**48.00**
Rent Expenses										
Businessmatch Services (India) Private Limited	79.96	75.20							79.96	75.20
Vishwaroop Residency Private Limited	216.19	205.89							216.19	205.89
Total	**296.14**	**281.09**	-	-	-	-	-	-	**296.14**	**281.09**
Other Expenses										
Club 7 Holidays Limited	284.69	151.78							284.69	151.78
Acapella Foods And Restaurants Private Limited	283.07	232.01							283.07	232.01
Total	**567.76**	**383.79**	-	-	-	-	-	-	**567.76**	**383.79**
Directors Sitting Fees										
Mr. Chandir Gidwani			4.50	4.75					4.50	4.75
Mr. Rajasekhara Reddy			-	2.00					-	2.00
Mr. Subhash Kutte			8.60	12.70					8.60	12.70
Mr. Manmohan Shetty			3.25	4.75					3.25	4.75
Mr. Narayan Vasudeo Prabhutendulkar			3.80	9.40					3.80	9.40
Ms. Anjali Seth			4.00	4.00					4.00	4.00
Mr. Subrata Kumar Mitra			4.00	4.00					4.00	4.00

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 44: RELATED PARTY DISCLOSURES (CONTD..)

(₹ in lakhs)

Nature of transaction	Enterprise where Key Management Personnel / Director has Control / Significant Influence		Key Management Personnel /Directors		Relative of Key Management Personnel / Director		Associates / Entities where company has significant influence		Total	
	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD
Mr. Rajesh Kumar Srivastava			3.00	4.00					3.00	4.00
Mr. Rishad Byramjee			-	5.60					-	5.60
Mr. Ramchandra Kasargod Kamath			4.00	4.00					4.00	4.00
Mrs.Mahakhurshid Byramjee			1.00	1.00					1.00	1.00
Mr. Sankaranarayanan Radhamangalam Anantharaman			4.00	4.00					4.00	4.00
Mr. Essaji Goolam Vahanvati			5.80	2.00					5.80	2.00
Total	-	-	**45.95**	**62.20**	-	-	-	-	**45.95**	**62.20**
Professional Fees Expenses										
Sonchajyo Investment and Finance Private Limited	12.00	12.00							12.00	12.00
K.R. Kamath			30.00	-					30.00	-
Total	**12.00**	**12.00**	**30.00**	-	-	-	-	-	**42.00**	**12.00**
Brokerage / Commission Paid										
Mr. Subhash Kutte			5.00	-					5.00	-
Total	-	-	**5.00**	-	-	-	-	-	**5.00**	-
Compensation to Key Management Personnel*										
Short-term employee benefits			1,464.27	916.04					1,464.27	916.04
Post-employment benefits			-	-					-	-
Other long-term benefits			-	-					-	-
Share-based payments			46.91	8.13					46.91	8.13
Total	-	-	**1,511.19**	**924.17**	-	-	-	-	**1,511.19**	**924.17**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 44: RELATED PARTY DISCLOSURES (CONTD..)

(₹ in lakhs)

Nature of transaction	Enterprise where Key Management Personnel / Director has Control / Significant Influence		Key Management Personnel /Directors		Relative of Key Management Personnel / Director		Associates / Entities where company has significant influence		Total	
	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD
Amount Receivable as at March 31, 2024										
Trade Receivables										
JBCG Advisory Services Private Limited	18.65	25.62							18.65	25.62
Total	**18.65**	**25.62**	**-**	**-**	**-**	**-**	**-**	**-**	**18.65**	**25.62**
Interest Receivable										
Club 7 Holidays Limited	4.85	42.99							4.85	42.99
Axis Spaces Private Limited (upto Sep 18, 2023)	-	2,315.39							-	2,315.39
Thrrill Park Limited	-	25.62							-	25.62
Total	**4.85**	**2,384.00**	**-**	**-**	**-**	**-**	**-**	**-**	**4.85**	**2,384.00**
Security Deposits Receivable										
Businessmatch Services (India) Private Limited	60.00	60.00							60.00	60.00
Vishwaroop Residency Private Limited	50.00	50.00							50.00	50.00
Mr. Chandir Gidwani			30.00	30.00					30.00	30.00
Total	**110.00**	**110.00**	**30.00**	**30.00**	**-**	**-**	**-**	**-**	**140.00**	**140.00**
Loan/Advances receivable										
Axis Spaces Private Limited (upto Sep 18, 2023)	-	8,662.00							-	8,662.00
Thrrill Park Limited	-	396.47							-	396.47
Club 7 Holidays Limited	235.00	225.00							235.00	225.00
Acorn Fund Consultants Private Limited							39.16	50.00	39.16	50.00
Total	**235.00**	**9,283.47**	**-**	**-**	**-**	**-**	**39.16**	**50.00**	**274.16**	**9,333.47**
Other Receivables										
Acorn Fund Consultants Private Limited								0.02	-	0.02
Total	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**0.02**	**-**	**0.02**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 44: RELATED PARTY DISCLOSURES (CONTD..)

(₹ in lakhs)

Nature of transaction	Enterprise where Key Management Personnel / Director has Control / Significant Influence		Key Management Personnel /Directors		Relative of Key Management Personnel / Director		Associates / Entities where company has significant influence		Total	
	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD	FY 2023-24 YTD	FY 2022-23 YTD
Amount payable as at March 31, 2024										
Expenses Payable										
Acapella Foods And Restaurants Private Limited	9.58	4.09							9.58	4.09
Total	**9.58**	**4.09**	**-**	**-**	**-**	**-**	**-**	**-**	**9.58**	**4.09**
Loan/Advances payable										
Jakari Developers Private Limited	200.00	200.00							200.00	200.00
Casby Global Air Private Limited	25.00	25.00							25.00	25.00
Total	**225.00**	**225.00**	**-**	**-**	**-**	**-**	**-**	**-**	**225.00**	**225.00**
Outstanding Payable										
Amritpal Singh Bindra					2,680.50	4,680.50			2,680.50	4,680.50
Total	**-**	**-**	**-**	**-**	**2,680.50**	**4,680.50**	**-**	**-**	**2,680.50**	**4,680.50**
Market Link Debentures (MLD) / Non-convertible debentures (NCD) Payable										
Mahakhurshid Khushrooh Byramjee			810.44	310.00					810.44	310.00
Jakari Developers Private Limited	200.00	100.00							200.00	100.00
Total	**200.00**	**100.00**	**810.44**	**310.00**	**-**	**-**	**-**	**-**	**1,010.44**	**410.00**

*Note : Expenses towards gratuity and leave encashment provisions are determined actuarially on an overall company basis at end of each year and accordingly have not been considered in the above information.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 45: SEGMENT INFORMATION

The Group has made its consolidated segment reporting to meaningfully represent its business lines. Since the business operations of the Group are primarily concentrated in India, the Group is considered to operate only in the domestic segment. Group's operations are mainly conducted in India. The Group had a subsidiary in Hong Kong & Singapore each upto November 17, 2023 and the commercial risks and returns involved on the basis of geographic segmentation are relatively insignificant till said period. Thus, secondary segment disclosures based on geographic segments have not been made.

The operating segments are the segments for which separate financial information is available and for which operating profit/ loss amounts are evaluated regularly by the Chief Operating Decision Maker, (CODM).

The Group's business is organized and management reviews the performance based on the primary business segments as mentioned below:

1. Banking Business
2. Institutional Business consists mainly of Investment Banking, Trading in Bonds, Institutional Broking Activity & Investment Advisory Services thereby earning transaction based fees.
3. Wealth Management & Distribution comprises of Portfolio Management and Wealth Management and Retail Broking Activity.
4. Housing Finance Business

Segment wise details are given below

(₹ in lakhs)

Sr. No.	Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
1	**Segment revenue [Total income]**		
	Banking Business	1,56,635.87	78,526.02
	Institutional Business	11,546.72	7,305.53
	Wealth Management & Distribution	16,816.58	22,953.03
	Housing Finance	17,488.68	9,271.84
	Unallocated	26,873.24	19,026.60
	Less : Elimination	(8,680.06)	(6,077.12)
	Total Income	**2,20,681.03**	**1,31,005.90**
2	**Segment Results [Profit/ (Loss) before tax]**		
	Banking Business	1,780.27	(11,453.33)
	Institutional Business	(1,227.03)	(3,064.80)
	Wealth Management & Distribution	283.98	5,662.35
	Housing Finance	1,726.58	1,236.47
	Unallocated	6,066.71	852.97
	Less : Elimination	(1,367.44)	(90.61)
	Profit / (Loss) before tax	**7,263.07**	**(6,856.95)**
	Less :		
	a) Interest (Income)/expense (net)	17,403.31	13,224.45
	b) Unallocated (Income)/expenditure (net)	755.21	(2,216.97)
	Total Profit before exceptional item and tax	**(10,895.45)**	**(17,864.43)**
	Exceptional Items	225.16	-
	Total Profit / (Loss) before tax	**(10,670.29)**	**(17,864.43)**
3	**Segment Assets**		
	Banking Business	14,49,554.15	9,23,840.30
	Institutional Business	17,650.87	4,712.82
	Wealth Management & Distribution	13,486.30	23,779.31
	Housing Finance	1,48,940.11	1,21,600.90
	Unallocated	2,83,818.41	2,83,848.16
	Less : Elimination	(1,75,008.73)	(1,83,745.80)
	Total Assets	**17,38,441.10**	**11,74,035.69**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 45: SEGMENT INFORMATION (CONTD..)

(₹ in lakhs)

Sr. No.	Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
4	**Segment Liabilities**		
	Banking Business	12,74,386.69	7,52,938.66
	Institutional Business	12,874.19	3,273.09
	Wealth Management & Distribution	5,181.74	16,049.31
	Housing Finance	1,03,455.38	78,454.62
	Unallocated	1,85,473.31	1,73,426.05
	Less : Elimination	(17,228.84)	(37,699.47)
	Total Liabilities	**15,64,142.46**	**9,86,442.26**
5	**Capital employed [Segment assets - Segment liabilities]**		
	Banking Business	1,75,167.46	1,70,901.64
	Institutional Business	4,776.69	1,439.73
	Wealth Management & Distribution	8,304.56	7,729.99
	Housing Finance	45,484.73	43,146.28
	Unallocated	98,345.10	1,10,422.11
	Less : Elimination	(1,57,779.89)	(1,46,046.33)
	Total Capital Employed	**1,74,298.64**	**1,87,593.43**

Items that relate to the company as a whole or at the corporate level not attributable to particular segment are captured in 'Unallocated'

Note 46: EMPLOYEE BENEFITS PLANS

46.1 Defined contribution plans

A defined contribution plan is a pension plan under which the Group pays fixed contributions; there is no legal or constructive obligation to pay further contributions. The assets of the plan are held separately from those of the Group in a fund under the control of trustees.The Group makes Provident Fund and Employee State Insurance Scheme (ESIC) contributions which are defined contribution plans for qualifying employees. Under the Schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits.

The Group has recognised the following amounts in the statement of profit and loss towards contribution to defined contribution plans which are included under contribution to provident and other funds. The contributions payable to these plans by the Group are at rates specified in the rules of the Schemes:

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Provident fund	2,479.75	1,614.10
ESIC	0.83	0.57
Pension fund	27.98	34.66

46.2 Defined benefit plans

The Group has a defined benefit gratuity plan in India (funded). The Group's defined benefit gratuity plan is a final salary plan for India employees, which requires contributions to be made to a separately administered fund. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and last drawn salary.

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

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 46: EMPLOYEE BENEFITS PLANS (CONTD..)

Net assets/(liability) recognised in the Balance Sheet

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Present value of funded obligations	(5,064.54)	(5,229.40)
Fair value of plan assets	3,021.81	3,543.76
Defined Benefit obligation asset/(liability)	**(2,042.73)**	**(1,685.64)**

Net benefit expense recognised in statement of profit and loss

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Current service cost	435.83	422.42
Past service cost	(0.95)	(0.82)
Net Interest on net defined benefit liability/ (asset)	135.65	92.21
Remeasurements of Other long term benefits	-	-
Net benefit expense	**570.53**	**513.81**

Remeasurement gain/ (loss) in other comprehensive income (OCI)

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
Re-measurements on defined benefit obligation		
Actuarial gain/(loss) arising from changes in demographic assumptions	(12.66)	162.45
Actuarial gain/(loss) arising from changes in financial assumptions	(74.58)	29.42
Actuarial gain/(loss) arising from experience over the past years	156.33	(80.87)
Re-measurements on plan assets		
Return on Plan assets, excluding amount included in net interest on the net defined benefit liability/(asset)	(108.05)	(4.90)
Actuarial gain /(loss) (through OCI)	**(38.95)**	**106.10**

Details of changes in present value of defined benefit obligations are as follows:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Present value of defined benefit obligation at the beginning of the year	5,229.99	5,384.13
Current service cost	435.83	422.42
Past service cost	-	-
Interest cost on benefit obligations	383.75	318.99
Re-measurements:		
a. Actuarial loss/(gain) arising from changes in demographic assumptions	8.13	13.55
b. Actuarial loss/ (gain) arising from changes in financial assumptions	82.56	(294.98)
c. Actuarial loss/ (gain) arising from experience over the past years	(159.77)	87.50
Return on plan assets excluding amounts included in interest expense/income	-	38.31
Benefits paid	(1,010.20)	(86.98)
Net transfer in / (out) (Including the effect of any business combinations/ divestures)	11.04	(652.95)
Present value of defined benefit obligation at the end of the year	**4,981.33**	**5,229.99**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 46: EMPLOYEE BENEFITS PLANS (CONTD..)

Details of changes in fair value of plan assets are as follows: -

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Fair value of plan assets at the beginning of the year	3,543.76	3,921.79
Interest income on plan assets	270.63	242.79
Employer contributions	201.23	187.59
Benefits paid	(985.93)	(853.03)
Re-measurements:		
a. Return on Plan assets, excluding amount included in net interest on the net defined benefit liability/(asset)	(108.65)	(4.90)
Less/Add: Balance transferred through slump sale	-	49.53
Fair value of plan assets as at the end of the year	**2,921.04**	**3,543.77**

46.3 Defined benefit plans assets

(₹ in lakhs)

Category of assets (% allocation)	As at March 31, 2024	As at March 31, 2023
- Government securities	-	-
- Insurance fund	423.22	3,414.83
- Debentures / bonds	60.49	128.93
- Equity shares	-	-
Total	**483.72**	**3,543.77**

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

Particulars	As at March 31, 2024	As at March 31, 2023
Expected Return on Plan assets	7.19%	7.46%
Rate of discounting	7.19%	7.46%
Rate of salary increase	10.00%	10.00%
Rate of Employee Turnover	12.00%	8.00%
Mortality Rate During Employment	Indian Assured Lives mortality (2012-14) Urban	Indian Assured Lives mortality (2012-14) Urban
Mortality Rate After Employment	N.A.	N.A.

46.5 Quantitative sensitivity analysis for impact of significant assumptions on defined benefit obligation are as follows

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
One percentage point increase in discount rate	(147.81)	(160.88)
One percentage point decrease in discount rate	159.82	175.11
One percentage point increase in Salary growth rate	124.95	142.26
One percentage point decrease in Salary growth rate	(121.63)	(138.15)
One percentage point increase in Employee Turnover rate	3.97	2.29
One percentage point decrease in Employee Turnover rate	(1.87)	(3.12)

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 46: EMPLOYEE BENEFITS PLANS (CONTD..)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

Risk exposure :

Interest Rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Mortality Risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

46.6 Maturity profile of defined benefit obligation are as follows

(₹ in lakhs)

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
1st Following Year	1,211.84	1,309.45
2nd Following Year	856.15	817.20
3rd Following Year	719.37	747.35
4th Following Year	556.62	627.32
5th Following Year	806.23	765.02
Sum of Years 6 to 10	1,951.17	2,069.46
Sum of Years 11 and above	489.29	730.47

Note 47 CONTINGENT LIABILITIES, COMMITMENTS

47.1 Contingent Liabilities

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Claims against Group not acknowledge as debt	1,703.12	678.27
Guarantees given on behalf of constituents- in India	2,449.16	2,781.51
Income tax demands disputed in appeal*	358.48	370.67
Intercorporate borrowings written back	164.34	161.34
Others	4,115.05	2,558.20

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 47 CONTINGENT LIABILITIES, COMMITMENTS (CONTD..)

47.2 Commitments not provided for

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Estimated amount of contracts remaining to be executed on capital account (net of advance)	1,012.22	1,777.42
Commitments related to loans sanctioned but undrawn	13,708.95	9,416.07

*Future cash outflows in respect of above are determinable only on receipt of judgements /decisions pending with various forums/authorities. It is not practicable for the Company to estimate the timings of the cashflows, if any, in respect of the above pending resolution of the respective proceedings. The Company does not expect any reimbursement in respect of the above contingent liabilities. The Company is of the opinion that above demands are not sustainable and expects to succeed in its appeals. The management believes that the ultimate outcome of these proceedings will not have a material adverse effect on the Company's financial position and results of operations.

Note 48 : CAPITAL MANAGEMENT

The Group manages the capital structure by a balanced mix of debt and equity. The Group's capital management strategy is to effectively determine, raise and deploy capital so as to create value for its shareholders. The Group maintains sound capitalisation both from an economic and regulatory perspective. The Group continuously monitors and adjusts overall capital demand and supply in an effort to achieve an appropriate balance of the economic and regulatory considerations at all times and from all perspectives. These perspectives include specific capital requirements from rating agencies.

Capital structure includes infusion in the form of equity and structured debt from strategic business partners in certain of Group's subsidiaries to fund expansion and assist in achieving expected growth in the competitive market. No changes were made in the objectives, policies or processes during the financial years ended 31 March 2024 and 31 March 2023.

This framework is adjusted based on underlying the macro-economic factors affecting business environment, financial market conditions and interest rates environment. Group monitors capital using debt-equity ratio, which is total debt divided by total equity.

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Total Debt	13,20,574.43	7,64,827.93
Equity	1,74,298.63	1,87,593.43
Net Debt to Equity	**7.58**	**4.08**

Note 49: GOODWILL

49.1 Goodwill on consolidation

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	4,779.42	4,779.42
Goodwill arising on acquisitions	-	-
Goodwill derecognised on loss of control	-	-
Balance at the end of the year	**4,779.42**	**4,779.42**

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 49: GOODWILL (CONTD..)

49.2 Goodwill

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the year	382.24	-
Goodwill arising on acquisitions (Refer note 50)	-	382.24
Add: Incremental Goodwill	601.51	-
Balance at the end of the year	**983.75**	**382.24**

Note 50: BUSINESS COMBINATION

Centrum Housing Finance Limited :

During FY 2022-23, the Centrum Housing Finance Limited entered into a Business Transfer Agreement (BTA) on December 3, 2022, for acquiring housing finance business of National Trust Housing Finance Limited (Natrust). As per the terms of the BTA, the HFC business of Natrust was transferred to the Company as a going concern by way of a slump sale on February 28, 2023.

While there was a Fair Valuation done for performing assets, there was limited information available on the recoverable value of the NPA assets at the time of transaction closure, i.e., acquisition date.

In such a scenario, the initial accounting of Non-performing loan assets of Natrust was incomplete at the time of transaction closure.

The nature and amount of any measurement period adjustments recognised during the reporting period in accordance with 'Paragraph 49 of IndAS 103 Business Combination' –

(₹ in lakhs)

Particulars	Amount
Total value of NPA assets acquired as on 28.02.2023	2,180.41
Total value of NPA assets as on 28.02.2023 which are to be revalued	1,464.70
Total value of NPA assets as on 28.02.2023 post revaluation	863.19
Additional Goodwill accounted during the year	**601.51**

(Note: Accounts closed/ written-off/ repossessed have not been considered for revaluation).

Reconciliation of Goodwill:

(₹ in lakhs)

Particulars	Amount
Goodwill as on March 31, 2023	**382.24**
Add: Incremental Goodwill	601.51
Goodwill as on March 31, 2024	**983.75**

Impairment of Goodwill:

For acquisition, the Centrum Housing Finance Limited recognized ₹ 382.24 lakhs as Goodwill in the Books of Accounts as on year ended March 31, 2023. Subsequent to a final measurement during the year as detailed above, the Goodwill stood at ₹ 983.75 lakhs as on March 31, 2024. The goodwill is attributable to the benefit of existing branches, existing loan portfolio of the acquired business, revenue growth and future market development in Southern region of the Country.

In terms of the IndAS 36 Para 9 on Impairment of Assets, the Goodwill needs to be tested for impairment. Accordingly, following was observed by the Company at the time of testing the Impairment for the Goodwill paid at the time of acquisition.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 50: BUSINESS COMBINATION (CONTD..)

The business has been acquired only 13 months ago and it has shown substantial growth in the region and is expected to grow further in future.

A premium was primarily paid to expand the business in the southern region of the Country. Company has achieved growth in market penetration and ensuring future cash flows during the period in the region and the Company proposes to leverage the prospective customer base and also scale-up the business basis the potential available in the region.

Basis the above the management is of the view that there is no impairment required on the Goodwill in the current financial year.

Note 51 : MATURITY ANALYSIS OF ASSETS AND LIABILITIES

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

(₹ in lakhs)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
ASSETS						
Financial assets						
Cash and cash equivalents	44,208.69	22,743.15	66,951.84	59,863.76	-	59,863.76
Bank balance other than cash and cash equivalents above	10,311.79	2,140.05	12,451.84	16,098.08	2,055.93	18,154.01
Derivative Financial Instruments	-	-	-	455.89	-	455.89
Trade Receivables	4,259.94	-	4,259.94	3,201.06	-	3,201.06
Loans	4,13,142.65	6,62,390.97	10,75,533.62	2,21,231.21	4,62,327.16	6,83,558.37
Investments	1,51,283.28	2,40,101.31	3,91,384.59	1,83,662.07	68,051.33	2,51,713.39
Other financial assets	6,859.91	5,139.49	11,999.40	3,075.39	2,945.63	6,021.02
Non-financial assets						
Current tax assets (net)	-	3,062.25	3,062.25		2,044.81	2,044.81
Deferred tax assets (net)	-	82,820.09	82,820.09		78,812.18	78,812.18
Property, plant and equipment	-	35,528.11	35,528.11	-	32,766.37	32,766.37
Capital work-in-progress	-	367.53	367.53		337.81	337.81
Right-of-use-assets	-	22,255.27	22,255.27		11,699.33	11,699.33
Other intangible assets	-	2,745.35	2,745.35	-	1,404.45	1,404.45
Intangible assets under development	-	138.98	138.98	-	207.25	207.25
Goodwill on consolidation	-	4,779.42	4,779.42	-	4,779.42	4,779.42
Goodwill	-	983.75	983.75	-	382.00	382.00
Assets held for sale	1,060.57	-	1,060.57	851.62	-	851.62
Other non-financial assets	9,581.93	12,536.62	22,118.55	7,036.11	10,746.25	17,782.36
Total assets	**6,40,708.76**	**10,97,732.35**	**17,38,441.10**	**4,95,475.19**	**6,78,560.50**	**11,74,035.09**
LIABILITIES AND EQUITY						
LIABILITIES						
Financial liabilities						
Derivative financial instruments	13,651.57	27,043.01	40,694.58	5,438.52	32,771.06	38,209.58
Trade payables						
(i) total outstanding dues of micro enterprises and small enterprises	12.82	-	12.82	0.02	-	0.02

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 51 : MATURITY ANALYSIS OF ASSETS AND LIABILITIES (CONTD..)

(₹ in lakhs)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	18,080.32	735.33	18,815.65	14,749.01	-	14,749.01
Other Payables						
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	2,909.18	-	2,909.18	4,680.50	-	4,680.50
Debt securities	55,409.76	74,570.51	1,29,980.27	19,083.64	89,794.38	1,08,878.02
Borrowings (other than debt securities)	1,35,055.64	1,71,326.32	3,06,381.96	88,998.07	67,448.83	1,56,446.90
Deposits	3,08,009.04	3,33,080.36	6,41,089.40	93,132.60	1,70,025.61	2,63,158.21
Other financial liabilities	57,188.22	3,34,451.92	3,91,640.14	30,814.19	3,31,475.70	3,62,289.89
Non-financial Liabilities						
Provisions	2,768.60	20,773.72	23,542.32	2,134.27	26,425.44	28,559.71
Other non-financial liabilities	8,482.82	593.32	9,076.14	9,324.84	145.58	9,470.42
Total liabilities	**6,01,567.97**	**9,62,574.50**	**15,64,142.46**	**2,68,355.66**	**7,18,086.60**	**9,86,442.26**
Net Assets	**39,140.79**	**1,35,157.85**	**1,74,298.63**	**2,27,119.53**	**(39,526.10)**	**1,87,593.43**

Note 52 : CHANGE IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

(₹ in lakhs)

Particulars	As at April 01, 2023	Cash flows	Other	As at March 31, 2024
Debt securities including accrued interest thereon	1,26,426.27	17,176.42	13,921.62	1,57,524.32
Borrowings other than debt securities including accrued interest thereon	1,56,951.49	1,34,881.37	14,859.90	3,06,692.76
Deposits	2,63,158.21	3,77,931.18	-	6,41,089.40
Total liabilities from financing activities	**5,46,535.97**	**5,29,988.98**	**28,781.53**	**11,05,306.48**

Other column includes the effect of accrued but not paid interest on borrowing, amortisation of processing fees etc.

(₹ in lakhs)

Particulars	As at April 01, 2022	Cash flows	Other	As at March 31, 2023
Debt securities including accrued interest thereon	1,51,152.50	(38,099.56)	13,373.33	1,26,426.27
Borrowings other than debt securities including accrued interest thereon	85,591.05	62,855.85	8,504.59	1,56,951.49
Deposits	3,83,790.95	(1,20,632.74)	-	2,63,158.21
Total liabilities from financing activities	**6,20,534.50**	**(95,876.45)**	**21,877.92**	**5,46,535.97**

Other column includes the effect of accrued but not paid interest on borrowing, amortisation of processing fees etc.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 53 : LEASES

Payments associated with short-term leases are recognised on a straight-line basis as an expense in the statement of profit or loss. Short-term leases are leases with a lease term of 12 months or less.

Following are the changes in the carrying value of Right-of-Use assets

(₹ in lakhs)

Particulars	Category of Right-of-Use asset			Total
	Vehicle	Office premises	ATM	
Gross carrying amount				
As at April 01, 2022	30.30	6,614.53	-	6,644.83
Additions	305.27	10,131.25	-	10,436.52
Disposals and transfers	-	(91.63)	-	(91.63)
Closing gross carrying amount	**335.57**	**16,654.16**	**-**	**16,989.72**
Accumulated depreciation				
As at April 01, 2022	30.30	3,595.39	-	3,625.69
Depreciation charge during the year	51.73	1,666.47	-	1,718.20
Disposals and transfers	-	(54.09)	-	(54.09)
Closing accumulated depreciation	**82.03**	**5,207.77**	**-**	**5,289.80**
Net carrying amount as at March 31, 2023	**253.54**	**11,446.39**	**-**	**11,699.92**
Gross carrying amount				
As at April 01, 2023	335.57	16,654.16	-	16,989.73
Additions/Adjustments	505.25	13,361.67	757.14	14,624.06
Disposals and transfers	-	(1,356.21)	-	(1,356.21)
Closing gross carrying amount	**840.82**	**28,659.62**	**757.14**	**30,257.58**
As at April 01, 2023	82.03	5,207.77	-	5,289.80
Depreciation charge during the year	150.62	3,890.12	75.67	4,116.41
Disposals and transfers	(9.22)	(1,395.07)	-	(1,404.29)
Closing accumulated depreciation	**223.43**	**7,702.82**	**75.67**	**8,001.92**
Net carrying amount as at March 31, 2024	**617.39**	**20,956.80**	**681.47**	**22,255.67**

The aggregate depreciation expense on Right-of-Use assets is included under depreciation and amortization expenses in the Statement of Profit and Loss.The weighted average lessee's incremental borrowing rate applied to the lease liabilities is 10%.

The following is the movement in lease liabilities:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance as at beginning	12,104.69	3,600.10
Additions	14,281.22	10,280.46
Finance cost accrued during the period	1,557.43	594.83
Deletions	(168.74)	(523.57)
Payment of lease liabilities	(4,194.25)	(1,847.12)
Balance as at end	**23,580.35**	**12,104.70**

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

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
upto 3 months	1,577.51	874.59
3 to 6 months	1,522.77	876.64
6 to 12 months	3,014.38	1,749.60
1 year to 3 year	13,171.26	8,977.14
More than 3 years	15,305.80	4,758.07
Total	**34,591.72**	**17,236.04**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 53 : LEASES (CONTD..)

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

Rental expense recorded for short-term leases was ₹ 3,051.43 lakhs and ₹ 2,631.59 lakhs for the year ended March 31, 2024 and March 31, 2023 respectively.There are no rental expense recorded for low-value assets or for any of variable lease payments for any of the reporting year.

Note 54 : DISCLOSURE WITH REGARD TO DUES TO MICRO ENTERPRISES AND SMALL ENTERPRISES

The details of amounts outstanding together with interest paid /payable to Micro and Small enterprises based on information available with the group is as under:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
The principal amount remaining unpaid to supplier as at the end of the year	12.82	0.02
The interest due thereon remaining unpaid to supplier as at the end of the year	-	-
The amount of interest paid in terms of Section 16, along with the amount of payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprise Development Act, 2006	-	-
The amount of interest accrued during the year and remaining unpaid at the end of the year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium enterprise Development Act, 2006	-	-

Based on the information available with the Group and has been relied upon by the auditors, none of the suppliers have confirmed to be registered under "Micro, Small and Medium Enterprise Development ('MSMED') Act, 2006" except for mentioned above.

Note 55 : During the year, Modulus Alternative Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited) a subsidiary of the Company has incurred loss of ₹ 495.88 lakhs and further Company has accumulated losses of ₹ 1,571.74 lakhs as at March 31, 2024 (previous year ₹ 1,075.86 lakhs) and the net worth of the Company turned positive during the year on receipt of equity capital. The financial statements are prepared on going concern basis as based on the projected operations and the Company's marketing efforts, the Company expects to generate adequate surplus in the future and consequently does not foresee any difficulty in settling its liabilities as and when they arise. Further, the shareholders continue to support the Company in its operations and financial management.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 56 : ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT 2013 OF ENTERPRISES CONSOLIDATED AS SUBSIDIARY OR ASSOCIATES

Name of the Enterprises	Net Assets i.e. total assets minus total liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated net assets	Amount (In Lakhs)	As % of consolidated profit or loss	Amount (In Lakhs)	As % of consolidated other comprehensive income	Amount (In Lakhs)	As % of consolidated total comprehensive income	Amount (In Lakhs)
Parent								
Centrum Capital Limited	22.57%	39,346.60	72.11%	(5,133.60)	1.10%	(1.55)	70.74%	(5,135.15)
Subsidiaries								
Indian								
Centrum Retail Services Limited	17.35%	30,248.94	61.92%	(4.408.21)	8.36%	(11.76)	60.89%	(4.419.97)
Centrum Financial Services Limited	16.45%	28,678.54	34.97%	(2,489.18)	-	-	34.29%	(2,489.18)
Centrum Broking Limited	2.03%	3,536.31	(0.47)%	33.21	(6.15)%	8.65	(0.58)%	41.86
Centrum Housing Finance Limited	26.10%	45,484.73	(28.91)%	2,058.15	(0.36)%	0.51	(28.36)%	2,058.68
Centrum Alternatives LLP	0.31%	536.43	(6.91)%	491.83	-	-	(6.78)%	491.83
Modulus Alternatives Investment Managers Limited (Formerly known as Centrum Alternative Investment Managers Limited)	0.07%	128.26	6.95%	(494.77)	0.79%	(1.11)	6.83%	(495.88)
Centrum Capital Advisors Limited	0.05%	82.57	0.06%	(4.60)	-	-	0.06%	(4.60)
Foreign								
Centrum International Service PTE Limited	-	-	3.56%	(253.48)	(0.04)%	0.06	3.49%	(253.42)
Centrum Capital International Limited	-	-	4.10%	(291.94)	(0.01)%	0.02	4.02%	(291.92)
Step Down Subsidiaries								
Indian								
Unity Small Finance Bank Limited	100%	1,75,167.43	(57.05)%	4,061.49	36.42%	(51.22)	(55.24)%	4,010.27
Ignis Capital Advisors Limited	0.29%	511.75	(0.13)%	9.38	(1.34)%	1.88	(0.16)%	11.26
Centrum Finverse Limited	0.05%	85.95	0.38%	(27.33)	-	-	0.38%	(27.33)
Centrum Insurance Brokers Limited	0.62%	1,079.25	(0.76)%	54.13	0.88%	(1.24)	(0.73)%	52.89
Centrum Wealth Limited	3.74%	6,520.39	(1.89)%	134.48	58.35%	(82.06)	(0.72)%	52.42
Centrum Investment Advisors Limited	0.39%	672.50	(0.10)%	7.41	2.00%	(2.81)	(0.06)%	4.60
Non-Controlling Interests	(74.72)%	(1,30,236.16)	(39.56)%	2,816.04	24.50%	(34.35)	(38.32)%	2,781.59
Adjustments arising out of consolidations	(15.80)%	(27,544.85)	51.72%	(3,681.85)	(24.50)%	34.45	50.24%	(3,647.42)
Total Net Assets/Net Profit/(Loss) of Group	**100%**	**1,74,298.63**	**100%**	**(7,118.84)**	**100%**	**(140.63)**	**100%**	**(7,259.47)**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 57 : COMPOSITION OF THE GROUP

The subsidiary companies and an associate considered in the presentation of the Consolidated Financial Statements are:

Sr. No	Particulars	Country of Incorporation	Proportion of ownership / interest as at March 31, 2024	Proportion of ownership / interest as at March 31, 2023
	a) Subsidiaries			
1	Centrum Retail Services Limited	India	100%	100%
2	Centrum Broking Limited	India	100%	100%
3	Centrum Housing Finance Limited	India	56.39%	56.39%
4	Centrum International Services PTE Limited (Upto November 17, 2023)	Singapore	Nil	100%
5	Centrum Alternatives LLP	India	100%	100%
6	Centrum Capital International Limited (Upto November 17, 2023)	Hong Kong	Nil	100%
7	Modulus Alternative Investment Managers Limited (formerly Centrum Alternative Investment Managers Limited)	India	82.35%	100%
8	Centrum Financial Services Limited	India	99.997%	100%
9	Ignis Capital Advisors Limited	India	100%	100%
10	Centrum Capital Advisors Limited	India	100%	100%
	b) Step down Subsidiaries			
11	Centrum Insurance Brokers Limited	India	100.00%	100.00%
12	Centrum Investment Advisors Limited	India	88.95%	68.28%
13	Centrum Wealth Limited	India	88.95%	68.28%
14	Unity Small Finance Bank Limited	India	51%	51%
15	Centrum Finverse Limited	India	99.997%	Nil
16	CCAL Investment Management Limited (Upto November 17, 2023)	Mauritius	Nil	100%
	c) Associate			
17	Acorn Fund Consultants Private Limited	India	49.00%	49.00%

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 58 : FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique. In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques.

58.1 Financial Instrument by Category

(₹ in lakhs)

Particulars	As at March 31, 2024					As at March 31, 2023				
	FVTPL	FVOCI	Amortised Cost	Others*	Total	FVTPL	FVOCI	Amortised Cost	Others*	Total
Financial Asset										
Cash and cash equivalents	-	-	66,951.84	-	66,951.84	-		59,863.76	-	59,863.76
Bank balances other than cash and cash equivalents, above	-	-	12,451.84	-	12,451.84	-	-	18,154.01	-	18,154.01
Derivative financial instruments	-	-	-	-	-	455.89	-	-	-	455.89
Trade receivables	-	-	4,259.94	-	4,259.94	-	-	3,201.06	-	3,201.06
Loans	-	-	10,75,533.62	-	10,75,533.62	-	-	6,83,558.37	-	6,83,558.37
Investments										
- Other equity investments	6,073.22	-	-	-	6,073.22	1,709.57	-	-	-	1,709.57
- Units of Mutual funds	137.34	-	-	-	137.34	901.76	-	-	-	901.76
- Government and corporate securities	460.06	98,532.34	1,35,133.63	-	2,34,126.03	3,467.63	47,933.36	1,05,588.12	-	1,56,989.11
- Debt securities	-	85,724.02	63,491.09	-	1,49,215.11	-	39,819.34	50,240.78	-	90,060.12
- Preference shares	307.89	-	-	-	307.89	566.01	-	-	-	566.01
- Units of private equity	1,525.00	-	-	-	1,525.00	1,486.82	-	-	-	1,486.82
Other financial assets	-	-	11,999.40	-	11,999.40	-	-	6,021.02	-	6,021.02
Total Financial Assets	**8,503.51**	**1,84,256.36**	**13,69,821.35**	**-**	**15,62,581.23**	**8,587.68**	**87,752.70**	**9,26,627.11**	**-**	**10,22,967.51**
Financial Liability										
Derivative financial instruments	40,694.58	-	-	-	40,694.58	38,209.58	-	-	-	38,209.58
Trade payables	-	-	18,828.48	-	18,828.48	-	-	14,749.04	-	14,749.04
Other payable	-	-	2,909.18	-	2,909.18	-	-	4,680.50	-	4,680.50
Debt securities including accrued interest	-	-	1,29,980.27	-	1,29,980.27	-	-	1,08,878.02	-	1,08,878.02
Borrowings (other than debt securities) including accrued interest	-	-	3,06,381.96	-	3,06,381.96	-	-	1,56,446.90	-	1,56,446.90
Deposits	-	-	6,41,089.40	-	6,41,089.40	-	-	2,63,158.21	-	2,63,158.21
Other financial liabilities	-	-	3,91,640.14	-	3,91,640.14	-	-	3,62,289.89	-	3,62,289.89
Total Financial Liabilities	**40,694.58**	**-**	**14,90,829.42**	**-**	**15,31,524.00**	**38,209.58**	**-**	**9,10,202.56**	**-**	**9,48,412.13**

* Investment in subsidiaries and a associate are measured at cost in accordance with Ind AS 27, *Separate Financial Statements*.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 58 : FAIR VALUE MEASUREMENT (CONTD..)

Fair Value Hierarchy of assets and liabilities

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial instruments measured at fair value - recurring fair value measurements

(₹ in lakhs)

Particulars	As at March 31, 2024				As at March 31, 2023			
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
Financial assets:-								
Financial assets measured at FVTPL								
Derivative financial instruments	-	-	-	-	455.89	-	-	455.89
Financial investments measured at FVTPL								
- Other equity investments	5,897.29		175.93	6,073.22	1,602.70		106.87	1,709.57
- Units of Mutual funds	137.34	-	-	137.34	901.76	-	-	901.76
- Government and corporate securities	460.06	-	-	460.06	3,467.63	-	-	3,467.63
- Preference shares	-	-	307.89	307.89	-	-	566.01	566.01
- Units of private equity	-	-	1,525.00	1,525.00	-	-	1,486.82	1,486.82
Financial investments measured at FVOCI								
- Government and corporate securities	98,532.34	-	-	98,532.34	47,933.36	-	-	47,933.36
- Debt securities	85,724.02	-	-	85,724.02	39,819.34	-	-	39,819.34
Total Financial Assets	**1,90,751.05**	**-**	**2,008.82**	**1,92,759.87**	**94,180.68**	**-**	**2,159.70**	**96,340.38**
Financial Liabilities:-								
Financial Liabilities measured at FVTPL								
Derivatives not designated as hedges								
Embedded derivatives on redeemable market linked debentures	-	40,694.58	-	40,694.58	-	38,209.58	-	38,209.58
Total Financial Liabilities	**-**	**40,694.58**	**-**	**40,694.58**	**-**	**38,209.58**	**-**	**38,209.58**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 58 : FAIR VALUE MEASUREMENT (CONTD..)

58.2 Financial assets and liabilities measured at amortised cost for which fair value is disclosed

(₹ in lakhs)

Particulars	Fair value hierarchy	As at March 31, 2024		As at March 31, 2023	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets					
Cash and cash equivalents	Level 2	66,951.84	66,951.84	59,863.76	59,863.76
Bank balances other than cash and cash equivalents, above	Level 2	12,451.84	12,451.84	18,154.01	18,154.01
Trade Receivables	Level 2	4,259.94	4,259.94	3,201.06	3,201.06
Loans	Level 3	10,75,533.62	10,75,533.62	6,83,558.37	6,83,558.37
Investments					
- Government and corporate securities	Level 3	98,532.34	98,532.34	47,933.36	47,933.36
- Debt securities	Level 3	85,724.02	85,724.02	39,819.34	39,819.34
Other financial assets	Level 3	11,999.40	11,999.40	6,021.02	6,021.02
Financial liabilities					
Trade payable	Level 2	18,828.48	18,828.48	14,749.04	14,749.04
Other payable	Level 2	2,909.18	2,909.18	4,680.50	4,680.50
Debt securities	Level 2	1,29,980.27	1,29,980.27	1,08,878.02	1,08,878.02
Borrowings (other than debt securities)	Level 2	3,06,381.96	3,06,381.96	1,56,446.90	1,56,446.90
Deposits	Level 2	6,41,089.40	6,41,089.40	2,63,158.21	2,63,158.21
Interest accrued on borrowings (other than debt instruments)	Level 2	310.80	310.80	504.58	504.58
Interest accrued on debt instruments	Level 2	27,544.05	27,544.05	17,548.25	17,548.25
Unpaid Dividend	Level 2	4.26	4.26	4.26	4.26
Other financial liability	Level 3	3,63,781.04	3,63,781.04	3,44,232.80	3,44,232.80

The fair value of financial instruments are classified into three categories i.e. Level 1, 2 or 3 depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active market for identical assets or liabilities (level 1 measurements) and lowest priority to unobservable inputs (level 3 measurements).

The hierarchies used are as follows:

Level 1: The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Company is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Notes:

For financial assets and financial liabilities that have a short-term maturity (less than twelve months), the carrying amounts, which are net of impairment, are a reasonable approximation of their fair value. Such instruments include: cash and cash equivalents, bank deposits, trade receivables, loans, other current financial assets, current debt securities, current borrowings and other current financial liabilities. Such amounts have been classified as Level 3 on the basis that no adjustments have been made to the balances in the balance sheet.

There are no transfers between levels 1 and 2 during the year.

58.3 Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- The use of quoted market prices or dealer quotes for similar instruments
- For interest rate swaps – the present value of the estimated future cash flows based on observable yield curves

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 58 : FAIR VALUE MEASUREMENT (CONTD..)

- For foreign currency forwards – present value of future cash flows based on the forward exchange rates at the balance sheet date
- For foreign currency options – option pricing models (eg Black-Scholes model), and
- For other financial instruments – discounted cash flow analysis.

All of the resulting fair value estimates are included in level 2 except for unlisted equity securities, a contingent consideration receivable and certain derivative contracts, where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.

58.4 Valuation processes

The finance department of the company includes a team that performs the valuations of non-property items required for financial reporting purposes, including level 3 fair values. This team reports directly to the chief financial officer (CFO). Discussions of valuation processes and results are held between the CFO and the valuation team at least once every six months, in line with the company's half-yearly reporting periods.

The main level 3 inputs used by the Company are derived and evaluated as follows:

- Discount rates for financial assets and financial liabilities are determined using a capital asset pricing model to calculate a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the asset.
- Risk adjustments specific to the counterparties (including assumptions about credit default rates) are derived from credit risk gradings determined by company's internal credit risk management group.
- Earnings growth factor for unlisted equity securities are estimated based on market information for similar types of companies.
- Contingent consideration – expected cash inflows are estimated based on the terms of the sale contract and the entity's knowledge of the business and how the current economic environment is likely to impact it.

Changes in level 2 and 3 fair values are analysed at the end of each reporting period during the half-yearly valuation discussion between the CFO, Audit Committee and the valuation team. As part of this discussion the team presents a report that explains the reason for the fair value movements.

58.5. Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the periods ended March 31, 2024 and March 31, 2023:

(₹ in lakhs)

Particulars	Unlisted equity shares	Debt instruments	Preference shares	Units of private equity	Total
As at April 1, 2022	**-**	**-**	**635.54**	**1,228.69**	**1,864.23**
Acquisitions during the year	-	-	-	-	-
Disposals/redemption during the year	-	-	-	-	-
Conversions into equity shares during the year	-	-	-	-	-
Gains/(losses) recognised in profit or loss	-	-	(69.53)	258.13	188.61
Gains/(losses) recognised in other comprehensive income	-	-	-	-	-
As at March 31, 2023	**-**	**-**	**566.01**	**1,486.82**	**2,052.84**
Acquisitions during the year	-	-	-	-	-
Disposals/redemption during the year	-	-	-	-	-
Conversions into equity shares during the year	-	-	-	-	-
Gains/(losses) recognised in profit or loss	-	-	(258.12)	38.18	(219.95)
Gains/(losses) recognised in other comprehensive income	-	-	-	-	-
As at March 31, 2024	**-**	**-**	**307.89**	**1,525.00**	**1,832.89**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 58 : FAIR VALUE MEASUREMENT (CONTD..)

58.6 Valuation inputs and relationships to fair value

The following table summarises the quantitative information about the significant unobservable inputs used in level 3 fair value measurements. See (58.3) above for the valuation techniques adopted.

(₹ in lakhs)

Particulars	Fair value as at	
	March 31, 2024	March 31, 2023
Unlisted equity shares	-	-
Debt instruments	-	-
Preference shares	307.89	566.01
Units of private equity	1,525.00	1,486.82

Note 59 : FINANCIAL RISK MANAGEMENT

The Group's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risk which the Group is exposed to, how the Group manages the risk and the related accounting impact in the financial statements.

This note explains the sources of risk which the Group is exposed to and how the Group manages the risk and the impact of hedge accounting in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, bank deposits, trade receivables, loans and other assets, derivative financial instruments, financial assets measured at amortized cost.	Ageing analysis Credit ratings	Diversification of bank deposits, credit limits and letters of credit. Further, the companies are actively involved in • Oversight of the implementation of credit policies • Review of the overall portfolio credit performance and establishing guardrails • Review of product programs
Liquidity risk	Debts, borrowings and other liabilities	Rolling cash flow forecast	Committed borrowing and other credit facilities, assignment of loan assets (whenever required), Asset Liability Management and periodic reviews by ALCO relating to the liquidity positions. ALCO not only ensures that the Company has adequate liquidity on an on-going basis but also examines how liquidity requirements are likely to evolve under different assumptions.
Market risk - foreign exchange	Future commercial transactions	Cash flow forecasting	Forward foreign exchange contracts
	Recognised financial assets and liabilities not denominated in Indian rupee(₹)	Sensitivity analysis	Foreign currency options
Market risk - interest rate	Borrowings at variable rates	Sensitivity analysis	Review of cost of funds and pricing disbursement and Interest rate swaps
Market risk - Index linked	Market linked debentures.	Sensitivity analysis	Purchased options to hedge the risk arising out of movement in the NIFTY level.
Market risk - security prices	Investments in Mutual funds, Investment in Equity	Sensitivity analysis	Portfolio diversification, assessments of fluctuation in the equity price.

The Group's Board of Directors have overall responsibility for the establishment and oversight of the Group's risk management framework. The Board of Directors have established the Risk Management Committee, which is responsible for developing and monitoring the Group's risk management policies. The committee reports regularly to the Board of Directors on its activities.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The audit committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

a) Credit risk management:

Credit risk is the risk that the Group will incur a loss because its trade receivable fail to discharge their contractual obligations. The Group has a comprehensive framework for monitoring credit quality of its trade receivables based on days past due monitoring at period end. Repayment by individual trade receivable is tracked regularly and required steps for recovery are taken through follow ups and legal recourse.

Credit risk arises from loans and advances, cash and cash equivalents, and deposits with banks and financial institutions.

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investments in debt securities.

i) Credit risk management

Group considers probability of default upon initial recognition of asset and whether there has been any significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk Group compares the risk of default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Definition of Default

A default on a financial asset is when the counterparty fails to make contractual payments within 90 days of when they fall due. This definition of default is determined by considering the business environment in which NBFC operates and other macro-economic factors.

For Trade receivables, definition of default has been considered at 360 days past due after looking at the historical trend of receiving the payments.

ii) Provision for expected credit losses

Group provides for expected credit loss based on following:

Particulars	Description of category	Basis for recognition of expected credit loss provision
		Loans
Stage 1	Assets where the counter-party has strong capacity to meet the obligations and where the risk of default is negligible or nil	12-month expected credit losses
	Assets where there is low risk of default and where the counterparty has sufficient capacity to meet the obligations and where there has been low frequency of defaults in the past	
	Assets where the probability of default is considered moderate, counter-party where the capacity to meet the obligations is not strong	

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

Particulars	Description of category	Basis for recognition of expected credit loss provision Loans
Stage 2	Assets where there has been a significant increase in credit risk since initial recognition. Assets where the payments are more than 30 days past due Assets where there is a high probability of default. In general, assets where contractual payments are more than 60 days past due are categorised as low quality assets. Also includes assets where the credit risk of counterparty has increased significantly though payments may not be more than 60 days past due	Life-time expected credit losses
Stage 3	Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with Group. Group categorises a loan or receivable for write off when a debtor fails to make contractual payments greater than 120 days past due. Where loans or receivables have been written off, Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.	Credit Loss is recognized on full exposure/ Asset is written off

Year ended March 31, 2024

(₹ in lakhs)

Particulars	Asset group	Estimated gross carrying amount at default	Expected credit losses
Loss allowance measured at 12 month expected credit losses	Cash and Cash equivalents	66,952.17	0.34
	Trade Receivables	5,888.32	1,628.37
	Loans	10,57,583.04	15,945.45
	Other financial assets	12,187.31	187.91
Loss allowance measured at life-time expected credit losses	Loans	25,498.22	3,428.84
Credit Loss is recognized on full exposure/ Asset is written off	Loans	40,088.80	28,262.15

Year ended March 31, 2023

(₹ in lakhs)

Particulars	Asset group	Estimated gross carrying amount at default	Expected credit losses
Loss allowance measured at 12 month expected credit losses	Cash and Cash equivalents	59,864.66	0.90
	Trade Receivables	4,249.81	1,048.75
	Loans	6,65,129.67	9,293.17
	Other financial assets	6,206.14	185.12

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

(₹ in lakhs)

Particulars	Asset group	Estimated gross carrying amount at default	Expected credit losses
Loss allowance measured at life-time expected credit losses	Loans	11,630.70	1,239.50
Credit Loss is recognized on full exposure/ Asset is written off	Loans	3,80,562.03	3,63,231.36

Collateral held

As of March 31, 2024, the exposure of the Group's loans were in secured as well as unsecured portfolio. The Group provides loans to the MSME other Corporate Segments which are secured as well as unsecured. The Group is also engaged in the business of supply chain finance, the portfolio of which is unsecured.

All borrowers must meet the Group's internal credit assessment procedures, regardless of the nature of the loan.Based on the nature of product and the Group's assessment of the customer's credit risk, a loan may be offered with suitable collateral.

The main types of collateral across various products includes mortgage of residential and commercial properties, Pledge of equity shares and mutual funds and lien on deposits, Plant and Machinery, book debts etc.

The Group periodically monitors the market value of collateral and evaluates its exposure and loan to value metrics for high risk customers. The Group exercises its right of repossession across all secured products. It also resorts to invoking its right under the SARFAESI Act and other judicial remedies available against its mortgages and commercial lending business.

a) Cash and cash equivalents

Cash and cash equivalents include balance of ₹ 66,951.84 Lakhs as at 31 March, 2024 (2023: ₹ 59,863.76 Lakhs) is maintained as cash in hand and balances with Bank and financial institution counterparties with good credit rating therefore have limited exposure to credit risk.

b) Loans and advances/ Investments at amortised cost

The general creditworthiness of a customer tends to be the most relevant indicator of credit quality of a loan extended to it. The loans given by the Group are unsecured and are considered to have low credit risk based on credit evaluation undertaken by the Group. There is no history of any defaults on these loans. Since few counter parties are related parties and employees of the Group, the Group regularly monitors to ensure that these entities have enough liquidity which safeguards the interest of the Group. The said loans at amortized cost are considered to have low credit risk, and the loss allowance recognized during the period was therefore limited to 12 months expected losses, Management considers instruments to be low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flows obligations in the near terms.

The Group has business in lending towards secured and unsecured loans. Since these loans are majorly to Class II Companies, a general creditworthiness of a customer tends to be the most relevant indicator of credit quality of a loan extended to it. During the period, there was no change in the Group's collateral policies.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

Financial assets that are Stage 3 and related collateral held in order to mitigate potential losses are given below:

(₹ in lakhs)

Particulars	Maximum exposure to credit risk (carrying amount before ECL)	Associated ECL	Carrying amount	Fair value of collateral
Bills discounting	2,722.24	1,668.32	1,053.92	-
Term loans	34,252.93	24,900.78	9,352.15	74,896.89
Housing Loan	2,087.47	658.43	1,429.04	4,584.48
Non Housing Loan	1,340.29	394.41	945.88	4,031.85

Measurement of Expected Credit Losses

The Group has applied a three-stage approach to measure expected credit losses (ECL) on debt instruments accounted for at amortized cost. Assets migrate through following three stages based on the changes in credit quality since initial recognition:

(a) **Stage 1:** 12- months ECL: For exposures where there is no significant increase in credit risk since initial recognition and that are not credit impaired upon origination, the portion of the lifetime ECL associated with the probability of default events occurring within the next 12- months is recognized.

(b) **Stage 2:** Lifetime ECL, not credit impaired: For credit exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired, a lifetime ECL is recognized.

(c) **Stage 3:** Lifetime ECL, credit impaired: Financial assets are assessed as credit impaired upon occurrence of one or more events that have a detrimental impact on the estimated future cash flows of that asset. For financial assets that have become credit impaired, a lifetime ECL is recognized and interest revenue is calculated by applying the effective interest rate to the amortized cost.

At each reporting date, the Group assesses whether there has been a significant increase in credit risk of its financial assets since initial recognition by comparing the risk of default occurring over the expected life of the asset. In determining whether credit risk has increased significantly since initial recognition, the Group uses information that is relevant and available without undue cost or effort. This includes the Group's internal credit rating grading system, external risk ratings and forward looking information to assess deterioration in credit quality of a financial asset.

The Group assesses whether the credit risk on a financial asset has increased significantly on an individual and collective basis. For the purpose of collective evaluation of impairment, financial assets are grouped on the basis of shared credit risk characteristics, taking into account accounting instrument type, credit risk ratings, date of initial recognition, remaining term to maturity, industry, geographical location of the borrower, collateral type, and other relevant factors. For the purpose of individual evaluation of impairment factors such as internally collected data on customer payment record, utilization of granted credit limits and information obtained during the periodic review of customer records such as audited financial statements, budgets and projections are considered.

In determining whether the credit risk on a financial asset has increased significantly, the Group considers the change in the risk of a default occurring since initial recognition. The default definition used for such assessment is consistent with that used for internal credit risk management purposes.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

The Group considers defaulted assets as those which are contractually past due 90 days, other than those assets where there is empirical evidence to the contrary. Financial assets which are contractually past due 30 days are classified under Stage 2 - life time ECL, not credit impaired, barring those where there is empirical evidence to the contrary. The Group considers financial instruments (typically the retail loans) to have low credit risk if they are rated internally or externally within the investment grade. An asset migrates down the ECL stage based on the change in the risk of a default occurring since initial recognition. If in a subsequent period, credit quality improves and reverses any previously assessed significant increase in credit risk since origination, then the loan loss provision stage reverses to 12-months ECL from lifetime ECL.

Probability of Default (PD)

The PD represents the likelihood of a borrower defaulting on its financial obligation, either over the next 12 months (12-month PD), or over the remaining lifetime (Lifetime PD) of the obligation.

Loss Given Default (LGD)

LGD represents the Group's expectation of the extent of loss on a defaulted exposure. LGD varies by type of counterparty, type and preference of claim and availability of collateral or other credit support.

Exposure at default (EAD);

Exposure at default is the total value an entity is exposed to when a loan defaults. It is the predicted amount of exposure that an entity may be exposed to when a debtor defaults on a loan. The outstanding principal and outstanding arrears reported as of the reporting date for computation of ECL is used as the EAD for all the portfolios.

Macroeconomic Scenarios

In addition, the Group uses reasonable and supportable information on future economic conditions including macroeconomic factors such as IIP and repo rate. Since incorporating these forward looking information increases the judgment as to how the changes in these macroeconomic factor will affect ECL, the methodology and assumptions are reviewed regularly.

iii) Reconciliation of loss allowance provision

For loans

(₹ in lakhs)

Reconciliation of loss allowance	Loss allowance measured at 12 month expected losses	Loss allowance measured at life-time expected losses	
		Financial assets for which credit risk has increased significantly and not credit impaired	Financial assets for which credit risk has increased significantly and credit impaired
Loss allowance as at April 01, 2022	**10,765.23**	**261.12**	**3,61,151.06**
Changes in loss allowances due to :			
ECL during the year/ (reversal) net	1,472.06	(978.38)	(2,080.30)
Loss allowance on March 31, 2023	**9,293.17**	**1,239.50**	**3,63,231.36**
Changes in loss allowances due to :			
ECL during the year/ (reversal) net	6,652.28	2,189.34	(3,34,969.21)
Loss allowance on March 31, 2024	**15,945.45**	**3,428.84**	**28,262.15**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

Write-offs still under enforcement

Financial assets are written-off when the Group has no reasonable prospects of recovering any further cash flows from the financial assets. In the case of assets that are assessed collectively for impairment. There has been no contractual amount outstanding on financial assets written-off during the year ended March 31, 2024 and still subject to enforcement activity.

Significant increase in credit risk

Based on business environment in which the Group operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. The Group assesses and manages credit risk based on movement of borrowers between stages as defined, historical data of the borrowers and forward looking information. The Group has established a credit quality review process to provide early identification of possible changes in the creditworthiness of counterparties.

Forward looking information

Management has assessed the impact of COVID-19 on significant increase in credit risk, impairment loss allowance and impairment on other assets.

c) Trade Receivables

Group has established a simplified impairment approach for qualifying trade receivables. For these assets, Group has recognized a loss allowance based on Lifetime ECLs rather than the two step process under the general approach.

d) Derivative assets

The Group enters into derivatives for risk management purposes. These include hedges that either meet the hedge accounting requirements or hedges that are economic hedges, but the Group has elected not to apply hedge accounting requirements.

The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts. The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts.

(₹ in lakhs)

Particulars	As at March 31, 2024		As at March 31, 2023	
	Notional Amounts	Fair Value - Assets	Notional Amounts	Fair Value - Assets
Index derivatives:	-	-	404.14	455.89
Total derivative financial instruments (Assets)	**-**	**-**	**404.14**	**455.89**

Measurement of Expected Credit Losses

The Group has applied a three-stage approach to measure expected credit losses (ECL) on loans. Assets migrate through following three stages based on the changes in credit quality since initial recognition:

(a) **Stage 1:** 12- months ECL: For exposures where there is no significant increase in credit risk since initial recognition and that are not credit impaired upon origination, the portion of the lifetime ECL associated with the probability of default events occurring within the next 12- months is recognized.

(b) **Stage 2:** Lifetime ECL, not credit impaired: For credit exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired, a lifetime ECL is recognized.

(c) **Stage 3:** Lifetime ECL, credit impaired: Financial assets are assessed as credit impaired upon occurrence of one or more

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT(CONTD..)

events that have a detrimental impact on the estimated future cash flows of that asset. For financial assets that have become credit impaired, a lifetime ECL is recognized and interest revenue is calculated by applying the effective interest rate to the amortized cost.

At each reporting date, Group assesses whether there has been a significant increase in credit risk of its financial assets since initial recognition by comparing the risk of default occurring over the expected life of the asset. In determining whether credit risk has increased significantly since initial recognition, Group uses information that is relevant and available without undue cost or effort. This includes Group's internal credit rating grading system, external risk ratings and forward-looking information to assess deterioration in credit quality of a financial asset.

The Group assesses whether the credit risk on a financial asset has increased significantly on an individual and collective basis. For the purpose of collective evaluation of impairment, financial assets are grouped on the basis of shared credit risk characteristics, taking into account accounting instrument type, credit risk ratings, date of initial recognition, remaining term to maturity, industry, geographical location of the borrower, collateral type, and other relevant factors. For the purpose of individual evaluation of impairment factors such as internally collected data on customer payment record, utilization of granted credit limits and information obtained during the periodic review of customer records such as audited financial statements, budgets and projections are considered.

In determining whether the credit risk on a financial asset has increased significantly, the Group considers the change in the risk of a default occurring since initial recognition. The default definition used for such assessment is consistent with that used for internal credit risk management purposes.

Group measures the amount of ECL on a financial instrument in a way that reflects an unbiased and probability-weighted amount. Group considers its historical loss experience and adjusts the same for current observable data. The key inputs into the measurement of ECL are the probability of default, loss given default and exposure at default. These parameters are derived from Group's internally developed statistical models and other historical data.

Probability of Default (PD)

Borrowers have been classified into two asset classes - Corporate and Retail. For Corporate borrowers, PD has been mapped using the credible external rating study. For retail borrowers, due to insufficiency of historical data proxy of PD has been mapped from other portfolio of same entity. In case entity does not have any other portfolio, then rating of Group has been used to compute PD.

Loss Given Default (LGD)

Historical recovery is usually considered to calculate Loss Given Default (LGD). For all stages, cases (DPD> 90) are considered while arriving at historical LGD. Recovery period for all the cases are 6 months, the capping is based on assumption that maximum recovery gets incurred within 6 months of default and after that recovery is negligible. For Group significant data for computation of LGD was not available. Hence, Basel reference is used for LGD. Accordingly we have used 65% as LGD which corresponds against Senior Unsecured Claims.

Exposure at default (EAD)

Exposure at default is the total value an entity is exposed to when a loan defaults. It is the predicted amount of exposure that an entity may be exposed to when a debtor defaults on a loan. The outstanding principal and outstanding arrears reported as of the reporting date for computation of ECL is used as the EAD for all the portfolios.

iii) Reconciliation of loss allowance provision

(₹ in lakhs)

Reconciliation of loss allowance	Loss allowance measured at 12 month expected losses		
	For Trade Receivables	For other Financial Assets	For Cash and Cash equivalents
Loss allowance on April 1, 2022	**1,181.07**	**441.45**	**201.90**
Changes in loss allowances due to			

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

(₹ in lakhs)

Reconciliation of loss allowance	Loss allowance measured at 12 month expected losses		
	For Trade Receivables	For other Financial Assets	For Cash and Cash equivalents
Bad debts written off	-	-	-
Net remeasurement of loss allowance	(132.32)	(256.33)	(201.00)
Loss allowance on March 31, 2023	**1,048.75**	**185.12**	**0.90**
Changes in loss allowances due to			
Bad debts written off	-	-	-
Net remeasurement of loss allowance	579.62	2.80	(0.56)
Loss allowance on March 31, 2024	**1,628.37**	**187.91**	**0.34**

Loans that are past due but not impaired

Loans that are 'past due but not impaired' are those for which contractual interest or principal payments are past due but Group believes that impairment is not appropriate on the basis of the level of security or collateral available and/or the stage of collection of amounts owed to Group.

As of 31st March 2024, Group does not have any exposure on loans and advances that were modified but not derecognised during the year, for which the provision for doubtful debts was measured at a lifetime ECL at the beginning of the year and at the end of the year had changed to 12- months ECL

Concentration of credit risk

The Group monitors concentrations of credit risk by sector and by segments. The major portfolio of Group is under Investments. Group regularly track the performance of the investment portfolio as this has high concentration risk.

b) Liquidity risk :

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. Due to the dynamic nature of the underlying businesses, Group's treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Financing arrangements

The Group has access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Undrawn borrowing facilities	2,350.40	4,110.85

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT(CONTD..)

Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities, and net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

As at March 31, 2024

(₹ in lakhs)

Particulars	Carrying amount	Contractual cash flows					
		Gross nominal inflow/ (outflow)	upto 3 months	3 to 6 months	6 to 12 months	1 year to 3 year	Over 3 year
Non-derivative financial liabilities							
Debt securities	1,29,980.27	(1,09,465.87)	(6,113.23)	(12,743.58)	(17,281.88)	(67,481.11)	(5,846.07)
Borrowings (other than debt securities)	3,06,381.96	(3,26,713.78)	(56,833.26)	(70,376.18)	(37,087.49)	(1,02,246.41)	(60,170.44)
Deposits	6,41,089.40	(6,51,010.03)	(1,28,594.72)	(1,12,337.11)	(76,922.19)	(3,27,720.22)	(5,435.79)
Other financial liabilities	3,91,640.14	(8,27,293.03)	(26,288.71)	(31,528.41)	(56,387.16)	(89,040.77)	(6,24,047.98)
	14,69,091.77	**(19,14,482.71)**	**(2,17,829.92)**	**(2,26,985.28)**	**(1,87,678.72)**	**(5,86,488.51)**	**(6,95,500.28)**
Derivative financial Liabilities							
Derivative Financial Instruments	40,694.58	(40,694.58)	(1,787.44)	(5,686.71)	(5,220.65)	(25,345.19)	(2,654.59)
Derivative financial assets							
Derivative Financial Instruments	-	-	-	-	-	-	-

As at March 31, 2023

(₹ in lakhs)

Particulars	Carrying amount	Contractual cash flows					
		Gross nominal inflow/ (outflow)	upto 3 months	3 to 6 months	6 to 12 months	1 year to 3 year	Over 3 year
Financial liabilities							
Debt securities	1,08,878.02	(3,13,942.40)	(10,123.66)	(70.49)	(7,616.75)	(57,809.06)	(2,38,322.44)
Borrowings (other than debt securities)	1,56,446.90	(1,62,509.23)	(51,172.93)	(26,924.39)	(16,172.38)	(34,970.68)	(33,268.85)
Deposits	2,63,158.21	(2,68,462.57)	(38,967.72)	(35,855.58)	(24,018.71)	(1,66,116.11)	(3,504.45)
Other financial liabilities	3,62,289.89	(8,15,092.77)	(5,622.63)	(1,398.75)	(21,415.57)	(49,704.28)	(7,36,951.54)
	8,90,773.02	**(15,60,006.97)**	**(1,05,886.94)**	**(64,249.21)**	**(69,223.41)**	**(3,08,600.13)**	**(10,12,047.28)**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

(₹ in lakhs)

Particulars	Carrying amount	Contractual cash flows					
		Gross nominal inflow/ (outflow)	upto 3 months	3 to 6 months	6 to 12 months	1 year to 3 year	Over 3 year
Derivative financial Liabilities							
Derivative Financial Instruments	38,209.58	(62,612.33)	(26,672.33)	(228.11)	(2,940.83)	(30,530.74)	(2,240.32)
Derivative financial assets							
Derivative Financial Instruments	455.89	455.89	364.98	-	90.91	-	-

c. Market risk :

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Total market risk exposure

(₹ in lakhs)

Particulars	As at March 31, 2024			As at March 31, 2023		
	Carrying amount	Traded risk	Non traded risk	Carrying amount	Traded risk	Non traded risk
Assets						
Cash and cash equivalents	66,951.84	-	66,951.84	59,863.76	-	59,863.76
Bank balance other than cash and cash equivalents above	12,451.84	-	12,451.84	18,154.01	-	18,154.01
Derivative financial instruments	-	-	-	455.89	455.89	-
Trade Receivables	4,259.94	-	4,259.94	3,201.06	-	3,201.06
Loans	10,75,533.62	-	10,75,533.62	6,83,558.37	-	6,83,558.37
Investments - at amortised cost	1,98,624.72	-	1,98,624.72	1,55,828.90	-	1,55,828.90
Investments - at FVOCI	1,84,256.36	1,84,256.36	-	87,752.70	87,752.70	-
Investments - at FVTPL	8,503.51	8,503.51	-	8,131.79	8,131.79	-
Other financial assets	12.00	-	12.00	11,999.40	-	11,999.40
Liabilities						
Trade payables	18,828.48	-	18,828.48	14,749.04	-	14,749.04
Other payables	2,909.18	-	2,909.18	4,680.50	-	4,680.50
Derivative Financial Instruments	40,694.58	40,694.58	-	38,209.58	38,209.58	-
Debt securities	1,29,980.27	-	1,29,980.27	1,08,878.02	-	1,08,878.02
Borrowings (other than debt securities) including accrued interest	3,06,381.96	-	3,06,381.96	1,56,446.90	-	1,56,446.90
Deposits	6,41,089.40	-	6,41,089.40	2,63,158.21	-	2,63,158.21
Other financial liabilities	3,91,640.14	-	3,91,640.14	3,62,289.89	-	3,62,289.89

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

i) Price risk :

Price risk exposes the Group to fluctuations in fair values or future cash flows of a financial instrument because of changes in market prices whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market.

(₹ in lakhs)

Particulars	As at March 31, 2024			
	Impact on profit before tax		Impact on OCI	
	1% increase	1% decrease	1% increase	1% decrease
(a) Equity instruments	61.99	(61.99)	-	-
(b) Debt securities	-	-	857.24	(857.24)
(c) Preference shares	3.08	(3.08)	-	-
(d) Units of Mutual funds	1.37	(1.37)	-	-
(e) Government and corporate securities	4.60	(4.60)	985.32	(985.32)
(f) Units of private equity	15.25	(15.25)	-	-
(g) Options(net)	-	-	-	-

(₹ in lakhs)

Particulars	As at March 31, 2023			
	Impact on profit before tax		Impact on OCI	
	1% increase	1% decrease	1% increase	1% decrease
(a) Equity instruments	18.36	(18.36)	-	-
(b) Debt securities	-	-	398.19	(398.19)
(c) Preference shares	5.66	(5.66)	-	-
(d) Units of Mutual funds	9.02	(9.02)	-	-
(e) Government and corporate securities	34.68	(34.68)	481.31	(481.31)
(f) Units of private equity	14.87	(14.87)	-	-
(g) Options(net)	4.56	(4.56)	-	-

ii) Currency risk :

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Group's exposures to unhedged foreign currency risk as at the end of reporting periods expressed in ₹ as follows :

a) Trade Receivable

(₹ in lakhs)

Particulars	March 31, 2024	March 31, 2023
Trade Receivable	0.17	22.41
	($ 202 @ Closing rate of 1$ = ₹ 83.34)	**($ 27,270 @ Closing rate of 1$ = ₹ 82.22)**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instruments

(₹ in lakhs)

Particulars	Impact on Profit before tax	
	March 31, 2024	March 31, 2023
₹/$ Sensitivity increase by 5%	0.01	1.12
₹/$ Sensitivity decrease by 5%	**(0.01)**	**(1.12)**

b) Cash and Cash equivalents

(₹ in lakhs)

Particulars	March 31, 2024	March 31, 2023
Cash and Cash equivalents		
CY - $ 16,32,007.30 @ closing rate of $ = ₹ 83.3739 (PY - $ 16,39,574.57 @ closing rate 1$ =₹ 75.51)	1,360.67	1,238.04
CY - GBP 2,36,137.87 @ closing rate of GBP = ₹ 105.2935 (PY - GBP 2,35,870.37 @ closing rate 1GBP =₹ 99.15)	248.64	233.87
CY - EUR 23,756.08 @ closing rate of EUR = ₹ 90.2178 (PY - EURO 15,902.44 @ closing rate 1EURO =₹ 84.09)	21.43	13.37
Total	**1,630.74**	**1,485.28**

Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from foreign currency denominated financial instrument

(₹ in lakhs)

Particulars	Impact on Profit before tax	
	March 31, 2024	
	Sensitivity increase by 5%	Sensitivity decrease by 5%
₹/$ Sensitivity	68.03	(68.03)
₹/GBP Sensitivity	12.43	(12.43)
₹/EURO Sensitivity	1.07	(1.07)
Total	**81.54**	**(81.54)**

(₹ in lakhs)

Particulars	Impact on Profit before tax	
	March 31, 2023	
	Sensitivity increase by 5%	Sensitivity decrease by 5%
₹/$ Sensitivity	61.90	(61.90)
₹/GBP Sensitivity	11.69	(11.69)
₹/EURO Sensitivity	0.67	(0.67)
Total	**74.26**	**(74.26)**

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 59 : FINANCIAL RISK MANAGEMENT (CONTD..)

iii) Interest rate risk :

The Group's main interest rate risk arises from long-term borrowings with variable rates, which expose the Group to cash flow interest rate risk.

The Group's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Exposure to interest rate risk

The interest rate profile of the Bank's interest-bearing financial instruments as reported to the management is as follows.

(₹ in lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Variable-rate instruments		
Borrowing	2,82,776.62	1,44,317.22

Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates.

(₹ in lakhs)

Particulars	Impact on profit before tax	
	Year ended March 31, 2024	Year ended March 31, 2023
Interest rates – increase by 100 basis points (100 basis points)*	(2,827.77)	(1,443.17)
Interest rates – decrease by 100 basis points (100 basis points)*	2,827.77	1,443.17

* Holding all other variables constant

Fair value sensitivity analysis for fixed rate instruments

The Group's fixed rate instruments are carried at amortised cost and are not measured for interest rate risk, as neither the carrying amount nor the future cash flows will fluctuate because of changes in market interest rates.

Note 60: FINANCIAL INFORMATION OF SUBSIDIARIES THAT HAVE MATERIAL NON-CONTROLLING INTEREST IS PROVIDED BELOW:

(₹ in lakhs)

Particulars (As at March 31, 2024)	UNITY Small Finance Bank Limited	Centrum Housing Finance Limited	Centrum Wealth Limited
Proportion of interest held by non-controlling interests	49.00%	43.61%	11.05%
Accumulated balances of material non-controlling interests			
Summarised Financial information for the Balance Sheet			
Financial assets	12,95,806.54	1,45,426.24	6,636.14
Non-financial assets	1,53,747.62	3,513.87	3,544.69
Financial liabilities	12,46,326.51	1,03,261.78	2,147.67
Non-financial liabilities	28,060.22	193.60	1,512.77
Dividend paid to non-controlling interests	Nil	Nil	Nil

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 60: FINANCIAL INFORMATION OF SUBSIDIARIES THAT HAVE MATERIAL NON-CONTROLLING INTEREST IS PROVIDED BELOW: (CONTD..)

(₹ in lakhs)

Particulars (As at March 31, 2024)	UNITY Small Finance Bank Limited	Centrum Housing Finance Limited	Centrum Wealth Limited
Summarised Financial information for the Statement for Profit and Loss			
Revenue from operations	1,57,536.74	18,153.24	13,136.82
Profit/(Loss) for the year	4,061.49	2,058.15	134.48
Other Comprehensive Income (OCI)	(51.22)	0.51	(82.06)
Total Comprehensive Income	4,010.27	2,058.68	52.42
Summarised Financial information for the Cash Flow			
Net cash inflow/(outflow) from Operating activities	44,529.32	(23,588.17)	622.96
Net cash inflow/(outflow) from Investing activities	(1,60,873.08)	(346.14)	1,932.36
Net cash inflow/(outflow) from Financing activities	1,20,502.31	22,793.33	(2,394.63)
Net cash inflow/(outflow)	4,158.55	(1,140.99)	160.68

(₹ in lakhs)

Particulars (As at March 31, 2023)	UNITY Small Finance Bank Limited	Centrum Housing Finance Limited	Centrum Wealth Limited
Proportion of interest held by non-controlling interests	49.00%	43.61%	31.72%
Accumulated balances of material non-controlling interests			
Summarised Financial information for the Balance Sheet			
Financial assets	7,90,073.44	1,19,557.27	9,031.13
Non-financial assets	1,33,766.86	2,417.50	3,402.91
Financial liabilities	7,18,270.43	78,182.84	3,996.24
Non-financial liabilities	34,668.25	645.66	2,177.76
Dividend paid to non-controlling interests	Nil	Nil	Nil
Summarised Financial information for the Statement for Profit and Loss			
Revenue from operations	81,591.50	9,476.13	19,062.52
Profit/(Loss) for the year	(10,822.97)	1,193.00	4,595.62
Other Comprehensive Income (OCI)	125.23	(1.17)	(43.63)
Total Comprehensive Income	(10,697.74)	1,191.83	4,551.98
Summarised Financial information for the Cash Flow			
Net cash inflow/(outflow) from Operating activities	(3,77,734.09)	(17,207.06)	4,894.67
Net cash inflow/(outflow) from Investing activities	32,211.65	(10,509.30)	(6,008.26)
Net cash inflow/(outflow) from Financing activities	(38,758.88)	28,841.94	1,035.33
Net cash inflow/(outflow)	(3,84,281.33)	2,580.26	(78.25)

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 61 : AMALGAMATION OF THE PUNJAB AND MAHARASHTRA CO-OPERATIVE BANK LTD WITH UNITY SMALL FINANCE BANK LIMITED

A The Punjab and Maharashtra Co-operative Bank Limited ("PMC") was a Multi-State Scheduled Urban Co-operative Bank registered under the Multi-State Co-operative Societies Act, 2002 (39 of 2002) and carrying on the business of Banking in India. On account of detection of certain instances of fraud in the PMC in September 2019 and consequent to the precarious financial conditions, including complete erosion of capital and substantial deposit erosion of the PMC, RBI issued "All Inclusive Directions" to the PMC under Section 35A read with Section 56 of the Banking Regulation Act, 1949 (10 of 1949) with effect from close of business of September 23, 2019, to protect the interest of the depositors and to ensure that the Bank's available resources are not misused or diverted. RBI in exercise of the powers conferred under sub-sections (1) and (2) of section 36AAA read with section 56 of the Banking Regulation Act,1949 (10 of 1949) superseded the Board of Directors of the PMC on September 23,2019 and appointed an Administrator in its place.

Centrum Financial Services Limited, as promoters along with Resilient Innovation Private Limited as "joint investor", had expressed interest in the month of February 2021 in acquiring the Punjab and Maharashtra Co-operative Bank Limited through a suitable scheme of amalgamation with a new Small Finance Bank to be registered by the promoter. Accordingly, the Unity Small Finance Bank Limited ("USFB") was incorporated as Banking Company under the Companies Act, 2013 on August 25,2021 and granted Banking licence by Reserve Bank under section (1) of Section 2 of Banking Regulation Act on October 12,2021. The said USFB has started transacting business of Banking under section 5(c) of Banking Regulation Act, 1949 from November 1, 2021.

In exercise of the powers conferred by sub-section (7) of section 45 of the Banking Regulation Act, 1949 (10 of 1949), (the "Act"), the Central Government sanctioned Punjab and Maharashtra Co-operative Bank Limited (Amalgamation with Unity Small Finance Bank Limited) Scheme, 2022 vide notification dated January 25,2022 (hereinafter referred to as the "Scheme" or "SOA") for amalgamation of the PMC with the USFB, which came into force on January 25,2022 ("appointed date" or " amalgamated date")

As per the Scheme, upon its coming into effect from the appointed date, the undertaking of PMC Bank including all its assets, liabilities and specified reserves stood transferred/ deemed to be transferred to and vest in the USFB. Further, on and from the appointed date, the entire amount of the paid-up share capital and reserves and surplus of PMC stood written off.

The amalgamation has been accounted for as per the Scheme. In accordance with the Scheme:

The assets shall be valued as follows:

a) Investments other than Government Securities shall be valued at the market rates prevailing on the day immediately preceding the appointed date;

b) (i) The Government Securities shall be valued as on the day immediately preceding the appointed date in accordance with the extant Reserve Bank guidelines;

(ii) The Securities of the Central Government such as Post-Office Certificates, Treasury Savings Deposit Certificates and any other securities or certificates issued under the small savings schemes of the Central Government shall be valued at their face value or the encashable value as on the said date, whichever is higher;

(iii) Where the market value of any Government Security held by the transferor Bank in respect of which the principal is payable in installments, is not ascertainable or is for any reason not considered as reflecting the fair value thereof or as otherwise appropriate, the security shall be valued at such amount as is considered reasonable having regard to the installments of principal and interest remaining to be paid, the period during which such installments are payable, the yield of any security issued by the Government to which the security pertains and having the same or approximately the same maturity and other relevant factors;

c) Where the market value of any security, share, debenture, bond or other investment is not considered reasonable by reason of its having been affected by abnormal factors, the investment may be valued on the basis of its average market value over any reasonable period;

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 61 : AMALGAMATION OF THE PUNJAB AND MAHARASHTRA CO-OPERATIVE BANK LTD WITH UNITY SMALL FINANCE BANK LIMITED (CONTD..)

d) Where the market value of any security, share, debenture, bond or other investments is not ascertainable, only such value, if any, shall be taken into account as is considered reasonable, having regard to the financial position of the issuing concern, the dividends paid by it during the preceding five years and other relevant factors;

e) Premises and all other immovable properties and any assets acquired in satisfaction of claims shall be valued at their market value;

f) The furniture and fixtures, stationery in stock and other assets, if any, shall be valued at the written down value as per books or the realisable value as may be considered reasonable;

g) Advances, including bills purchased and discounted, book debts, sundry assets, and all other remaining tangible/intangible assets will be scrutinised by the transferee Bank and the securities, including guarantees held as cover therefor examined and verified by the transferee Bank and thereafter, the advances including portions thereof, will be classified into two categories namely, "Advances considered good and readily realisable" and "Advances considered not readily realisable and/or bad or doubtful of recovery".

h) Liabilities for purposes of the Scheme shall include all liabilities, including contingent liabilities, which the transferee Bank may be required to meet on or after the appointed date and in determining the value of the liabilities (including the liability towards Deposit Insurance and Credit Guarantee Corporation for payments to the insured depositors) for initial recognition in the books of the transferee Bank, the measurement basis maybe decided by the Reserve Bank and could include historical cost, current cost, settlement value, present value or any other measurement basis.

h) (i) Restructured Deposits Payable within 5 years from Amalgamation Date :

These are liabilities pertaining to erstwhile Retail Depositors of PMC Bank payable between Year 1 and Year 5 from the Amalgamation date. The Bank shall pay a nominal amount to retail depositors between Year 1 and Year 5 from the Amalgamation date as set out in Clause No [6] to [c] of Note [ii to vi]. There is no interest payable on these sums.

These nominal amounts have been valued on a present value basis and carried in the financial statements as on March 31, 2022. The Effective Interest Rate of this liability over the tenor of the liability shall be charged to Finance Costs in the Profit & Loss Account for the relevant periods.

h) (ii) Restructured Deposits Payable at the end of 10 years from the date of amalgamation of PMC and Unity Bank

These are liabilities pertaining to erstwhile Retail Depositors of PMC Bank payable at the end of 10 years from the Amalgamation Date.

The Bank shall pay a nominal amount to retail depositors at the end of Year 10 of the Amalgamation date as set out in Clause No [6] of Note [c] of Note [vii]. .

Annual interest of 2.75% is payable from Year 6 till year 10 on these nominal amounts. These nominal amounts have been valued on a present value basis and carried in the financial statements as on March 31, 2023. The Effective Interest Rate of this liability over the tenor of the liability shall be charged to Finance Costs in the Profit & Loss Account for the relevant periods.

h) (iii) Facility from DICGC

DICGC has extended a facility to the Bank to repay Depositors as explained in detail in Clause No [6][c] [i to vii].

As on 31 Mar 2023, part of the facility has been approved by DICGC and availed of by the Bank. The bank shall repay the nominal amount received (no interest is payable on these sums) pursuant to Clause [7] of Note [2]. These nominal amounts have been valued on a present value basis and carried in the financial statements as on March 31, 2023. The Effective Interest Rate of this liability over the tenor of the liability shall be charged to Finance Costs in the Profit & Loss Account for the relevant periods.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 61 : AMALGAMATION OF THE PUNJAB AND MAHARASHTRA CO-OPERATIVE BANK LTD WITH UNITY SMALL FINANCE BANK LIMITED (CONTD..)

h) (iv) Perpetual Non-Cumulative Preference Shares (PNCPS)

The Bank issued PNCPS to institutional depositors with dividend of one per cent, per annum payable annually. PNCPS have been valued on a present value basis and carried in the financial statements as on March 31, 2024.

The management of USFBL has carried out valuation of assets and determination of liabilities as on the appointed date of Amalgamation of erstwhile PMC Bank with USFBL i.e January 25, 2022, on the basis of balance sheet as at January 24, 2022 i.e as at the close of business on the date immediately preceding the appointed date i.e January 25, 2022 as per the scheme of amalgamation. The balance sheet as at January 24, 2022 was audited by a firm of Chartered Accountants (auditor) approved by RBI and they have expressed qualified opinion vide their report dated May 28, 2022. The management has taken cognizance of the matters of qualified opinion expressed by the said auditor and made adjustments in the valuation of assets and determination of liabilities as at the appointed date wherever required.

B Details of the assets valued and liabilities reckoned as per the scheme of amalgamation referred to above are as under:

(₹ in lakhs)

Particulars	As at 25-01-2022
Financial Assets	
Cash and cash equivalents	44,393.39
Bank balances other than cash and cash equivalents	12,130.79
Investments	256,438.45
Loans	62,011.52
Other Financial Assets	1,840.98
Non Financial Assets	
Current Tax (Net)	2,886.25
Deferred Tax asset on provision for doubtful advances (Refer note (e) below)	73,000.00
Property, plant and equipment	25,862.39
Right-of-use assets	2,021.18
Other intangible assets	55.05
Other Non Financial Assets	2,800.10
Total Assets (I)	**483,440.12**
Financial Liabilities	
Trade Payables	3,500.40
Debt Securities - Issue of PNCPS towards depositors liabilities	15,606.12
Borrowings	14,912.93
Lease Liabilities	2,021.18
Other Financial Liabilities	299,638.57
Non Financial Liabilities	
Provisions	30,314.24
Other Non Financial Liabilities	36,793.61
Equity and Reserves and Surplus	
Issue of equity warrants towards depositors liabilities	52,968.24
Total Liabilities (II)	**455,755.29**
Net Assets (III) = (II) - (I)	**27,684.83**
Purchase consideration [IV]	**Nil**
Capital Reserve on Amalgamation [IV] - [III]	**27,684.83**
Group Share	14,119.26
Non-controlling interest share	13,565.57

Note:

a) The USFB scrutinised advances portfolio and considered additional provisioning, on a conservative basis, on advances over and above the provisions as per audited balance sheet as at January 24, 2022 referred to hereinabove in respect of standard assets, taking into account the possibility of additional accounts which may have to be classified as NPA, as the process of identification of NPA in the erstwhile PMC Bank was manual.

b) The Bank has made adjustments in the carrying value of land and building as at the appointed date taking into account the valuation report obtained from approved valuer.

c) The Bank has reckoned additional liabilities as at the appointed date based on its assessment.

d) Other Assets include refund amount of ₹ 28 crores due from income tax department in respect of various assessment years of erstwhile PMC Bank. The said amount has been arrived at based on

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 61 : AMALGAMATION OF THE PUNJAB AND MAHARASHTRA CO-OPERATIVE BANK LTD WITH UNITY SMALL FINANCE BANK LIMITED (CONTD..)

the assessment of the Bank that it is reasonably certain that it is recoverable.

e) Deferred tax asset as at the appointed date has been recognised for the tax effect on provision for doubtful advances to the extent that it is reasonably certain that sufficient future taxable income will be available against which the said deferred tax asset can be realised. The erstwhile PMC Bank had not recognised Deferred Tax Asset on the same based on its own assessment.

However, Deferred tax asset was not recognised for the tax effect on accumulated loss pertaining to erstwhile PMC Bank for the assessment years upto AY 2021-22 considering that admissibility of these losses for set offs is yet to be clearly established and also considering that assessments of erstwhile PMC for certain years have not yet been completed.

f) The Bank shall have time up to 20 years from the appointed date, to repay the amount received from Deposit Insurance and Credit Guarantee Corporation (DICGC) towards payment to the insured depositors, which can be done in one installment or in several installments and the transferee Bank shall create a reserve account in its books and make periodical transfers to it as may be approved by Reserve Bank, for the purpose of discharging its liability towards DICGC in accordance with the provisions of the Scheme.

Note 62 : TITLE DEEDS OF IMMOVABLE PROPERTIES AND PHYSICAL VERIFICATION OF FIXED ASSETS

a) The Bank has carried out physical verification of fixed assets of all the branches of erstwhile PMC Bank and accounted for differences.

b) The Bank has obtained the title documents of all the immovable properties of erstwhile PMC Bank except for few properties and the Bank is in the process of getting these title transferred/ changed in its name. Registration formalities/ obtaining occupancy certificate etc. are pending in respect of certain properties.

Note 63 : Transfer to Deposit Education and Awareness Fund (DEAF) by erstwhile PMC Bank

Since the erstwhile PMC Bank was placed under AID, unclaimed amounts could not be transferred to DEAF by erstwhile PMC Bank. Consequent to clarifications from RBI, the Bank has taken steps to identify such unclaimed amounts and is transferring the identified amounts to DEAF regularly.

Note 64 : RELAXATIONS /FORBEARANCES GRANTED BY RBI

Reserve Bank of India vide its letter dated October 12, 2021 has granted the relaxation/forbearances to the Bank giving additional time of 3 years over and above the period prescribed by RBI in SFB guidelines 2019 to comply with the following provisions:

i) Achievement of Priority Sector lending target of 75% of Adjusted Net Bank Credit

ii) Requirement of atleast 50% of loan portfolio to constitute loans and advances of upto ₹ 25 lacs and

iii) Adherence to Exposure limit to single and group obligor for loans acquired from CFSL / CML / erstwhile PMC.

Note 65: RBI VIDE ITS LETER DATED MARCH 10,2022 HAS GIVEN THE FOLLOWING CLARIFICATIONS:

a) Equity warrants may be included in the common equity

b) The Bank is permitted to treat payables to retail depositors of PMC bank (more than 15 lacs) to be repaid at the end of 10 years as Tier II Bonds for the purpose of CRAR calculations.

c) Certain restructured liabilities i.e Perpetual Non-Cumulative Preference Shares ("PNCPS") is a BASEL III instrument. Since the said instrument is issued to the Central Government notified scheme (the "scheme") to the extent there is any inconsistency, discrepancy or deviation with the applicable law, the provisions of the Scheme shall prevail.

d) The restructured liabilities i.e such as Perpetual Non-Cumulative Preference Shares (PNCPS), equity warrants or DICGC 10 years retail payable (allowed to be treated as Tier II capital) may not be included in the Net demand and time liabilities. Further, the deposits that the bank

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 65: RBI VIDE ITS LETER DATED MARCH 10,2022 HAS GIVEN THE FOLLOWING CLARIFICATIONS: (CONTD..)

needs to pay within the span of 5 years (excluding the deposits payable by DICGC) will come under the definition of deposits and attract CRR/SLR requirements.

e) The bank is permitted to grandfather the existing contracts in respect of foreign exchange business with customers of erstwhile PMC Bank.

Note 66: RBI vide its letter dated May 18, 2022 has permitted the bank to include the fair value of the DICGC and PNCPS liability in CET -1 Capital till the bank lists itself.

Note 67 : During the year, the Bank has redeemed the principal protected secured redeemable non-convertible market linked debentures (MLDs) originally issued by the Centrum Financial Services Limited (CFSL), a NBFC from whom the business was acquired on Slump sale basis. NCD's issued by CFSL are fully secured by first ranking pari passu charge against the Banks's identified receivables.

Banks are precluded from creating floating charge on their assets. Since such borrowings have been acquired from CFSL (an NBFC) by the Bank (SFB), in terms of SFB guidelines -2019 issued by RBI, the grandfathering of the aforesaid borrowings has been permitted till their maturity.

Note 68 : Transferred financial assets

Transferred financial assets that are derecognised in their entirety but where the Bank has continuing involvement

The Bank has assigned loans (earlier measured at amortised cost) by entering in to securitisation transactions with the Special Purpose Vehicle Trusts (""SPV Trust"") sponsored by Commercial banks for consideration received in cash at the inception of the transaction.

The Bank, being Originator of these loan receivables, also acts as Servicer with a responsibility of collection of receivables from its borrowers and depositing the same in Collection and Payout Account maintained by the SPV Trust for making scheduled payouts to the investors in Pass Though Certificates (PTCs) issued by the SPV Trust. These securitisation transactions also requires the Bank to provide for first loss credit enhancement in various forms, such as corporate guarantee, cash collateral, subscription to subordinated PTCs etc. as credit support in the event of shortfall in collections from underlying loan contracts. By virtue of existence of credit enhancement, the Bank is exposed to credit risk, being the expected losses that will be incurred on the transferred loan receivables to the extent of the credit enhancement provided.

In view of the above, the Bank has retained substantially all the risks and rewards of ownership of the financial asset and thereby does not meet the derecognition criteria as set out in Ind AS 109. Consideration received in this transaction is presented as ""Associated liability related to Securitisation transactions"" under Note no.23

(₹ in lakhs)

Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
Securitisation :		
Carrying amount of de-recognised financial asset	6,311.69	-
Carrying amount of retained assets at amortised cost	6,458.82	-

Note 69 : During the year, the Unity Small Finance Bank (the 'Bank') a subsidiary of the Company has received further cash assistance (claims towards insured amount) from DICGC in respect of erstwhile PMC depositors, to the tune of ₹ 3.29 crore. In accordance with the Scheme, the Bank has credited these amounts received from DICGC to the respective depositors. Liability towards DICGC was reckoned on net present value basis in the initial recognition balance sheet. Accordingly, this additional cash assistance received from DICGC (₹ 3.29 crore) has also been reckoned at the net present value i.e. at ₹ 0.50 crore. The difference of ₹ 2.78 crore between the nominal value of ₹ 3.29 crore and net present value of ₹ 0.50 crore has been credited to Capital Reserve on Amalgamation, during the year, in accordance with the Scheme. During the previous year, further cash assistance from DICGC in respect of erstwhile PMC depositors was to the tune of ₹ 59 crore, which was reckoned at net present value i.e. at ₹ 9 crore. The difference of ₹ 50 crore between the nominal value of ₹ 59 crore and net present value of ₹ 9 crore was credited to Capital Reserve on Amalgamation during the previous year. Additionally, during the previous year, the Bank carried out reconciliation of liabilities towards depositors of erstwhile PMC bank which was amalgamated with the Bank on January 25, 2022 in accordance with the Scheme sanctioned by the Central Government. This resulted in increase in capital reserve to the extent of ₹ 7.13 crore, decrease in PNCPS by ₹ 0.02 crore, and decrease in share warrant by ₹0.09 crore and net increase/decrease in other liabilities/other assets by ₹ 8.09 crore.

Notes forming part of the Consolidated Financial Statements

for the year ended March 31, 2024

Note 70 : ADDITIONAL REGULATORY INFORMATION (to the extent applicable and reportable)

(i) : The deeds of immovable properties not held in name of the Unity Small Finance Bank Limited.

Relevant line item in the balance sheet	Description of item of property	Gross carrying value	Title deeds held in name of	Whether title deed holder is promoter, director or relative of promoter/ director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the Unity Small Finance Bank Limited*
Property plant, equipment	Land & Building	₹ 3,510.95 lakhs	Shree Srinivas Realtors Private Limited	Promoter - Centrum Financial Services Limited	2021	The transfer was rejected by the Sub Registrar Office ('SRO') Citing a Government of Maharashtra notification preventing the transfer vide 'Deed of Apartment". The Bank had submitted a representation in June 2022 against this rejection. This representation, along with many similiar representation are kept on hold by the SRO awaiting a clarificatory notification from Government of Maharashtra

(*Unity Small Finance Bank Limited has obtained the title deeds of all immovable properties of erstwhile PMC Bank, except for few properties, the title deeds of which are being traced. The Bank is also in process of getting these title deeds transferred in its name. Registration formalities/obtaining occupancy certificate etc. are pending in respect of certain land and building).

(ii) As per amended Schedule III, the Group has to report below details for any transactions entered with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act 1956

(₹ in lakhs)

Name of the Struck off Company	Nature of transactions with struck off company	Balance outstanding as at March 31, 2024	Relationship with the Struck off company if any to be disclosed	Balance outstanding as at March 31, 2023	Relationship with the Struck off Company, if any, to be disclosed.
Romy Realty Private Ltd	Trade Receivable	0.07	Not applicable	6.85	Not applicable
S.D.B. Consultants Pvt Ltd	Trade Receivable	0.07	Not applicable	0.03	Not applicable
Shrinath Cotfab Private Ltd	Trade Receivable	0.90	Not applicable	0.90	Not applicable
Total		**1.04**		**7.78**	

(v)The Merger Scheme of Centrum Microcredit Limited (CML) with the Company was approved by National Company Law Tribunal ('NCLT') on March 30, 2023. The merger is effective from the Appointed Date, i.e., April 01, 2022.

Note 71 : EXCEPTIONAL ITEMS

Exceptional items represents loss of ₹ 24.33 Lakhs on account of sale of Holding Company's entire stake in its subsidiaries, namely, Centrum International Services Pte Limited, Singapore and Centrum Capital International Limited, Hong Kong along with its subsidiary, CCIL Investment Management Limited, Mauritius and profit of ₹ 249.49 Lakhs on account of sale of 1,56,900 shares of Centrum Wealth Limited to the Employees of Centrum Wealth Limited

Notes forming part of the Consolidated Financial Statements
for the year ended March 31, 2024

Note 72 : EVENTS OCCURRING AFTER THE REPORTING PERIOD

No Significant adjusting event occurred between balance sheet date and the date of the approval (May 17, 2024) of these consolidated financial statements by the Board of the Directors requiring adjustments on disclosures.

Note 73 : Amount shown as ₹ 0.00 represents amount below ₹ 5,000 (Rupees Five Thousand).

Note 74 : PREVIOUS YEAR COMPARATIVES

Figures for the previous year have been regrouped wherever necessary in order to make them comparable to current year.

Signatures to Notes 1 to 74

SHARP & TANNAN
Chartered Accountants
Firm's Registration No. 109982W
by the hand of

Edwin Paul Augustine
Partner
Membership No. 043385

Place : Mumbai
Date : May 17, 2024

For and on behalf of Board of Directors of
Centrum Capital Limited

Jaspal Singh Bindra
Executive Chairman
DIN : 00128320

Sriram Venkatasubramanian
Chief Financial Officer

Parthasarathy Iyengar
Company Secretary
Membership No. A21472

CENTRUM

CIN - L65990MH1977PLC019986

CORPORATE OFFICE

Centrum House, CST Road,
Vidyanagari Marg,
Kalina, Santacruz (East),
Mumbai-400098
Tel.: 022-4215 9000
Fax No.: 022-4215 9940
Email: info@centrum.co.in
Website: www.centrum.co.in