

# KANUNGO FINANCIERS LIMITED

CIN:- L65100GJ1982PLC086450

Date: 27.08.2025

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

CC: **CALCUTTA STOCK EXCHANGELTD**  
7, Lyons Range, Murgighata  
Dalhousie, Kolkata, West Bengal  
700001

**Sub: Annual Report 2024-25 and Book Closure - disclosure under Regulation 30 & 34 of SEBI (LODR) Regulations, 2015**

**Ref.: BSE Script code:- 540515**

Dear Sir/Madam,

This is to inform you that Annual General Meeting ("AGM") of the Company is scheduled to be held on Friday, September 26, 2025 and other details are as follows: -

Date & Time of AGM	Friday, 26 <sup>th</sup> September, 2025, 12:00 P.M.
Venue of AGM	B/7, 'B' WING, 5TH FLOOR, AJANTA COMMERCIAL CENTER INCOME TAX, ASHRAM ROAD, Ahmedabad, AHMEDABAD, Gujarat, India, 380009
Cut-off date for E-voting	19 <sup>th</sup> September, 2025
Book Closure	20 <sup>th</sup> September, 2025 to 26 <sup>th</sup> September, 2025 (both days inclusive)
E-Voting Period	E-Voting will commence on Tuesday, September 23, 2025 (9:00 am IST) and ends on Thursday, September 25, 2025 (05:00 pm IST).

Annual Report for the year 2024-25 along with notice of AGM is attached herewith.

Kindly take the above on records.

Thanking you,

**FOR KANUNGO FINANCIERS LIMITED**

**CHIRAG KIRTIKUMAR SHAH**  
**Managing Director**  
**DIN: 08111288**



ANNUAL REPORT

# KANUNGO FINANCIERS LIMITED

Financial Year 2024 - 2025

## **REGISTERED OFFICE**

B/7, B WING, 5TH FLOOR,  
AJANTA COMMERCIAL CENTER,  
INCOME TAX, ASRAM ROAD,  
AHMEDABAD- 380009

## **CORPORATE OFFICE:-**

B/7, B WING, 5TH FLOOR,  
AJANTA COMMERCIAL CENTER,  
INCOME TAX, ASRAM ROAD,  
AHMEDABAD- 380009

## **BOARD OF DIRECTORS**

- 1) CHIRAG KIRTIKUMAR SHAH
- 2) DIMPLE ALKESH SHAH
- 3) PANCHAL NRUPESH KIRTIKUMAR (Resigned w.e.f. 07.08.2025)
- 4) MANJULABEN NAVINCHANDRA KOTHARI

## **COMPANY SECRETARY**

KANAK SURESHKUMAR RATHI

## **AUDITOR**

H S K & CO LLP.

## **REGISTER AND TRANSFER AGENT (RTA)**

PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED

UNIT NO.9, SHIV SHAKTI IND. ESTATE.  
J R BORICHA MARG,  
LOWER PAREL EAST,  
MUMBAI- 400 011.

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## KANUNGO FINANCIERS LIMITED

### NOTICE

**NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF KANUNGO FINANCIERS LIMITED WILL BE HELD ON FRIDAY, 26<sup>TH</sup> SEPTEMBER, 2025 AT 12:00 P.M. AT REGISTERED OFFICE OF THE COMPANY TO TRANSACT THE FOLLOWING BUSINESS:**

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#### **ORDINARY BUSINESS:**

- 1) To receive, consider and approve the Audited Profit and Loss Account for the year ended 31st March, 2025 and Balance sheet as at that date together with Directors Report and Auditors Report thereon.

#### **SPECIAL BUSINESS:**

- 2) **To Appoint Mrs. Khushbu Trivedi, Proprietor of M/s. Khushbu Trivedi & Associates, Practicing Company Secretary as Secretarial Auditor of the company for the period of Five years**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary** Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration Managerial Personnel) Rules, 2014 and other applicable provisions if any, of the Companies Act, 2013, other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the members be and is hereby given to appoint Mrs. Khushbu Trivedi, Proprietor of M/s. Khushbu Trivedi & Associates, Practicing Company Secretary as Secretarial Auditors of the Company for a term of up to five consecutive years, to hold the office from the conclusion of this annual general meeting till the conclusion of annual general meeting of the company to be held in the year 2030 at a remuneration to be fixed by the Board of Directors of the Company or any Committee of the Board of Directors ('the Board').

**"RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, anyone Director of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-forms with Registrar of Companies, Gujarat."

**3) To Regularize the appointment of additional Executive Director Mr. Mahendra Kumar Jagdeesh Patel (DIN: 10782956)**

To consider and, if thought fit, to pass the following resolution, with or without modifications as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 150 and 152 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Mr. Mahendra Kumar Jagdeesh Patel (DIN: 10782956) who was appointed as an Additional Director in the capacity of Executive Director of the Company by the Board of Directors with effect from August 21, 2025, in terms of Section 161(1) of the Act and the Articles of Association of the Company and whose appointment as an Executive Director is recommended by the Nomination & Remuneration Committee, be and is hereby appointed as executive Director of the Company, liable to retire by rotation.

**"RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any one Director of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-forms with Registrar of Companies."

**DATE: 27<sup>th</sup> August, 2025**  
**PLACE: AHMEDABAD**

**BY ORDER OF THE BOARD**

**SD/-**  
**CHIRAG KIRTIKUMAR SHAH**  
**CHAIRMAN**

## NOTES:

1. DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:  
Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website <https://www.kanungofinanciers.com/> websites of the Stock Exchanges, i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com), and on the website of Company's Registrar and Transfer Agent, Purva Share registry (India) Pvt. Ltd. (Purva) at <https://www.purvashare.com/> KANUNGO FINANCIERS LIMITED.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Businesses Item Nos. 2 & 3 in the Notice is annexed hereto.
3. A member entitled to attend and vote is entitled to appoint a Proxy instead and the Proxy need not be a member of the Company. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy or any other person or shareholder.
4. Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
5. Members are requested to bring their copies of the Annual Report to the meeting. Members, Proxies and Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
6. In case of joint holder attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Members seeking any information with regards to the Accounts to be explained in the Meeting are requested to inform the Company at least 7 days in advance of the Annual General Meeting.
8. The members, holding shares in physical form, are requested to intimate any change in their addresses or bank details to the Company or its Registrar and Transfer Agent (RTA) viz. Purva Share registry India Pvt. Ltd., Unit: Kanungo Financiers Limited, Gala No. 9, Shiv Shakti Industrial Estate, Sitaram Mill Compound, J R Boricha Marg, Mumbai – 400011. Those holding shares in dematerialized form may intimate any change in their addresses or bank details / mandates to their Depository Participants (DP) immediately. The Company or its RTA cannot act on any request directly received from any member holding shares in dematerialized form for any change in such details. Such changes are to be advised only to the DP of the members.
9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to Purva Share registry India Pvt Ltd, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
10. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of

request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrars and Transfer Agents, Purva Share registry India Pvt Ltd. for assistance in this regard.

11. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with Purva Share registry India Pvt Ltd in case the shares are held by them in physical form.
12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the form to their DP in case the shares are held in electronic form and to Purva Share registry India Pvt Ltd in case the shares are held in physical form.
13. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, the 20<sup>th</sup> September, 2025 to Friday, 26<sup>th</sup> September, 2025 (both days inclusive) in connection with the Annual General Meeting.
14. Documents referred to in the Notice are available for inspection by the shareholders at the Registered Office of the Company during business hours on any working day up to and including the date of the Annual General Meeting of the Company.
15. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website [www.kanungofinanciers.com](http://www.kanungofinanciers.com).
16. For receiving all communication (including Annual Report) from the Company electronically:
  - a) Members holding shares in physical mode and who have not registered / updated their email address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at [kanungofinanciers@gmail.com](mailto:kanungofinanciers@gmail.com) or [support@purvashare.com](mailto:support@purvashare.com)
  - b) Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participant.



## SHAREHOLDER INSTRUCTIONS FOR E-VOTING

### THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

- (i) The voting period begins on 23.09.2025 at 09:00 am and ends on 25.09.2025 at 05:00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19.09.2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>

<p>Individual Shareholders holding securities in demat mode with <b>NSDL</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps<sup>1</sup> given below:

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [kanungofinanciers@gmail.com](mailto:kanungofinanciers@gmail.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911

**EXPLANATORY STATEMENT**  
**PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No:2**

This explanatory statement is provided in accordance with Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of Mrs. Khushbu Trivedi Proprietor of M/s. Khushbu Trivedi & Associates, Practicing Company Secretary as Secretarial Auditor of the company for the period of Five years. The appointment is subject to shareholders' approval at the Annual General Meeting.

M/s. Khushbu Trivedi & Associates is a peer reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India. The firm has rich and varied experience in Corporate Law matters. The firm is based in Ahmedabad. The core competency of the firm lies under the Companies Law, Securities Law, inbound and outbound Investment, Legal Due Diligence, Transaction Documents, Joint Ventures, Foreign Collaborations, Mergers and Acquisitions, Listings and Capital Market transactions. The terms and conditions of the appointment include a tenure of up to five consecutive years and to hold the office from the conclusion of this annual general meeting till the conclusion of annual general meeting of the company to be held in the year 2030. The fixed remuneration for the Secretarial Audit for the year 2026 is set at 50,000/- (Rupees Fifty Thousand only).

Additional fees for statutory certifications and other professional services will be determined separately by the management, in consultation with Khushbu Trivedi & Associates, and will be subject to approval by the Board of Directors and/or the Audit Committee. The remuneration for the subsequent years from 2027 to 2030 will also be approved by the Board and/ or the Audit Committee. During the year 2024-2025 Khushbu Trivedi & Associates was appointed as the Secretarial Auditor. This appointment took place before the implementation of the five-year term requirement, as described above. The fee paid to Khushbu Trivedi & Associates for the year 2025 is same as that proposed for 2026. Accordingly, there is no material change in the fee payable to Khushbu Trivedi & Associates compared to that of the outgoing auditor, making the requirement to disclose such a change not applicable.



Khushbu Trivedi & Associates has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations.

Accordingly, the consent of the shareholders is sought for the appointment of Khushbu Trivedi & Associates as the Secretarial Auditor of the Company.

The Board of Directors recommends the resolution as set out at Item No. 2 of the Notice for approval by the Members as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel (KMP), or their relatives have any financial or other interest in the proposed resolution.

### **Item No:3**

The Board of Directors of the Company at its meeting held on August 21, 2025, has appointed Mr. Mahendra Kumar Jagdeesh Patel (DIN: 10782956) as an Additional Director in the capacity of Executive Director, on the recommendation of Nomination & Remuneration Committee, subject to the approval of the members of the Company.

Further, the Company has received consent from Mr. Mahendra Kumar Jagdeesh Patel (DIN: 10782956) to act as Director in terms of Section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.

Mr. Mahendra Kumar Jagdeesh Patel (DIN: 10782956) is a management professional having more than decade of experience in more than decade of experience in the field of Finance Accounting and taxation.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 3.

The Board of Directors recommends the resolution in relation to appointment of Mr. Mahendra Kumar Jagdeesh Patel (DIN: 10782956) as Executive Director of the Company, as set out in Item No. 3 for approval of the members by way of Special Resolution.

## **Board's Report**

To,  
The Members of  
**M/s. KANUNGO FINANCIERS LIMITED**

Your directors have pleasure in presenting the Board's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2025.

### **FINANCIAL HIGHLIGHTS**

<b>(Rs. In Lakhs)</b>		
<b>Particulars</b>	<b>Standalone</b>	
<b>Particulars</b>	<b>2024-2025</b>	<b>2023-2024</b>
Gross Income	161.79	111.93
Total Expenses	129.35	73.10
Net Profit/(loss) Before Tax	32.44	38.83
Provision for Tax	8.89	12.61
Net Profit/(loss) After Tax	23.55	26.22

### **DIVIDEND**

The directors are not recommending any dividend in this financial year.

### **INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY**

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

### **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

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

### **MATERIAL CHANGES AND COMMITMENTS**

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

### **ANNUAL RETURN**

The copy of Annual Return is available on the website of the company as per section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, and the link of the website is [www.kanungofinanciers.com](http://www.kanungofinanciers.com)

## **FAMILIARIZATION PROGRAMME FOR THE INDEPENDENT DIRECTORS**

The Company follows a well-structured induction programme for orientation and training of Directors at the time of their joining to provide them with an opportunity to familiarise themselves with the Company, its management, its operations and the industry in which the Company operates. At the time of appointing a director, a formal letter of appointment is given to him/her, which inter-alia explains the role, function, duties and responsibilities expected of him/her as a Director of the Company. The Director is also explained in detail the Compliance required from him/her under the Companies Act, 2013, the Listing Regulations and other relevant regulations and affirmation taken with respect to the same.

## **MEETINGS OF THE BOARD OF DIRECTORS**

During the Financial Year 2024-25, the Company held **SEVEN** board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 were adhered to while considering the time gap between two meetings.

<b>Sr. No.</b>	<b>Date of Meeting</b>	<b>Board Strength</b>	<b>No. of Directors Present</b>
1.	30/05/2024	4	4
2.	24/06/2024	4	4
3.	14/08/2024	4	4
4.	29/08/2024	4	4
5.	14/11/2024	4	4
6.	14/02/2025	4	4
7.	07/03/2025	4	4

## **DIRECTORS' RESPONSIBILITY STATEMENT**

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

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

### **AUDITORS and REPORT thereon**

M/s. H S K & CO LLP, CHARTERED ACCOUNTANTS is continued as the statutory auditors of the company for the financial year 2029.

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

Further the Auditors' Report for the financial year ended, 31st March, 2025 is annexed herewith for your kind perusal and information.

### **LOANS, GUARANTEES AND INVESTMENTS**

The Company has provided the Loans and has not made Investments and no Guarantee was given under section 186 of the Companies Act, 2013 for the financial year ended 31st March 2025 and complies with the provision of the Section 186 of the Companies Act, 2013.

### **RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large and Approval of the Board of Directors & shareholders was obtained wherever required.

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

#### **(A) Conservation of energy and Technology absorption**

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

#### **(B) Foreign exchange earnings and Outgo**

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

### **RISK MANAGEMENT**

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

### **DIRECTORS and KMP**

During the current financial year, no changes has occurred in the constitution of directors of the company.

## **DEPOSITS**

The company has not accepted any deposits during the year.

## **CORPORATE SOCIAL RESPONSIBILITY**

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

## **RATIO OF REMUNERATION TO EACH DIRECTOR**

The Company has paid remuneration to the directors as per below:

<b>Sr. NO.</b>	<b>Name of Director</b>	<b>Amt. paid in the year 2024-2025 (Rs. In lakhs)</b>
1	CHIRAG KIRTIKUMAR SHAH	2.40

## **ANNUAL EVALUATION**

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

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

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department.

## **INDEPENDENT DIRECTORS AND DECLARATION**

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

## **NOMINATION AND REMUNERATION COMMITTEE**

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

<b>Name of the Director</b>	<b>Position held in the Committee</b>	<b>Category of the Director</b>
Ms. Dimple Alkesh Shah	Chairman	Non-Executive Independent Director
Mr. Nrupesh Panchal*	Member	Non-Executive Independent Director
Mrs. Manjulaben Navinchandra Kothari	Member	Non-Executive Independent Director

\* Nrupesh Panchal has resigned from the post of Non-Executive Independent Director w.e.f. 07<sup>th</sup> August, 2025.

### **Terms of Reference**

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

1. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
2. To formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
3. The Nomination and Remuneration Committee shall, while formulating the policy ensure that:
  - a. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
  - b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
  - c. remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:
4. Regularly review the Human Resource function of the Company.
5. Discharge such other function(s) or exercise such power(s) as may be delegated to the Committee by the Board from time to time.
6. Make reports to the Board as appropriate.
7. Review and reassess the adequacy of this charter periodically and recommend any proposed changes to the Board for approval from time to time.
8. Any other work and policy, related and incidental to the objectives of the committee as per provisions of the Act and rules made there under.

## **REMUNERATION POLICY**

### **Remuneration to Executive Directors:**

The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by Board in Board meeting, subject to the subsequent approval of the shareholders at the General Meeting and such other authorities, as may be required. The remuneration is decided after considering various factors such as qualification, experience, performance, responsibilities shouldered, industry standards as well as financial position of the Company.

### **Remuneration to Non-Executive Directors:**

The Non-Executive Directors are paid remuneration by way of Sitting Fees and Commission. The Non-Executive Directors are paid sitting fees for each meeting of the Board and Committee of Directors attended by them.

## **AUDIT COMMITTEE**

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

<b>Name of the Director</b>	<b>Position held in the Committee</b>	<b>Category of the Director</b>
Ms. Dimple Alkesh Shah	Chairman	Non-Executive Independent Director
Mr. Chirag K Shah	Member	Executive Director
Mr. Nrupesh Panchal*	Member	Non-Executive Independent Director

\* Nrupesh Panchal has resigned from the post of Non-Executive Independent Director w.e.f. 07<sup>th</sup> August, 2025

## **SECRETARIAL AUDIT REPORT**

There is qualification or adverse remark in the Secretarial Audit Report which require any clarification/ explanation.

1. Company is not able to find suitable person for the position of Internal Auditor. Company is under process for the appointment of Internal Auditor and the company will comply for the same as early as possible.
2. Company is unable to find the suitable for the position of CFO and company will appoint CFO and comply with the requirement as early as possible.

Further the Secretarial Audit Report **as provided by KHUSHBU TRIVEDI, Practicing Company Secretary** for the financial year ended, 31st March, 2025 is annexed herewith for your kind perusal and information.

## **COST AUDIT**

The cost audit is not applicable to the Company.

## **VIGIL MECHANISM**

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

## **COMPLIANCE OF SECRETARIAL STANDARDS**

During the financial year under review, the Company has complied with all the applicable provisions of Secretarial Standards issued by the Institute of Company Secretaries of India.

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

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

During the year under review, no complaints with allegations of sexual harassment were received by the Company. The statement in respect of complaint received and disposed is as below;

Sr No	Particulars	Details
1	Number of complaints of sexual harassment received in the year;	Nil
2	Number of complaints disposed off during the year; and	Nil
3	Number of cases pending for more than ninety days	Nil

## **DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

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



**APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:**

This clause is not applicable to the company as there is no application or proceedings pending under the Insolvency and Bankruptcy Code, 2016 during the year 2024-25.

**THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:**

This clause is not applicable to the company during the year 2024-25.

**A STATEMENT BY THE COMPANY WITH RESPECT TO THE COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961:**

The provisions relation to the Maternity Benefits Act, 1961 is not applicable to the company.

**ACKNOWLEDGEMENT**

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

**DATE: 27.08.2025**  
**PLACE: AHMEDABAD**

**FOR AND ON BEHALF OF BOARD**

**SD/-**  
**CHIRAG K SHAH**  
**MANAGING DIRECTOR**  
**DIN: 08111288**

**SD/-**  
**DIMPLE SHAH**  
**DIRECTOR**  
**DIN: 09264261**

## **KANUNGO FINANCIERS LIMITED**

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

#### **1. Overall Review**

The Growth rate is in stagnant trend as compared to the previous year and company has reported profit of Rs. 23.55 lakhs with favorable market conditions which reflect the positive market.

#### **2. Financial Review**

During the year the company has continue its business activities and made Profit of Rs. 23.55 Lacs.

#### **3. Risk and Concern**

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

#### **4. Internal Control System and their adequacy**

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

#### **5. Environmental Issues**

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

#### **6. Financial Performance with Respect to Operation Performance.**

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

#### **7. Cautionary Statement**

Statement in this report on Management Discussion and Analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events.

Actual results could however, differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

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

**Form No. MR-3**

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

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED ON 31-03-2025**

To,  
The Members,  
M/s. Kanungo Financiers Limited.  
Ahmedabad

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

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31-03-2025, 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 31<sup>st</sup> March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings- NOT APPLICABLE
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: - Not Applicable to the Company during the Audit Period

- (d) (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable to the Company during the Audit Period);
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during the Audit Period);
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable to the Company during the Audit Period) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not Applicable to the Company during the Audit Period);

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

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

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

- Company should appoint internal auditor under the Companies Act, 2013
- Company should appoint Chief Financial Officer, as per Companies Act, 2013.

### **I further report that**

The Board of Directors of the company should be duly constituted and the company needs to appoint required numbers of Executive & Non-Executive Directors to comply with the provisions of the Companies Act, 2013. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provision of the Act.

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

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

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

For Khushbu Trivedi & Associates

Place: Ahmedabad  
Date: 22.08.2025

SD/-  
Khushbu Trivedi  
FCS NO.: 9151  
COP NO: 9115  
UDIN: F009151G001061048

## ANNEXURE - A

To,  
The Members  
M/s. Kanungo Financiers Limited

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit as presented by management to us.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of the management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Khushbu Trivedi & Associates

Place: Ahmedabad  
Date: 22.08.2025

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

## **INDEPENDENT AUDITOR'S REPORT**

To the Members of  
**Kanungo Financiers Limited**  
**Report on the Audit of the Financial Statements**

### **Opinion**

We have audited the accompanying financial statements of **Kanungo Financiers Limited** ("the Company"), which comprises of the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows, the Statement of Changes in Equity for the period ended and notes to the financial statements including summary of Material accounting policies and other explanatory information (herein after referred as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025 and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### **Basis for Opinion**

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

### **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 that there is no key audit matter to communicate in our report.



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

The Company's Management and Board of Directors are responsible for the Other Information. The Other Information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's reports thereon.

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

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

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

**Responsibilities of Management, Board of Directors and those charged with Governance for the Financial Statements**

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

In preparing the financial statements, management and 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 management and Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

**Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or

regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 are necessary for the purpose of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph vi below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), 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 financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) The reservations relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) of the Act and paragraph vi below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- g) With respect to the adequacy of internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to or separate report in "**Annexure A**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of Section 197 read with Schedule V to the Companies Act, 2013.
- i) 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 and according to the explanations given to us :

- i. The Company does not have any pending litigation which would have any impact on the financial position of its financial statements
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2025.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2025.
- iv. (a) The management has represented that, to the best of its knowledge and belief (Refer Note 36 to the financial statements ), no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.  
(b) The management has represented that, to the best of its knowledge and belief, (Refer Note 37 to the financial statements ), no funds (which are material either individually or in aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.  
(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. (a) The company had not proposed any final dividend in the previous year, which was declared and paid by the Company during the year.  
(b) The Company has not declared and paid any interim dividend during the year and until the date of this report.  
(c) The Board of Directors of the Company have not proposed any final dividend for the year which is subject to approval of the members in the ensuing Annual General Meeting.

VI. 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 March 31, 2025 which does not have a feature of recording audit trail (edit log) facility and the same has not operated throughout the year for all relevant transactions recorded in the software (Refer Note 41 to the financial statements ). Additionally, the audit trail has not been preserved by the Company as per statutory requirements for record retention.

**For, H S K & CO LLP**

**Chartered Accountants**

**ICAI Firm Registration Number: 117014W\W100685**

**SD/-**

**CA Sudhir S. Shah**

**Partner**

**M. No. 115947**

**UDIN:25115947BMKZNX9168**

**Place: Ahmedabad**

**Date: May 30, 2025**

**Annexure “A” to the Independent Auditors’ report  
(Referred to in paragraph 1(f) under “Report on Other Legal and Regulatory Requirements section of  
our report to the members of Kanungo Financiers Limited of even date)**

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

We have audited the internal financial controls with reference to the financial statements of Kanungo Financiers Limited (“the Company”) as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing as specified 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 Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the financial statements 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 with reference to financial statements.

**Meaning of Internal Financial Controls with reference to the financial statements**

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

**Inherent Limitations of Internal Financial Controls with Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statement, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies of procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as on March 31, 2025 based on the internal control with reference financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

**For, H S K & CO LLP**

**Chartered Accountants**

**ICAI Firm Registration Number: 117014W\W100685**

**SD/-**

**CA Sudhir S. Shah**

**Partner**

**M. No. 115947**

**UDIN: 25115947BMKZNX9168**

**Place: Ahmedabad**

**Date: May 30, 2025**

## **Annexure “B” to the Independent Auditors’ Report**

**(Referred to in paragraph 1 under “Report on Other Legal and Regulatory Requirements section of our report to the members of Kanungo Financiers Limited of even date)**

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of Company’s Property, Plant and Equipment and Intangible Assets :
- (a) (A) The Company does not have any Property, Plant & Equipment therefore this paragraph of the order is not applicable to the company and hence not commented upon.
- (B) As the Company does not hold any intangible assets, reporting under clause 3(i) of the Order is not applicable.
- (b) The Company does not have any Property, Plant & Equipment therefore this paragraph of the order is not applicable to the company and hence not commented upon.
- (c) The company does not have any immovable properties, so this clause is not applicable to the company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued 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 March 31, 2025 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) According to information and explanation given to us, the company does not hold any physical inventory, and hence reporting under clause 3(ii)(a) of the Order is not applicable to the company and hence not commented upon.
- (b) As per the information and explanations provided to us and based on our verification of relevant records, we report that the Company has not been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from banks during the year, secured against current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. According to information and explanation given to us, The Company has not made any investments , provided any guarantee or security to companies, firms, Limited Liability Partnerships or any other parties during the year. The Company has granted loans or advances in the nature of loans to companies, firms and other parties, in respect of which :
- (a) The Company has provided unsecured loans or advances in the nature of loans during the year and details of which are given below:

<b>Particulars</b>	<b>Aggregate Amount during the year (Rs. In Lakhs)</b>	<b>Balance outstanding at the balance sheet date (Rs. In Lakhs)</b>
- Subsidiaries	Nil	Nil

- Joint Ventures	Nil	Nil
- Associates	Nil	Nil
- Others	1,024.78	2,824.36

The Company has not given guarantee or provided security to any company, firm, Limited Liability Partnership or any other party during the year.

(b) The grant of all the above-mentioned loans or advances in the nature of loans are, in our opinion, prima facie, not prejudicial to the interest of the Company.

(c) In respect of loans granted or advances in the nature of loans provided by the Company, the schedule of repayment of principal and payment of interest has not been stipulated and in the absence of such schedule, we are unable to comment on the regularity of the repayments of principal amounts and payment of interest. (Refer reporting under clause (iii)(f) below).

(d) According to information and explanations given to us and based on the audit procedures performed in respect of loans granted and advances in the nature of loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.

(f) The Company has granted Loans or advances in the nature of loans which are repayable on demand or without specifying any terms or period of repayment, details of which are given below:

Particulars	All parties	Promoters	Related Parties
Aggregate amount of loans or advances in the nature of loans which are repayable on demand or without specifying any terms or period of repayment	Rs. 1,024.78 Lakhs	Nil	Nil
Percentage thereof to the total loans granted	100%	Nil	Nil

- iv. In our opinion and according to the information and explanations given to us, the company has complied with provisions of section 185 and 186 of the Companies Act, 2013 in respect loans given. The company has not made any investment, given guarantee or provided security as provided in section 185 and 186 of the Companies Act, 2013.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public and is not holding any amounts which are deemed to be deposits within the meaning of the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.



- vi. According to the information and explanation given to us, provision regarding maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 is not applicable to the company. Hence, reporting under clause 3(vi) of the order is not applicable.
- vii. In respect of statutory dues:
  - (a) The Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, GST and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2025 for a period of more than six months from the date on when they become payable.
  - (b) According to the information and explanations given to us, there are no material dues of Sales Tax, Service Tax, Goods & Service Tax and Customs Duty which have not been deposited with the appropriate authorities on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- ix. (a) the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
  - (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
  - (c) To the best of our knowledge and belief, in our opinion, Term loans were not taken during the year, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
  - (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
  - (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures during the year and hence, reporting under clause (ix) (e) of the Order is not applicable.
  - (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies. Hence reporting under clause 3(ix)(f) of the Order is not applicable.
- x. (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
  - (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

- xi. (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year (and up to the date of this report).
- xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of Companies Act, 2013 for all the transactions with the related parties and the details of related party transactions have been disclosed in the Financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under section 133 of the Act.
- xiv. (a) In our opinion, though the Company is required to have an internal audit system under section 138 of the Companies Act, 2013, it does not have the same established for the year.
- (b) No Internal audit carried out by the company, Hence, we were unable to obtain on timely basis any of the internal audit reports. Accordingly, we have not considered.
- xv. In our opinion, the Company has not entered into any non-cash transactions with directors or persons connected with its directors during the year. Hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3 (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi) (d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

**For, H S K & CO LLP**  
**Chartered Accountants**  
**ICAI Firm Registration Number: 117014W\W100685**

**SD/-**  
**CA Sudhir S. Shah**  
**Partner**  
**M. No. 115947**  
**UDIN: 25115947BMKZNX9168**

**Place: Ahmedabad**  
**Date: May 30, 2025**

## 1. Company Information

**Kanungo Financiers Limited** (the 'Company') is a public limited Company domiciled in India with its registered office at B/7, 'B' Wing, 5Th Floor, Ajanta Commercial Center Income Tax, Ashram Road, Ahmedabad - 380009 (India). The equity shares of the Company are listed on BSE Limited (BSE).

The financial statements as at March 31, 2025 present the financial position of the Company.

## 2. Summary of basis of compliance, basis of preparation and presentation, critical accounting estimates, assumptions and judgments and material accounting policies

### 2.1 Basis of Preparation of Financial Statements

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented.

#### (i) Compliance with Ind-AS

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

#### (ii) Basis of Preparation and presentation

The financial statements have been prepared and presented on the going concern basis and at historical cost basis considering the applicable provisions of Companies Act 2013, except for the following items that have been measured at fair value as required by relevant IND AS.

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.

a) Certain financial assets/liabilities measured at fair value (refer accounting policy regarding financial instruments) and

b) Any other item as specifically stated in the accounting policy.

#### (iii) Functional and Presentation Currency

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

#### (iv) Classification of Assets and Liabilities as Current and Non-Current

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle, and other criteria set out in Schedule III of the Companies Act, 2013. Based on the nature of products and the time lag between the acquisition of assets for processing and their realisation in cash and cash equivalents, 12 months period has been considered by the Company as its normal operating cycle.

**(iv) Rounding off amounts**

The financial statements are presented in INR and all values are rounded to the nearest Lakhs (INR 1,00,000) as per the requirement of Schedule III, unless otherwise stated.

**2.2 Critical accounting estimates, assumptions and judgements**

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

**a. Useful lives of property, plant and equipment**

Useful lives and residual values of Property, plant and equipment represent a material portion of the Company's asset base. The periodic charge of depreciation is derived after estimating useful life of an asset and expected residual value at the end of its useful life. The useful lives and residual values of assets are estimated by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on various external and internal factors including historical experience, relative efficiency and operating costs and change in technology.

**b. Provision for income tax and valuation of deferred tax assets**

The Company's tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes including amounts to be recovered or paid for uncertain tax positions. Management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

**c. Employee benefit obligations**

Defined benefit obligations are measured at fair value for financial reporting purposes. Fair value determined by actuary is based on actuarial assumptions. Management judgement is required to determine such actuarial assumptions. Such assumptions are reviewed annually using the best information available with the Management.

**d. Provisions and contingent liabilities**

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystalizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised.

**e. Fair value measurement**

In measuring the fair value of certain assets and liabilities for financial reporting purpose, the Company uses market observable data to the extent available. Where such Level 1 inputs are not available, the Company establish appropriate valuation techniques and inputs to the model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment

is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

## **2.3 Material Accounting Policies :**

### **a) Property, Plant and Equipment (PPE)**

These tangible assets are held for use in production, supply of goods or services or for administrative purposes. Property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment losses except for freehold land which is not depreciated. Cost includes purchase price after deducting trade discount/rebate, import duties, non-refundable taxes, Net of GST input credit wherever applicable, cost of replacing the component parts, borrowing costs and other directly attributable cost of bringing the asset to its working condition in the manner intended by the management.

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

The cost of an item of PPE is recognised as an asset if, and only if, it is probable that the economic benefits associated with the item will flow to the Company in future periods and the cost of the item can be measured reliably. Expenditure incurred after the PPE have been put into operations, such as repairs and maintenance expenses are charged to the Statement of Profit and Loss during the period in which they are incurred.

#### **De-recognised upon disposal**

An item of PPE is derecognised on disposal or when no future economic benefits are expected from use or disposal. Any gain or loss arising on derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss when asset is derecognised.

#### **Depreciation**

The depreciable amount of an asset is determined after deducting its residual value. Where the residual value of an asset increases to an amount equal to or greater than the asset's carrying amount, no depreciation charge is recognized till the asset's residual value decreases below the asset's carrying amount. Depreciation of an asset begins when it is available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the intended manner. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale in accordance with IND AS 105 and the date that the asset is derecognised.

The Company depreciates its property, plant and equipment (PPE) over the useful life in the manner prescribed in Schedule II to the Act. Management believes that useful life of assets are same as those prescribed in Schedule II to the Act.

The assets residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

### **b) Intangible assets**

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life

and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

**c) Leases**

At the inception of a lease, the lease arrangements is classified as either a finance lease or an operating lease, based on the substance of the lease arrangement..

**As a Lessee:**

Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowing or other financial liabilities as appropriate.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from lessor) are charged to profit or loss on straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date 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 lease are recognized payments associated with these leases as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term.

Lease term is a non-cancellable period together with periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received. The right-of-use asset is subsequently amortised using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be amortised over the useful life of the underlying asset. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments to be paid over the lease term at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. Subsequently, the lease liability is measured at amortised cost using the effective interest method

**As a Lessor:**

Lease income from operating leases where the Company is a lessor is recognised in other income on straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature.

**d) Borrowing Cost**

Borrowing cost includes interest expense, amortisation of discounts, ancillary costs incurred in connection with borrowing of funds and exchange difference, arising from foreign currency borrowings, to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are attributable to the acquisition or construction or production of a qualifying asset are capitalized as part of the cost of such asset till such time the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing cost are recognised in the Statement of Profit and Loss in the period in which they are incurred.

**e) Impairment of Assets**

At the end of each reporting period, the Company reviews the carrying amounts of its PPE and other intangible assets to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The resulting impairment loss is recognised in the Statement of Profit and Loss. Recoverable amount is the higher of fair value less costs to sell 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.

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Where an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset or CGU in prior years. A reversal of an impairment loss is recognised in the Statement of Profit and Loss.

**f) Taxes**

Income tax expense represents the sum of tax currently payable and deferred tax. Tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized directly in equity or in other comprehensive income.

**i) Current Tax**



Current tax includes provision for Income Tax computed under Special provision (i.e., Minimum alternate tax) or normal provision of Income Tax Act. Tax on Income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/appeals.

**ii) Deferred Tax**

Deferred tax is recognised on temporary 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, unabsorbed losses and unabsorbed depreciation to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unabsorbed losses and unabsorbed depreciation can be utilized.

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 realized, 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.

**g) Employees Benefits**

**i) Employee Benefits**

All employee benefits payable wholly within twelve months of rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., are recognized during the period in which the employee renders related services and are measured at undiscounted amount expected to be paid when the liabilities are settled.

**ii) Post-employment obligations**

**Defined contribution plans**

The Company pays provident fund contributions to publicly administered funds as per local regulations when liability to pay arise . The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

**h) Provisions, Contingent Liability and Contingent Assets**

Disputed liabilities and claims against the company including claims raised by fiscal authorities (e.g. Sales Tax, Income Tax, Excise, GST etc.) pending in appeal / court for which no reliable estimate can be made and or involves uncertainty of the outcome of the amount of the obligation or which are remotely poised for crystallization are not provided for in accounts but disclosed in notes to accounts. However, present obligation as a result of past event with possibility of outflow of resources, when reliable estimation can be made of the amount of obligation, is recognized in accounts in terms of discounted value, if the time value of money is material using a current pre-tax rate that reflects the risk specific to the liability. No contingent asset is recognized but disclosed by way of notes to accounts.

**i) Revenue Recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government such as Goods and Services Tax, etc.

**Rendering of Services**

Revenue from rendering of services is recognized as per the terms of the contract with customers when related services are performed and when the outcome of the transactions involving rendering of services can be estimated reliably.

**Dividend Income**

Dividend Income is accounted for when the right to receive the same is established, which is generally when shareholders approve the dividend.

**Interest Income**

Interest Income on financial assets measured at amortised cost is recognised on a time-proportion basis using the effective interest method.

**Other Income**

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

**j) Cash Flows and Cash and Cash Equivalents**

Statement of cash flows is prepared in accordance with the indirect method prescribed in the IND AS 7. For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, cheques and drafts on hand, deposits held with Banks, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. However, Bank overdrafts are shown within borrowings in current liabilities in the balance sheet for the purpose of presentation

**k) Earnings per share**

**(i) Basic earnings per share**

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the Company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

**(ii) Diluted earnings per share**

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after 'income-tax' effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**l) Segment Reporting**

Based on "Management Approach" as defined in IND AS 108 – Operating Segments, the Management evaluates the Company's performance and allocates the resources based on an analysis of various performance indicators by business segments.

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.

**m) Foreign Currency Transactions**

In preparing the financial statements of the Company, transactions in foreign currencies, other than the Company's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the rate prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency, are not retranslated.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which these arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings; and
- exchange differences on transactions entered into in order to hedge certain foreign currency risks.

**n) Events occurring after the balance sheet date**

Assets and liabilities are adjusted for events occurring after the reporting period that provides additional evidence to assist the estimation of amounts relating to conditions existing at the end of the reporting period.

Dividends declared by the Company after the reporting period are not recognized as liability at the end of the reporting period. Dividends declared after the reporting period but before the issue of financial statements are not recognized as liability since no obligation exists at that time. Such dividends are disclosed in the notes to the financial statements.

**o) Financial Instruments**

**i. Recognition and initial measurement**

All financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

**ii. Classification and subsequent measurement**

***Financial assets***

On initial recognition, a financial asset is classified as measured at

- amortized cost;
- Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or
- Fair Value Through Profit and Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

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

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

Investments in subsidiary company:

Investments in subsidiary company are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary company, the difference between net disposal proceeds and the carrying amounts are recognised in the Standalone Statement of Profit and Loss.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Debt instruments measured at amortised cost e.g., bank deposits
- Trade receivables
- Other financial assets not designated as FVTPL

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12- month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is 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 entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables (including lease 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 ECL at each reporting date, right from its initial recognition.

**Financial liabilities**

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss

**De-recognition****Financial assets**

The company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

**Financial liabilities**

The company de-recognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The company also de-recognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

**Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

**p) Recent accounting pronouncements which are not yet effective (Standards issued but not yet effective)**

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated March 31, 2025 to amend the following Ind AS which are effective from 01 April 2025., as below:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended March 31, 2025, MCA has notified Ind AS 117 - Insurance Contracts and amendments to Ind As 116 - Leases, relating to sale and lease back transactions, applicable

from April 1, 2024. The Company has assessed that there is no significant impact on its financial statements,

On May 9, 2025, MCA notifies the amendments to Ind AS 21 Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Company is currently assessing the probable impact of these amendments on its financial statements.

KANUNGO FINANCIERS LTD				
BALANCE SHEET AS AT MARCH 31, 2025				
(Rs. in Lakhs)				
Particulars	Notes	As at March 31, 2025 Rs.	As at March 31, 2024 Rs.	
<b>I ASSETS</b>				
<b>1) Non-current assets</b>				
(a) Property, Plant and Equipment		-	-	
(b) Capital work-in-progress		-	-	
(c) Intangible assets		-	-	
(d) Financial Assets		-	-	
(i) Investments		-	-	
(ii) Loans		-	-	
(iii) Other Financial Assets		-	-	
(e) Deferred tax assets (Net)		-	-	
(f) Other non-current assets		-	-	
<b>Total Non -Current Assets</b>		-	-	
<b>2) Current assets</b>				
(a) Inventories		-	-	
(b) Financial Assets				
(i) Investments		-	-	
(ii) Trade receivables		-	-	
(iii) Cash and cash equivalents	3	5.74	7.05	
(iv) Bank balances other than (ii) above	4	55.12	51.92	
(v) Loans	5	2,824.36	1,799.57	
(vi ) Others Current Financial Assets	6	0.23	0.23	
(c) Current Tax Assets (Net)	7	2.91	0.79	
(d) Other current assets	8	2.00	2.02	
<b>Total Current Assets</b>		<b>2,890.36</b>	<b>1,861.58</b>	
<b>TOTAL ASSETS</b>		<b>2,890.36</b>	<b>1,861.58</b>	
<b>II EQUITY AND LIABILITIES</b>				
<b>1) Equity</b>				
(a) Equity Share capital	9	463.40	463.40	
(b) Other Equity	10	163.56	140.01	
<b>Total Equity</b>		<b>626.96</b>	<b>603.41</b>	
<b>2) LIABILITIES</b>				
<b>Non-current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	11	2,123.14	1,113.47	
(ii) Trade payables		-	-	
(iii) Other financial liabilities		-	-	
(b) Provisions		-	-	
(c) Deferred tax liabilities (Net)		-	-	
(d) Other Non Current Liabilities		-	-	
<b>Total Non -Current Liabilities</b>		<b>2,123.14</b>	<b>1,113.47</b>	
<b>Current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	12	133.34	140.10	
(ii) Trade payables				
Total outstanding dues of micro and small enterprises		-	-	
Total outstanding dues of Creditors other than micro and small enterprises	13	2.53	2.45	
(iii) Other financial liabilities		-	-	
(b) Other current liabilities	14	4.39	2.16	
(c) Provisions				
(d) Current Tax Liabilities (Net)		-	-	
<b>Total Current Liabilities</b>		<b>140.26</b>	<b>144.70</b>	
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>2,890.36</b>	<b>1,861.58</b>	
<b>Material Accounting Policies and Notes on Financial Statements</b>	1 to 43			
As per our report of even date attached herewith				
For, H S K & CO LLP Chartered Accountants FRN: 117014W/W100685  SD/- CA. Sudhir Shah Partner Membership No. 115947 UDIN: 25115947BMKZNX9168 Place : Ahmedabad Date : May 30,2025		For and on behalf of the Board  SD/- SD/- CHIRAG K SHAH DIMPLE SHAH Managing Director Director DIN: 08111288 DIN: 09264261 SD/- Company Secretary KANAK SURESHKUMAR RATHI  Place : Ahmedabad Date : May 30,2025		



KANUNGO FINANCIERS LTD				
Statement of Profit and loss for the year ended March 31, 2025				
(Rs. in Lakhs)				
	Particulars	Notes	Year Ended March 31, 2025 Rs.	Year Ended March 31, 2024 Rs.
I	<b>INCOME</b>			
	Revenue from operations		-	-
	Other income	15	161.79	111.93
	<b>Total Income</b>		<b>161.79</b>	<b>111.93</b>
II	<b>EXPENSES</b>			
	Cost of materials consumed		-	-
	Purchases of Stock-in-Trade		-	-
	Changes in inventories of finished goods, Stock-in-Trade and work-in-progress		-	-
	Employee benefits expense	16	4.28	4.20
	Finance costs	17	114.95	57.82
	Depreciation and amortization expense		-	-
	Other expenses	18	10.12	11.08
	<b>Total Expenses</b>		<b>129.35</b>	<b>73.10</b>
III	<b>Profit before exceptional items and tax</b>		<b>32.44</b>	<b>38.83</b>
IV	<b>Exceptional Items</b>		-	-
V	<b>Profit before tax</b>		<b>32.44</b>	<b>38.83</b>
VI	<b>Tax Expenses</b>			
	Current Tax		8.25	9.78
	Deferred Tax Provision / (Reversal)		-	-
	Short / (Excess) provision of IT of earlier years		0.64	2.83
VII	<b>Profit for the year</b>		<b>23.55</b>	<b>26.22</b>
VIII	<b>Other Comprehensive Income</b>			
	Items that will not be reclassified to profit or loss		-	-
	Income tax relating to items that will not be reclassified to profit or loss		-	-
	Items that will be reclassified to profit or loss		-	-
	Income tax relating to items that will be reclassified to profit or loss		-	-
IX	<b>Total Comprehensive Income for the year</b>		<b>23.55</b>	<b>26.22</b>
X	<b>Earning per Equity Shares of Rs. 10 each</b>	19		
	Basic		0.51	0.57
	Diluted		0.51	0.57
	<b>Material Accounting Policies and Notes on Financial Statements</b>	1 to 43		

As per our report of even date attached herewith

For, H S K & CO LLP  
Chartered Accountants  
FRN: 117014W/W100685

SD/-  
CA. Sudhir Shah  
Partner  
Membership No. 115947  
UDIN: 25115947BMKZNX9168  
Place : Ahmedabad  
Date : May 30,2025

For and on behalf of the Board

SD/- SD/-  
CHIRAG K SHAH DIMPLE SHAH  
Managing Director Director  
DIN: 08111288 DIN: 09264261  
SD/-  
Company Secretary  
KANAK SURESHKUMAR RATHI  
Place : Ahmedabad  
Date : May 30,2025

**KANUNGO FINANCIERS LTD**  
**CASH FLOW STATEMENT FOR YEAR ENDED MARCH 31, 2025**

Particulars	Year ended March 31, 2025		Year ended March 31, 2024	
<b>A. Cash Flow from Operating Activities</b>				
Profit Before Tax		<b>32.44</b>		<b>38.83</b>
Adjustments for :				
Finance Cost	114.95		57.82	
Interest Received	(161.79)		(111.93)	
		(46.84)		(54.11)
<b>Operating Profit Before Working Capital Changes</b>		<b>(14.40)</b>		<b>(15.28)</b>
<b>Working Capital Changes</b>				
Adjustments for				
(Increase)/Decrease Trade & Other receivables, Other Non Current and Current Financial Assets ,Other Non Current and Current Assets	(3.18)		(52.66)	
Increase/ (Decrease) Trade & Other Non Current and Current Financial Liability and Non Current and Current Liability & Provisions	2.31		(0.07)	
		(0.87)		(52.73)
<b>Net Cash Flow Generated from Operating Activities</b>		<b>(15.27)</b>		<b>(68.00)</b>
Direct taxes paid (Net)		(11.01)		(14.02)
		(26.28)		(82.03)
<b>Net Cash Flow (used in ) Operating Activities</b>		<b>(26.28)</b>		<b>(82.03)</b>
<b>B. Cash Flow from Investing Activities</b>				
(Increase)/Decrease Other Current and Non Current Loans	(1,024.78)		(553.20)	
Interest Income	161.79		111.93	
<b>Net Cash Flow (used in) Investing Activities</b>		<b>(862.99)</b>		<b>(441.27)</b>
<b>C. Cash Flow from Financing Activities</b>				
Proceeds\ (Repayment) of Borrowings (Net)	1,002.91		579.09	
Interest Paid	(114.95)		(57.82)	
<b>Net Cash Flow from Financing Activities</b>		<b>887.96</b>		<b>521.27</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>(1.31)</b>		<b>(2.03)</b>
<b>Cash and cash equivalent at the beginning of the year</b>		<b>7.05</b>		<b>9.08</b>
<b>Cash and cash equivalent at the end of the year</b>		<b>5.74</b>		<b>7.05</b>

**Notes to Cash Flow Statement:**

1. Previous year figures have been regrouped wherever necessary, to confirm to this year's classification.
2. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS 7 prescribed under the Companies (Indian Accounting Standard) Rules, 2015 under the Companies Act, 2013.

As per our Report of even date attached.

For, H S K & CO LLP  
Chartered Accountants

FRN: 117014W/W100685

SD/-

CA. Sudhir Shah  
Partner  
Membership No. 115947  
UDIN: 25115947BMKZNX9168  
Place : Ahmedabad  
Date : May 30,2025

For and on behalf of the Board

SD/- SD/-  
CHIRAG K SHAH DIMPLE SHAH  
Managing Director  
Director  
DIN: 08111288 DIN: 09264261

SD/-

Company Secretary  
KANAK SURESHKUMAR RATHI

Place : Ahmedabad  
Date : May 30,2025

**KANUNGO FINANCIERS LTD**  
**Statement of Changes in Equity for the year ended on March 31, 2025**

**Equity Share Capital**

(Rs. In lakhs)

Particulars	Note No.	Amount Rs.
<b>As at March 31, 2023</b>	9	<b>463.40</b>
Changes due to prior period errors		-
Restated Balance as April 1 ,2023		463.40
Changes during the year 2023-24		-
<b>As at March 31, 2024</b>	9	<b>463.40</b>
Changes due to prior period errors		-
Restated Balance as April 1 ,2024		463.40
Changes during the year 2024-25		-
<b>As at March 31, 2025</b>	9	<b>463.40</b>

**Other Equity**

(Rs. in lakhs )

Particulars	Note No.	Reserves and Surplus	Other Components of Equity	Total
		Retained Earnings	Equity Instruments through Other Comprehensive Income	
<b>Balance as at 31st March, 2023</b>	<b>10</b>	<b>(365.88)</b>	<b>479.68</b>	<b>113.80</b>
Profit for the year		26.22	-	26.22
<b>Balance as at 31st March, 2024</b>	<b>10</b>	<b>(339.66)</b>	<b>479.68</b>	<b>140.01</b>
Profit for the year		23.55	-	23.55
<b>Balance as at 31st March, 2025</b>	<b>10</b>	<b>(316.11)</b>	<b>479.68</b>	<b>163.56</b>

In terms of our report attached.

**For, H S K & CO LLP**  
**Chartered Accountants**  
**FRN: 117014W/W100685**

**For and on behalf of the Board**

SD/-	SD/-
CHIRAG K SHAH	DIMPLE SHAH
Managing Director	Director
DIN: 08111288	DIN: 09264261

SD/-  
Sudhir S. Shah  
Partner  
M. No.115947  
UDIN: 25115947BMKZNX9168  
Place : Ahmedabad  
Date : May 30,2025

SD/-  
Company Secretary  
KANAK SURESHKUMAR RATHI

Place : Ahmedabad  
Date : May 30,2025

3. Cash and cash equivalents			(Rs. In lakhs)
Particulars	Year Ended		Year Ended
	March 31, 2025	Rs.	March 31, 2024 Rs.
Balances with banks in current account		2.61	3.12
Cash on hand		3.12	3.93
Total		5.74	7.05

4. Bank balances other than (ii) above		(Rs. in lakhs)		
Particulars	Year Ended	Year Ended		
	March 31, 2025	Rs.	March 31, 2024	Rs.
Balance with Bank in Fixed Deposit (Less than 1 year)		55.12		51.92
Total		55.12		51.92

5. Loans		(Rs. in lakhs)		
Particulars	Year Ended	Year Ended		
	March 31, 2025	Rs.	March 31, 2024	Rs.
Unsecured and considered good				
Loans		2,824.36		1,799.57
Total		2,824.36		1,799.57

6. Other Financial Assets		(Rs. In lakhs)		
Particulars	Year Ended	Year Ended		
	March 31, 2025	Rs.	March 31, 2024	Rs.
Unsecured and considered good				
Others		0.23		0.23
Total		0.23		0.23

7. Current Tax Assets (Net)		(Rs. In lakhs)		
Particulars	Year Ended		Year Ended	
	March 31, 2025	Rs.	March 31, 2024	Rs.
Advance payment of tax (Net )		2.91		0.79
<b>Total</b>		<b>2.91</b>		<b>0.79</b>

8. Other Current Assets			(Rs. In lakhs)	
Particulars	Year Ended		Year Ended	
	March 31, 2025	Rs.	March 31, 2024	Rs.
Unsecured and considered good				
Advance other than Capital Advance		2.00		2.02
Total		2.00		2.02

9. Share Capital				
Authorised Share Capital		(Rs. In lakhs)		
Particulars	Year Ended		Year Ended	
	March 31, 2025	Rs.	March 31, 2024	Rs.
Equity Share Capital				
Equity shares of Face Value Rs. 10 each		524.00		524.00
Total		524.00		524.00

Issued & Subscribed Share Capital			(Rs. In lakhs)	
Particulars	Year Ended March 31, 2025		Year Ended March 31, 2024 Rs.	
	No.	Amount (Rs.)	No.	Amount (Rs.)
Equity Share Capital				
Equity shares of Face Value Rs. 10 each	46,34,000.00	463.40	46,34,000.00	463.40
Total	46,34,000.00	463.40	46,34,000.00	463.40

Particular	Balance as at 31/03/2025 (Number of Shares)	Balance as at 31/03/2024 (Number of Shares)	Year Ended March 31, 2025	Year Ended March 31, 2024 Rs.
<b>Equity shares</b>				
At Beginning of the period	46,34,000.00	46,34,000.00	463.40	463.40
Add : Issued during the year	-	-	-	-
Less : Bought back during the year	-	-	-	-
<b>At End of the period</b>	<b>46,34,000.00</b>	<b>46,34,000.00</b>	<b>463.40</b>	<b>463.40</b>

**9.1 Details of shareholders holding more than 5% shares in the company**

Name of the Equity shareholder	As at March 31, 2025		As at March 31, 2024	
	No.	% holding in the class	No.	% holding in the class
Pashottambhai Gevariya	3,00,000.00	6.47	3,00,000.00	6.47
Ankit Patel	2,50,000.00	5.39	2,50,000.00	5.39
Manishkumar Jivanni	3,00,000.00	6.47	3,00,000.00	6.47
Wonderland Suppliers Private Limited	2,68,194.00	5.79	2,68,194.00	5.79

**9.2 Details of Promoters holding Shares in the company as at March 31,2025 and March 31,2024 is shown as per below table**

Name of the Equity shareholder	As at March 31, 2025		As at March 31, 2024	
	No.	% holding in the class	No.	% holding in the class
Pashottambhai Gevariya	3,00,000.00	6.47	3,00,000.00	6.47
Nishant Gevariya	2,00,000.00	4.32	2,00,000.00	4.32
Vanitaben Gevariya	1,50,000.00	3.24	1,50,000.00	3.24
Vinodkumar Gevariya	1,00,000.00	2.16	1,00,000.00	2.16
Vishal Gevariya	1,00,000.00	2.16	1,00,000.00	2.16
Hansaben Gevariya	1,00,000.00	2.16	1,00,000.00	2.16

**9.3 Details of Promoters holding Shares in the company % Deviation as per below table)**

Particulars				% Deviation
Nil				-

**9.4 Rights, Preferences and Restrictions attached to equity shares**

The Company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend, if any 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, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any, in proportion to their shareholding.

**9.5** The Company has not reserved any share for issue under options and contracts or commitments for the sale of shares or disinvestment.

**9.6** Aggregate number and class of shares allotted as fully paid up pursuant to contracts without payment being received in cash :- Nil

**9.7** Aggregate number and class of shares allotted as fully paid by way of Bonus Shares :- Nil

**9.9** Aggregate number and class of shares bought back :- Nil

**9.10** Securities which are convertible into Equity Shares :- Nil

**9.11** Aggregate Value of Calls unpaid by directors and officers :- Nil

**10. Other Equity**

(Rs. In lakhs)

Particulars	Year Ended March 31, 2025		Year Ended March 31, 2024	
	Rs.		Rs.	
<b>Surplus in Statement of Profit &amp; Loss :</b>				
Balance as per last year	(339.66)		(365.88)	
Add: Profit after tax for the Year	23.55		26.22	
Balance at the end of the year	<b>(316.11)</b>		<b>(339.66)</b>	
<b>Other Comprehensive Income :</b>				
Balance as per last financial Statement	479.68		479.68	
Balance at the end of the year	<b>479.68</b>		<b>479.68</b>	
<b>Total</b>	<b>163.56</b>		<b>140.01</b>	

11. Non-Current Borrowings		(Rs. In lakhs)		
Particulars	Year Ended	Year Ended		
	March 31, 2025	Rs.	March 31, 2024	Rs.
Unsecured				
Inter Corporate Loans		2,123.14		1,113.47
Total		2,123.14		1,113.47

12. Current Borrowings			(Rs. In lakhs)	
Particulars	Year Ended		Year Ended	
	March 31, 2025	Rs.	March 31, 2024	Rs.
Unsecured				
From Banks		36.38		41.63
From Directors		96.96		98.46
Total		133.34		140.10

13. Trade Payables (Current)		(Rs. In lakhs)		
Particulars	Year Ended		Year Ended	
	March 31, 2025	Rs.	March 31, 2024	Rs.
Total outstanding dues of Micro and Small Enterprises	-		-	
Total outstanding dues of Creditors other than Micro and Small Enterprises	2.53		2.45	
Total	2.53		2.45	

This information is disclosed under the Micro, Small & Medium Enterprises Development Act, 2006 which has been determined to the extent such parties have been identified on the basis of the information available with the company. Refer Note No :-27 and for Ageing analysis Refer Note No :- 39

14. Other Current liabilities		(Rs. In lakhs)		
Particulars	Year Ended	Year Ended		
	March 31, 2025	Rs.	March 31, 2024	Rs.
Statutory Dues		4.39		2.16
Total		4.39		2.16

16. Other income (Rs. In lakhs)		
Particulars	Year Ended March 31, 2025 Rs.	Year Ended March 31, 2024 Rs.
Interest Income	161.79	111.93
<b>Total</b>	<b>161.79</b>	<b>111.93</b>

17. Employee benefit expense (Rs. In lakhs)		
Particulars	Year Ended March 31, 2025 Rs.	Year Ended March 31, 2024 Rs.
Salaries and wages	4.28	1.80
Director Remuneration	-	2.40
<b>Total</b>	<b>4.28</b>	<b>4.20</b>

18. Finance costs (Rs. In lakhs)		
Particulars	Year Ended March 31, 2025 Rs.	Year Ended March 31, 2024 Rs.
Interest Expense	114.92	57.79
Bank Charges and Commission	0.03	0.03
<b>Total</b>	<b>114.95</b>	<b>57.82</b>

19. Other expenses (Rs. In lakhs)		
Particulars	Year Ended March 31, 2025 Rs.	Year Ended March 31, 2024 Rs.
Advertisement Exp	0.70	0.70
Rent, Rates and taxes (excluding taxes on income)	1.57	1.38
Other Expenses	0.42	0.29
Audit fee	1.84	1.47
Legal & Professional Charges	5.59	7.24
<b>Total</b>	<b>10.12</b>	<b>11.08</b>

20. Earning Per Equity Share (Rs. In lakhs except No of shares)		
Particulars	Year Ended March 31, 2025 Rs.	Year Ended March 31, 2024 Rs.
Net (Loss) after tax attributable to Shareholders before Exceptional Items	23.55	26.22
Net (Loss) after tax attributable to Shareholders after Exceptional Item	23.55	26.22
Weighted average number of Equity Shares at the end of year.	46,34,000.00	46,34,000.00
Nominal Value of Share	10.00	10.00
Basic and diluted (before Exceptional Item) Earning per Share Rs.	0.51	0.57
Basic and diluted (after Exceptional Item) Earning per Share Rs.	0.51	0.57

21. Income tax reconciliation (Rs. In lakhs)		
Particulars	Year Ended March 31, 2025 Rs.	Year Ended March 31, 2024 Rs.
Profit Before tax	32.44	38.83
Income tax expenses calculated at effective tax rate (25.168% current year and 25.168 % previous year)	8.16	9.77
Effect of Other Items Tax at Special Rate and Others	-	-
Effect of expenses not allowed for tax purpose	0.09	-
Effect of Related to Short / (Excess) provision of IT of earlier years	0.64	2.83
<b>Total Income Tax Expenses recognised in the statement of profit and loss</b>	<b>8.89</b>	<b>12.61</b>

**Notes to financial statement for the year ended March 31, 2025**

**(Rs. in lakhs )**

**22 Capital Commitment**

Details of outstanding capital commitments are as under:

Particulars	As at March 31, 2025 Rs.	As at March 31, 2024 Rs.
Estimated amount of contracts remaining to be executed on capital account and not provided for Capital goods / Capital work in progress	Nil	Nil
Advance paid against such contracts	Nil	Nil
Remaining outstanding commitment	Nil	Nil

**23 Contingent Liabilities**

Details of contingent liabilities are as under:

Particulars	As at March 31, 2025 Rs.	As at March 31, 2024 Rs.
	Nil	Nil

**24 Segment Reporting**

The Company operates in a single segment and in line with Ind AS - 108 - "Operating Segments", which is considered to be the only reportable business segment.



**Notes to financial statement for the year ended March 31, 2025**

**25 Fair Value Measurements**

**Financial instrument by category and their fair value**

**(Rs. in lakhs )**

As at March 31, 2025	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	AmortisedCost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>								
Current Investment	-	-	-	-	-	-	-	-
Cash and Cash Equivalents	-	-	5.74	5.74	-	-	5.74	5.74
Bank balances other than (ii)	-	-	55.12	55.12	-	-	55.12	55.12
Loans - Current	-	-	2,824.36	2,824.36	-	-	2,824.36	2,824.36
Other Current Financial Assets	-	-	0.23	0.23	-	-	0.23	0.23
<b>Total Financial Assets</b>	-	-	<b>2,885.45</b>	<b>2,885.45</b>	-	-	<b>2,885.45</b>	<b>2,885.45</b>
<b>Financial Liabilities</b>								
Non - Current Borrowings	-	-	2,123.14	2,123.14	-	-	2,123.14	2,123.14
Current Borrowings	-	-	133.34	133.34	-	-	133.34	133.34
Trade Payables	-	-	2.53	2.53	-	-	2.53	2.53
<b>Total Financial Liabilities</b>	-	-	<b>2,259.01</b>	<b>2,259.01</b>	-	-	<b>2,259.01</b>	<b>2,259.01</b>

As at March 31, 2024	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	AmortisedCost	Total	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>								
Current Investment	-	-	-	-	-	-	-	-
Cash and Cash Equivalents	-	-	7.05	7.05	-	-	7.05	7.05
Bank balances other than (ii) above	-	-	51.92	51.92	-	-	51.92	51.92
Loans - Current	-	-	1,799.57	1,799.57	-	-	1,799.57	1,799.57
Other Current Financial Assets	-	-	0.23	0.23	-	-	0.23	0.23
<b>Total Financial Assets</b>	-	-	<b>1,858.77</b>	<b>1,858.77</b>	-	-	<b>1,858.77</b>	<b>1,858.77</b>
<b>Financial Liabilities</b>								
Non - Current Borrowings	-	-	1,113.47	1,113.47	-	-	1,113.47	1,113.47
Current Borrowings	-	-	140.10	140.10	-	-	140.10	140.10
Trade Payables	-	-	2.45	2.45	-	-	2.45	2.45
<b>Total Financial Liabilities</b>	-	-	<b>1,256.02</b>	<b>1,256.02</b>	-	-	<b>1,256.02</b>	<b>1,256.02</b>

The above fair value hierarchy 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 for which fair values are disclosed in the financial statements. To provide the indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments in to three levels prescribed is as under:

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices ) or indirectly (i.e. derived from prices)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

**26 Financial risk management**

The Company's activities expose it to a variety of financial risks, including credit risk, market risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same.

The Company's risk management is governed by policies and approved by the board of directors. The Company identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The Company has policies for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of non-derivative financial instruments.

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. It undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

**I Credit Risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits, and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The history of trade receivables shows a negligible provision for bad and doubtful debts. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade and other receivables and investments. The company has adopted simplified approach of ECL model for impairment.

**i) Trade Receivables:**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. The Company with various activities as mentioned above manages credit risk. An impairment analysis is performed at each reporting date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on historical data. The Company does not hold collateral as security.

**ii) Financial assets that are neither past due nor impaired**

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's assessment of credit risk about particular financial institution. None of the Company's cash equivalents, including term deposits (i.e., certificates of deposit) with banks, were past due or impaired as at each balance sheet date.

**iii) Cash and cash equivalents**

The company holds cash and cash equivalents of Rs. 5.74 lakh at March 31, 2025 (March 31, 2023: Rs. 7.05 lakh ) The cash and cash equivalents are held with bank and cash on hand.

**II Liquid Risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The level of liquidity risk is very low considering the fact that the company relies on operating cash flows and owned equity. Currently the company has borrowed funds from bank mainly for day to day business needs (i.e. Cash Credit Facilities are being availed by the company).

Further the Company manages liquidity risk by maintaining adequate reserves and banking facilities by continuously monitoring the forecasted and actual cash flows and matching the maturity profiles of financial assets and liabilities. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

**III Market Risk**

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates and commodity prices) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and commodity risk.

**a) Interest Risk**

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to the interest income and interest expenses and to manage the interest rate risk, treasury performs

a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio.

With all other variables held constant, the following table demonstrates the impact of the borrowing cost on floating rate portion of loans and borrowings and excluding loans on which interest rate swaps are taken. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's Long -term borrowings with floating interest rates. Company's treasury department monitors the interest rate movement and manages the interest rate risk based on its policies.

The exposure of the company's borrowing to interest rate changes at the end of the reporting period are as follows:

**i) Exposure to interest rate risk**

<u>Particulars</u>	<b>Year Ended March 31, 2025 Rs.</b>	<b>Year Ended March 31, 2024 Rs.</b>
Non Current Borrowings	2,123.14	1,113.47
Current Borrowings	133.34	140.10
<b>Total</b>	<b>2,256.48</b>	<b>1,253.57</b>

For details of the Company's Non Current borrowings, refer to Note 11 and 12 of these financial statement.

**ii) Interest Rate Sensitivity**

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates on Profit After Taxes. The below sensitivity does not include the impact of interest rate swap contracts which largely mitigate the risk.

<u>Particulars</u>	<b>Year Ended March 31, 2025 Rs.</b>	<b>Year Ended March 31, 2024 Rs.</b>
50bp increase would decrease the profit after tax by	8.44	4.69
50bp decrease would increase profit after tax by	(8.44)	(4.69)

<b>27</b>	<b>Due to Micro, Small and Medium Enterprise</b>		
	Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED), certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with management, outstanding dues to the Micro and Small enterprise as defined in the MSMED Act, 2006 are disclosed as below:		
	<b>Particulars</b>	<b>Year Ended March 31, 2025 Rs.</b>	<b>Year Ended March 31, 2024 Rs.</b>
	Principal amount remaining unpaid to any supplier as at the end of accounting year	-	-
	Interest due and remaining unpaid to any supplier as at the end of accounting year	-	-
	Amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
	Amount of interest due and payable for the reporting period 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 MSMED Act, 2006	-	-
	Amount of interest accrued and remaining unpaid at the end of accounting year	-	-
	Amount of further interest remaining due and payable even in 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 MSMED Act, 2006	-	-
	<b>Total</b>	-	-
<b>28</b>	<b>Capital Management:</b>		
	The Company's capital management is intended to maximise the return to shareholders and benefits for other stakeholders for meeting the long-term and short-term goals of the Company; and reduce the cost of capital through the optimization of the capital structure i.e. the debt and equity balance. The Company monitors the capital structure on the basis of maturity profile of the overall debt portfolio of the Company.		
	The gearing ratio at the end of the reporting period was as follows:		
	<b>Particulars</b>	<b>Year Ended March 31, 2025 Rs.</b>	<b>Year Ended March 31, 2024 Rs.</b>
	Debt	2,256.48	1,253.57
	Cash and bank balances	(5.74)	(7.05)
	Net debt	2,250.74	1,246.51
	Equity	626.96	603.41
	Gearing ratio	3.59	2.07

Notes to financial statement for the year ended March 31, 2025

(Rs. in Lakhs)

29	Payment to Auditors	Year Ended March 31, 2025	Year Ended March 31, 2024
		Rs.	Rs.
	Audit fees	1.84	1.47
	Taxation matters	-	-
	Out of pocket expenses	-	-
	Others	-	-
	<b>Total</b>	<b>1.84</b>	<b>1.47</b>

30 Related Party Disclosures and Their Relatives

Related Party Disclosures as required by Accounting Standard Ind AS 24 issued by Institute of Chartered Accountants of India are given below:

(i) Related Parties and Nature of Relationship

a) The Enterprises in which Key Managerial Personnel (KMP) and their relatives have significant influence:

Purple Entertainment Limited

Entities over which Key Management Personnel (KMP) or their close family members have significant influence

b) Key Management Personnel:

Chirag Kiritkumar Shah	Managing Director & CFO
Panchal Nurpesh Kiritkumari	Non-Executive Independent Director
Manjulaben Navinchandra Kothari	Non Executive Independent Director
Dimple Alkeshkumar Shah	Non Executive Independent Director
Kanak Sureshkumar Rathi	Company Secretary

(ii) Transactions during the period and balances outstanding with related parties are as under:

Transactions with related parties during the year:

(Rs. in Lakhs)

Name of related party	Nature of Transaction	Year Ended March 31, 2025	Year Ended March 31, 2024
		Rs.	Rs.
Chirag Kiritkumar Shah	Remuneration	2.40	2.40
Kanak Sureshkumar Rathi	Remuneration	1.87	1.80
Purple Entertainment Limited	Interest Income	32.52	21.54
Chirag Kiritkumar Shah	Borrowings Repaid	1.50	78.00
Purple Entertainment Limited	Loans & Advances Given	-	246.54
Purple Entertainment Limited	Loans & Advances Received	-	27.15

(iii) Balances outstanding at each reporting date

(Rs. in Lakhs)

Name of related party	Nature of Transaction	Year Ended March 31, 2025	Year Ended March 31, 2024
		Rs.	Rs.
Kanak Sureshkumar Rathi	Remuneration	-	1.90
Chirag Kiritkumar Shah	Borrowings	(96.96)	(98.46)
Purple Entertainment Limited	Loans & Advances	424.97	395.70

Note: Figures in bracket denotes credit balance.

- 31 The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- 32 The Company do not have any transactions with companies struck off.
- 33 The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- 34 The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- 35 The Company have not any such transaction which is 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
- 36 The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:**
- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- 37 The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:**
- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- 38 Subsequent Events :** Subsequent to Balance Sheet Date, there are no events occurred which require disclosure or adjustments in the financial statements.

NOTES FORMING PART OF FINANCIAL STATEMENTS					
<b>39 Trade Payables Ageing Schedule</b>					
Particulars	Outstanding as on 31st March 2025 for following periods from due date of payment				Total
	Less Than 1 Year	1-2 Year	2-3 Year	More than 3 Years	
MSME	-	-	-	-	-
Others	2.53	-	-	-	2.53
Disputed dues – MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Particulars	Outstanding as on 31st March 2024 for following periods from due date of payment				Total
	Less Than 1 Year	1-2 Year	2-3 Year	More than 3 Years	
MSME	-	-	-	-	-
Others	2.45	-	-	-	2.45
Disputed dues – MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>40 Ratios</b>					
Sr. No	Ratio	Ratio as on 31st March 2025	Ratio as on 31st March 2024	% Deviation	Reasons for variance of above 25%
<b>1 Current Ratio</b>	Current Assets				
	Current Liabilities	20.61	12.87	60.18%	Due to Increase in current assets.
<b>2 Debt-to-equity Ratio</b>	Total Debt				
	Shareholder's Equity	3.60	2.08	73.24%	Due to Increase in Borrowings.
<b>3 Debt Service Coverage Ratio</b>	Earnings available for debt service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.				-
	Debt Service = Interest & Lease Payments + Principal Repayments	120.49%	145.35%	-17.10%	
<b>4 Return on Equity Ratio</b>	Net loss after taxes – Preference Dividend (if any)				-
	Average Shareholder's Equity	3.83%	4.44%	13.81%	
<b>5 Inventory Turnover Ratio</b>	Cost of Goods Sold				-
	Average Inventory	-	-	0%	
<b>6 Receivables Turnover Ratio</b>	Net Credit Sales				-
	Avg. Accounts Receivable	-	-	0%	
<b>7 Payables Turnover Ratio</b>	Net Credit Purchases				-
	Average Trade Payables	-	-	0%	
<b>8 Net capital turnover Ratio</b>	Net Sales				-
	Working capital = Current assets – Current liabilities	-	-	0%	
<b>9 Net profit ratio</b>	Net Profit After Tax				-
	Net Sales	-	-	0%	
<b>10 Return on Capital employed Ratio</b>	Earning before interest and taxes				-
	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	5.11%	5.20%	1.79%	
<b>11 Return on investment Ratio</b>	Interest (Finance Income)				-
	Average of Loans	7.00%	7.35%	-4.78%	

Notes to financial statement for the year ended March 31, 2025																					
41	The company has not used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has not been operated throughout the year for all relevant transactions recorded in the software. Additionally, the audit trail of prior year(s) has not been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.																				
42	Approval of the Financial Statements: The Financial Statements were approved for issue by the board of directors on May 30, 2025.																				
43	Previous year's figures have been regrouped/re-arranged/recasted, wherever necessary, so as to make them comparable with current year's figures.																				
<p>As per our report of even date attached.</p> <table> <tr> <td> <b>For, H S K &amp; CO LLP</b>  <b>Chartered Accountants</b>  <b>FRN: 117014W/W100685</b>    <b>SD/-</b>  <b>CA. Sudhir S. Shah</b>  <b>Partner</b>  <b>M. No. 115947</b>  <b>UDIN: 25115947BMKZNX9168</b>  <b>Place : Ahmedabad</b>  <b>Date : May 30, 2025</b> </td><td> <b>For and on behalf of Board of Directors</b>    <table> <tr> <td><b>SD/-</b></td><td><b>SD/-</b></td></tr> <tr> <td><b>CHIRAG K SHAH</b></td><td><b>DIMPLE SHAH</b></td></tr> <tr> <td><b>Managing Director</b></td><td><b>Director</b></td></tr> <tr> <td><b>DIN: 08111288</b></td><td><b>DIN: 09264261</b></td></tr> <tr> <td><b>SD/-</b></td><td></td></tr> <tr> <td><b>Company Secretary</b></td><td></td></tr> <tr> <td><b>KANAK SURESHKUMAR RATHI</b></td><td></td></tr> <tr> <td><b>Place : Ahmedabad</b></td><td></td></tr> <tr> <td><b>Date : May 30, 2025</b></td><td></td></tr> </table> </td></tr> </table>		<b>For, H S K &amp; CO LLP</b> <b>Chartered Accountants</b> <b>FRN: 117014W/W100685</b>  <b>SD/-</b> <b>CA. Sudhir S. Shah</b> <b>Partner</b> <b>M. No. 115947</b> <b>UDIN: 25115947BMKZNX9168</b> <b>Place : Ahmedabad</b> <b>Date : May 30, 2025</b>	<b>For and on behalf of Board of Directors</b>  <table> <tr> <td><b>SD/-</b></td><td><b>SD/-</b></td></tr> <tr> <td><b>CHIRAG K SHAH</b></td><td><b>DIMPLE SHAH</b></td></tr> <tr> <td><b>Managing Director</b></td><td><b>Director</b></td></tr> <tr> <td><b>DIN: 08111288</b></td><td><b>DIN: 09264261</b></td></tr> <tr> <td><b>SD/-</b></td><td></td></tr> <tr> <td><b>Company Secretary</b></td><td></td></tr> <tr> <td><b>KANAK SURESHKUMAR RATHI</b></td><td></td></tr> <tr> <td><b>Place : Ahmedabad</b></td><td></td></tr> <tr> <td><b>Date : May 30, 2025</b></td><td></td></tr> </table>	<b>SD/-</b>	<b>SD/-</b>	<b>CHIRAG K SHAH</b>	<b>DIMPLE SHAH</b>	<b>Managing Director</b>	<b>Director</b>	<b>DIN: 08111288</b>	<b>DIN: 09264261</b>	<b>SD/-</b>		<b>Company Secretary</b>		<b>KANAK SURESHKUMAR RATHI</b>		<b>Place : Ahmedabad</b>		<b>Date : May 30, 2025</b>	
<b>For, H S K &amp; CO LLP</b> <b>Chartered Accountants</b> <b>FRN: 117014W/W100685</b>  <b>SD/-</b> <b>CA. Sudhir S. Shah</b> <b>Partner</b> <b>M. No. 115947</b> <b>UDIN: 25115947BMKZNX9168</b> <b>Place : Ahmedabad</b> <b>Date : May 30, 2025</b>	<b>For and on behalf of Board of Directors</b>  <table> <tr> <td><b>SD/-</b></td><td><b>SD/-</b></td></tr> <tr> <td><b>CHIRAG K SHAH</b></td><td><b>DIMPLE SHAH</b></td></tr> <tr> <td><b>Managing Director</b></td><td><b>Director</b></td></tr> <tr> <td><b>DIN: 08111288</b></td><td><b>DIN: 09264261</b></td></tr> <tr> <td><b>SD/-</b></td><td></td></tr> <tr> <td><b>Company Secretary</b></td><td></td></tr> <tr> <td><b>KANAK SURESHKUMAR RATHI</b></td><td></td></tr> <tr> <td><b>Place : Ahmedabad</b></td><td></td></tr> <tr> <td><b>Date : May 30, 2025</b></td><td></td></tr> </table>	<b>SD/-</b>	<b>SD/-</b>	<b>CHIRAG K SHAH</b>	<b>DIMPLE SHAH</b>	<b>Managing Director</b>	<b>Director</b>	<b>DIN: 08111288</b>	<b>DIN: 09264261</b>	<b>SD/-</b>		<b>Company Secretary</b>		<b>KANAK SURESHKUMAR RATHI</b>		<b>Place : Ahmedabad</b>		<b>Date : May 30, 2025</b>			
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<b>Date : May 30, 2025</b>																					



## **ANNEXURE I**

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

<b>KANUNGO FINANCIERS LIMITED</b>				
<b><u>Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2025</u></b>				
[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
(Amount in Rupees Lakhs)				
<b>I.</b>	<b>SL No.</b>	<b>Particulars</b>	<b>Audited Figures (as reported before adjusting for qualifications)</b>	<b>Adjusted Figures (audited figures after adjusting for qualifications)</b>
	1.	Turnover / Total income	161.79	161.79
	2.	Total Expenditure	129.35	129.35
	3.	Net Profit/(Loss)	23.55	23.55
	4.	Earnings Per Share	0.51	0.51
	5.	Total Assets	2890.36	2890.36
	6.	Total Liabilities	2263.4	2263.4
	7.	Net Worth	626.96	626.96
	8.	Any other financial item(s) (as felt appropriate by the management)		

<b>II.</b>	<p><b><u>Audit Qualification (each audit qualification separately):</u></b></p> <p>a. Details of Audit Qualification: N.A.</p> <p>b. Type of Audit Qualification: N.A.</p> <p>c. Frequency of qualification: N.A.</p> <p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: N.A.</p> <p>e. For Audit Qualification(s) where the impact is not quantified by the auditor: N.A.</p> <p>(i) Management's estimation on the impact of audit qualification:</p> <p>(ii) If management is unable to estimate the impact, reasons for the same:</p> <p>(iii) Auditors' Comments on (i) or (ii) above</p>
<b>III.</b>	<p><b><u>Signatories:</u></b></p> <p><b>For, KANUNGO FINANCIERS LIMITED</b></p> <div style="display: flex; justify-content: space-between;"> <div style="text-align: center;"> <p>S/d</p> <p><b>CHIRAG SHAH</b>  <b>MANAGING DIRECTOR</b>  <b>DIN: 08111288</b></p> </div> <div style="text-align: center;"> <p>S/d</p> <p><b>DIMPLE SHAH</b>  <b>DIRECTOR</b>  <b>DIN:08184985</b></p> </div> </div> <div style="text-align: center;"> <p>S/d</p> <p><b>SUDHIR S. SHAH</b>  <b>H S K &amp; CO. LLP</b>  <b>CHARTERED ACCOUNTANTS</b></p> </div> <p><b>Place: AHMEDABAD</b>  <b>Date: 30-05-2025</b></p>

### **ATTENDANCE SLIP**

I/We.....R/o..... hereby record my/our presence at the Annual General Meeting of the Company on Friday, 26<sup>th</sup> September, 2025 at 12.00 P.M. at B/7, 'B' WING, 5TH FLOOR, AJANTA COMMERCIAL CENTER INCOME TAX, ASHRAM ROAD, AHMEDABAD 380009

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

\* Applicable for investors holding shares in electronic form.

Signature of shareholder(s)/proxy

Note:

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
3. Electronic copy of the Annual Report for 2025 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
4. Physical copy of the Annual Report for 2025 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

**Proxy form**

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

**CIN: L65100GJ1982PLC086450**

Name of the Company: **KANUNGO FINANCIERS LTD**

Registered office: **B/7, 'B' WING, 5TH FLOOR, AJANTA COMMERCIAL CENTER INCOME TAX, ASHRAM ROAD, AHMEDABAD 380009**

**NAME OF THE MEMBER(S):**

**REGISTERED ADDRESS:**

**E-MAIL ID:**

**FOLIO NO/ CLIENT ID:**

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

1. Name: .....

Address:

E-mail Id:

Signature: ....., or failing him

2. Name: .....

Address:

E-mail Id:

Signature: .....,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of members of the Company, to be held on 26<sup>th</sup> September, 2025 at 12:00 P.M. at the registered office of the Company, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

- 1) To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2025 and Balance sheet as at that date together with Directors Report and Auditors Report thereon
- 2) To appoint Mrs. Khushbu Trivedi, Proprietor of M/s. Khushbu Trivedi & Associates, Practicing Company Secretary as Secretarial Auditor of the company for the period of Five years
- 3) To Regularize the appointment of additional Executive Director Mr. Mahendra Kumar Jagdeesh Patel (DIN: 10782956)

Signed this ..... day of..... 2025

Affix Revenue  
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

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