

**KIRAN VYAPAR**  
LIMITED

05.09.2020

To  
The General Manager,  
**BSE Limited**  
Department of Corporate Services  
Floor 25, P.J. Towers, Dalal Street  
Mumbai – 400 001  
BSE Scrip Code: 537750

The Secretary,  
The Calcutta Stock Exchange Ltd.  
7, Lyons Range  
Kolkata – 700001  
CSE Scrip Code: 10021383

**Sub: 24<sup>th</sup> Annual Report for Financial Year 2019-20 under Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

Dear Sir/ Madam,

Pursuant to Regulation 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, enclosed find herewith Annual Report along with Notice of 24<sup>th</sup> Annual General Meeting for the Financial Year 2019-20 of the Company to be held on Monday, 28<sup>th</sup> September, 2020 through Video Conferencing/ Other Audio Visual Means (“VC/OAVM”).

A copy of the Annual Report of the Company for the financial year ended 31st March, 2020 along with Notice of 24<sup>th</sup> Annual General Meeting is also available on the website of the company at [www.lnbgroupp.com](http://www.lnbgroupp.com).

This is for your information and records.

Thanking you

Yours Faithfully,  
For Kiran Vyapar Limited

Pradip Kumar Ojha  
(Company Secretary)



**LN BANGUR GROUP OF COMPANIES**

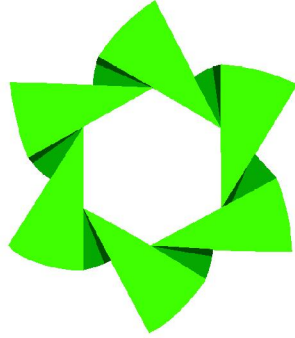
**CORPORATE ADDRESS**

3<sup>rd</sup> Floor, Uptown Banjara, Road No 3, Banjara Hills, Hyderabad  
500 034, India L : +91 40 47861111 F : +91 40 23553358

**REGISTERED OFFICE**

7, Munshi Premchand Sarani, Hastings, Kolkata - 700 022,  
West Bengal, India L: +91 33 22230016 / 18 | F: +91 33 2223156  
Email: [kvl@lnbgroupp.com](mailto:kvl@lnbgroupp.com)





**KIRAN VYAPAR**  
LIMITED

**24th ANNUAL REPORT**  
**2019-2020**



## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. Lakshmi Niwas Bangur	- Chairman
Mr. Shreeyash Bangur	- Managing Director
Ms. Sheetal Bangur	- Director
Mr. Amitav Kothari	- Independent Director
Mr. Bhaskar Banerjee	- Independent Director
Mr. Rajiv Kapasi	- Independent Director

### KEY MANAGERIAL PERSONNEL

Mr. Shreeyash Bangur	- Managing Director
Mr. Ajay Sonthalia	- Chief Financial Officer
Mr. Pradip Kumar Ojha	- Company Secretary

### CORPORATE OFFICE

3rd Floor, Uptown Banjara  
Road No. 3, Banjara Hills  
Hyderabad - 500 034

### REGISTERED OFFICE

7, Munshi Premchand Sarani  
Hastings  
Kolkata - 700 022

### STOCK EXCHANGES

BSE Limited, Mumbai  
The Calcutta Stock Exchange Limited, Kolkata

### REGISTRAR & SHARE TRANSFER AGENT

Maheshwari Datamatics Pvt. Ltd.  
23, R. N Mukherjee Road, Kolkata - 700 001  
E.mail : mdpldc@yahoo.com

### BANKERS

HDFC Bank Ltd.  
UCO Bank  
Kotak Mahindra Bank Ltd.  
ICICI Bank Ltd.

### STATUTORY AUDITORS

M/s. Walker Chandiook & Co. LLP  
Chartered Accountant

### INTERNAL AUDITORS

M/s. Lakhotia & Co.  
Chartered Accountants

### KEY COMMITTEES OF THE BOARD

#### AUDIT COMMITTEE

Mr. Amitav Kothari	- Chairman
Mr. Lakshmi Niwas Bangur	- Member
Mr. Bhaskar Banerjee	- Member
Mr. Rajiv Kapasi	- Member

#### STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Bhaskar Banerjee	- Chairman
Mr. Lakshmi Niwas Bangur	- Member
Mr. Rajiv Kapasi	- Member

#### NOMINATION AND REMUNERATION COMMITTEE

Mr. Bhaskar Banerjee	- Chairman
Mr. Lakshmi Niwas Bangur	- Member
Mr. Rajiv Kapasi	- Member

#### CSR COMMITTEE

Mr. Lakshmi Niwas Bangur	- Chairman
Mr. Bhaskar Banerjee	- Member
Mr. Shreeyash Bangur	- Member

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## NOTICE

Notice is hereby given that the 24th (Twenty Fourth) Annual General Meeting of the Members of KIRAN VYAPAR LIMITED will be held on Monday, the 28th day of September, 2020 at 12:30 P.M., Indian Standard Time ("IST"), through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") to transact the following businesses:

### ORDINARY BUSINESS

1. To receive, consider and adopt:
  - a. The Annual Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2020 including the Audited Balance Sheet as at 31st March, 2020 and Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon; and
  - b. The Annual Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2020 including the Audited Balance Sheet as at 31st March, 2020 and Statement of Profit & Loss for the year ended on that date and the Report of the Auditors thereon.
2. To declare dividend on Equity Shares for the financial year ended 31st March, 2020.
3. To appoint a director in place of Ms. Sheetal Bangur (DIN:00003541), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.
4. To appoint M/s. Walker Chandio & Co. LLP, Chartered Accountants, bearing Registration No. 001076N/N500013, as Statutory Auditors of the Company for a 2nd term of 5 (five) consecutive years i.e. from the conclusion of the ensuing 24th Annual General Meeting till the conclusion of the 29th Annual General Meeting of the Company and to authorize the Board of Directors to fix their remuneration and in this regard 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 Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s Walker Chandio & Co LLP (Firm Registration. No. 001076N/N500013), be and are hereby re-appointed as Statutory Auditors of the Company from the conclusion of the ensuing 24th Annual General Meeting till the conclusion of the 29th Annual General Meeting of the Company, to examine and audit the accounts of the Company, on such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Statutory Auditors and duly approved by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and are hereby authorized to do all such acts, deeds and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

### SPECIAL BUSINESS

5. To approve private placement of Non-Convertible Debentures;

To consider and, if thought fit, to pass with or without modification, the following resolution as **SPECIAL RESOLUTION**

**"RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, and subject to all the applicable laws, regulations, directions, circulars, notifications, clarifications prescribed by SEBI, RBI or Government of India, from time to time, including but not limited to SEBI (Issue and Listing of Debt Securities) Regulations, 2008 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), RBI Master Directions on Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016, and subject to the provisions of the Articles of Association of the Company, approval of the members be and is hereby accorded to the Board of Directors of the Company to offer or invite subscriptions for listed/unlisted, secured / unsecured redeemable non-convertible debentures, in one or more series / tranches, of the aggregate nominal value up to Rs. 300 crore (Rupees Three Hundred Crore Only), on private placement, from such persons and on such terms and conditions as the Board of Directors of the Company may, from time to time, determine and consider proper and most beneficial to the Company including, without limitation, as to when the said debentures are to be issued, the face value of debentures to be issued, the consideration for the issue, mode of payment, coupon rate, redemption period, utilization of the issue proceeds and all matters connected therewith or incidental thereto and that the amount that shall be raised as aforesaid shall be within the overall borrowing limits of the Company as may be approved by the Members from time-to-time;

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

**By order of the Board of Directors  
For Kiran Vyapar Limited**

**Place : Kolkata  
Date : 15.06.2020**

**(Pradip Kumar Ojha)  
Company Secretary**

**NOTES:**

1. In view of the outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 20/2020 dated 5th May, 2020, read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 (collectively referred to as “said Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the Shareholders at a common venue.

Accordingly, in compliance with the applicable provisions of the Companies Act, 2013 (“Act”) read with the said Circulars and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Company has decided to convene its ensuing 24th AGM through VC/OAVM and the Shareholders can attend and participate in the ensuing AGM through VC/OAVM. However, for the purpose of technical compliance of the provisions of section 96(2) of the Companies Act, 2013, the venue of the AGM shall be deemed to be the Registered Office of the Company at 7, Munshi Premchand Sarani, Hastings, Kolkata - 700 022.

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. However, since this AGM is being held through VC/OAVM, whereby physical attendance of Shareholders has been dispensed with and in line with the said Circulars read with Circular No. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 (“said SEBI Circular”) issued by the Securities and Exchange Board of India (“SEBI”), the facility to appoint a proxy to attend and cast vote for the shareholder is not made available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Institutional / Corporate Shareholders (i.e. other than Individuals / HUF, NRI, etc.) are requested to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution / Authorization etc., authorizing its representative to attend the AGM through VC /OAVM on its behalf and to cast vote through remote e-voting as well as vote at the AGM. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [voting@vinodkothari.com](mailto:voting@vinodkothari.com).
4. The facility for Shareholders to join the AGM in the VC/OAVM mode will be kept open to join 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting. The Shareholders can join the AGM by following the procedure mentioned herein below in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 Shareholders on ‘first come first serve’ basis. This will not include large Shareholders (i.e. Shareholders holding 2% or more), Promoters, Directors, Key Managerial Personnel, the Chairperson(s) of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of ‘first come first serve’ basis.
5. The attendance of the Shareholders attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the members during the Annual General Meeting.
7. In view of the outbreak of the COVID-19 pandemic, due to difficulties involved in dispatching of physical copies of the Annual Report and in line with the said Circulars issued by the MCA and said SEBI Circular, the Annual Report for the financial year ended 31st March, 2020 consisting of financial statements including Board’s Report, Auditors’ Report and other documents required to be attached therewith including Notice of the 24th AGM of the Company inter alia indicating the process and manner of e-voting is being sent only by email, to all the Shareholders whose email IDs are registered with the Company/Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled.

Members may also note that the Notice of the 24th AGM and the Annual Report 2019-2020 will also be available on the Company's website [www.lnbgroupp.com/kiran](http://www.lnbgroupp.com/kiran) and website of the Stock Exchanges i.e BSE Ltd. at [www.bseindia.com](http://www.bseindia.com) and The Calcutta Stock Exchange Ltd. at [www.cse-india.com](http://www.cse-india.com). The Notice of the AGM shall also be available on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

8. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts concerning each item of special business to be transacted at the meeting is annexed hereto and forms part of the Notice.
9. In case of joint holders attending the Meeting, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
10. Information to Members pursuant to Regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Secretarial Standard on General Meeting (SS-2) in respect of Director seeking re-appointment at the Annual General Meeting is furnished as **Annexure-A** to the Notice.
11. The Register of Members and Share Transfer Books of the Company will remain closed from **22nd September, 2020 to 28th September, 2020 (both days inclusive)** for determining the name of members eligible for dividend on equity shares, if declared at the Meeting.
12. The Dividend, as recommended by the Board, if declared at the Annual General Meeting will be paid **on or after 28th September 2020** to those Members whose names stand registered on the Company's Register of Members—
  - a) as Beneficial Owners as at **21st September, 2020** as per the list to be furnished by National Securities Depository Services Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) in respect of shares held in electronic form; and
  - b) as Members in the Register of Members of the Company on or before **21st September, 2020** in respect of Shares held in physical form.
13. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source ("TDS") from dividend paid to shareholders at the prescribed rates in the Income Tax Act, 1961 ("the IT Act"). For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. In general, to enable compliance with TDS requirements, the shareholders are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act with their Depository Participants (in case of shares held in demat mode). Members holding shares in physical form can submit such details by sending an email to the Registrar & Share Transfer Agent (RTA) of the Company at [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form)
  - a. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source at [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form). Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.
  - b. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by submitting at [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form)
14. Members holding Shares of the Company in physical form through multiple folios in identical names or joint accounts in the same order of names are requested to consolidate their shareholding into single folio, by sending their original share certificates along with a request letter to consolidate their shareholding into one single folio, to the Registrar & Share Transfer Agent of the Company.
15. In all correspondence with the Company/Registrar & Share Transfer Agent, Members are requested to quote their Folio Number and in case their shares are held in the dematerialized form, they must quote their DP ID and Client ID Number.
16. Members who have not registered their email address so far, are requested to register their email address for receiving all communications from the Company electronically with RTA at email id [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form).
17. Members holding shares in physical form are requested to intimate change in their registered address mentioning full address in block letters with Pin code of the Post office, mandate, bank particulars and Permanent Account Number (PAN) to the Company's Registrar and Share Transfer Agent ('RTA') at email id [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form) and in case of members holding their shares in electronic form, this information should be given to their Depository Participants immediately.
18. National Electronic Clearing Service (NECS):
  - (a) SEBI vide its Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018 has mandated that for

making dividend payments, companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer etc. The Company and its Registrar and Share Transfer Agent are required to seek relevant bank details of shareholders from depositories/ investors for making payment of dividends in electronic mode. Further, pursuant to recent General Circular 20/2020 dated 5th May, 2020 companies are directed to credit the dividend of the shareholders directly to the bank accounts of the shareholders using Electronic Clearing Service. Accordingly, Members are requested to provide or update (as the case may be) their bank details with the respective depository participant for the shares held in dematerialized form and with the Registrar & Share Transfer Agent in respect of shares held in physical form at email id [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form). In case of non-availability or non-updation of bank account details of the shareholders, the Company shall ensure payment of dividend to such shareholder(s) post normalization of postal services in the Country.

- (b) To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company has provided National Electronic Clearing Service (NECS) facility to the Members for remittance of dividend. NECS facility is available at locations identified by Reserve Bank of India from time to time. Members holding shares in physical form and desirous of availing this facility are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFS Code), along with their Folio Number, to the Company's Registrar and Share Transfer Agent ('RTA'), M/s Maheshwari Datamatics Private Limited at email id [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form). Members holding shares in electronic form are requested to provide the details to their respective Depository Participants.
- (c) Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its RTA cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.
19. Members holding shares in physical form, desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 and Rules made thereunder are requested to submit the prescribed Form No. SH-13 (Nomination Form) or SH-14 (Cancellation or Variation of Nomination), as applicable for the purpose, to the RTA of the Company i.e. M/s. Maheshwari Datamatics Private Limited, 23, R.N. Mukherjee Road, 5th Floor, Kolkata – 700 001 at [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com). Members holding shares in demat form may contact their respective Depository Participant for recording Nomination in respect of their shares.
20. The Company has entered into necessary arrangement with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable the Members to dematerialize their shareholding in the Company for which they may contact the Depository Participant of either of the above Depositories. In terms of Regulation 40 of the Listing Regulations, listed companies are not allowed to process a request of transfer of shares held in physical form. Accordingly, Members, who have not dematerialised their shares as yet, are advised to have their shares dematerialised to avail the benefits of paperless trading as well as easy liquidity as the trading in shares of the Company is under compulsory dematerialised form.
21. To support the green initiative, the Members who have not registered their email addresses are requested to register the same with the Company's RTA at email id [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form).
22. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their respective Depository Participants. Members holding shares in physical form are requested to submit their PAN details to the Company or its RTA at email id [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form).

Pursuant to Regulation 12 along with Schedule I of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, all Companies shall mandatorily use any of the electronic mode of payment facility approved by the Reserve Bank of India for making payments such as Dividend to the Members (where core banking details are available) or to print the bank account details of the members (as per the Company's records) on the physical payment instruments (in case where the core banking details are not available or electronic payment instructions have failed or rejected by the Bank) or to print the address of the member on such payment instructions (in case where the bank details of investors are not available).

Hence, the Members are requested to furnish/update their bank account name & branch, bank account number and account type along with other core banking details such as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code) etc. at the earliest with:

- (a) The respective Depository Participants (DP) (in case of the shares held in Electronic Mode) or;
- (b) The Registrar & Share Transfer Agents of the Company (RTA) at email id [mdpldc@yahoo.com](mailto:mdpldc@yahoo.com) Or click on the following link : [mdpl.in/form](http://mdpl.in/form)

23. Members desirous of obtaining any relevant information with regard to the accounts of the Company at the Meeting are requested to send their requests to the Company at least 7 (seven) days before the date of the meeting, so as to enable the Company to keep the information ready at the Meeting.
24. Pursuant to the provisions of Section 124 of the Companies Act, 2013 dividends that are unpaid / unclaimed for a period of seven years from the date they became due for payment are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) administered by the Central Government. Pursuant to the provisions of IEPF Rules 2016, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on 9th September, 2019 (date of the last Annual General Meeting) on the website of the Company viz., [www.lnbgroupp.com/kiran](http://www.lnbgroupp.com/kiran) and on the website of the Ministry of Corporate Affairs. Members who have a valid claim to any of the unpaid or unclaimed dividends are requested to lodge their claim with the Share Department of the Company at its Registered Office.

Given below is the date of declaration of dividend and corresponding date when unpaid/unclaimed dividend are due for transfer to IEPF:

Financial Year	Date of Declaration of Dividend	Due Date for transfer to IEPF
2013-2014	10.09.2014	10.09.2021
2014-2015	30.09.2015	30.09.2022
2015-2016	27.09.2016	27.09.2023
2016-2017	14.09.2017	14.09.2024
2017-2018	14.09.2018	14.09.2025
2018-2019	09.09.2019	09.09.2026

25. Since the AGM will be held through VC/OAVM facility, the Route Map is not annexed to this Notice.

**26. Voting through electronic means**

- (a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 w.e.f 19th March, 2015, Clause 7.2 of Secretarial Standard on General Meeting (SS-2) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and MCA Circulars and SEBI Circulars the Company is pleased to provide to its members the facility of voting by electronic means in respect of the business to be transacted at the AGM. For this purpose the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- (b) Shareholders, who will be present at the AGM through VC/OAVM facility and who had not cast their vote by remote e-voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- (C) The instructions for shareholders voting electronically are as under:
- (i) The remote e-voting period begins on **25th September, 2020 at 10:00 A.M.** and ends on **27th September, 2020 at 5:00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **21st September, 2020**, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted through remote e-voting prior to the meeting date would not be entitled to vote during the meeting through VC/OAVM .
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iv) Click on Shareholders.
  - (v) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.



- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form 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>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence 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>

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for “KIRAN VYAPAR LIMITED” on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) 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.
- (xix) Shareholders can also cast their vote using CDSL’s mobile app “m-Voting” . The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote voting on your mobile.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE E.MAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

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 RTA on email id mdpldc@yahoo.com.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to RTA on email id mdpldc@yahoo.com.

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

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / I Pads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request from **22nd September, 2020 to 25th September, 2020** mentioning their name, demat account number/folio number, email id, mobile number at [kv1@lnbgroup.com](mailto:kv1@lnbgroup.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days** prior to meeting mentioning their name, demat account number/folio number, e.mail id, mobile number at [kv1@lnbgroup.com](mailto:kv1@lnbgroup.com) These queries will be replied to by the company suitably by e.mail.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

**(xx) Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e.mailed 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- 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 at [voting@vinodkothari.com](mailto:voting@vinodkothari.com) and to the Company at the e.mail address viz; [kv1@lnbgroup.com](mailto:kv1@lnbgroup.com) (designated e.mail 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.

(xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

## KIRAN VYAPAR LIMITED

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542.

- (d) The voting shall be reckoned in proportion to a Member's share of voting rights on the paid up equity share capital of the Company as on the cut-off date of **21st September, 2020**. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- (e) The Board of Directors of the Company at their meeting held on, 15th June 2020 has appointed, M/s. Vinod Kothari & Company, Practicing Company Secretaries as the Scrutinizer to scrutinize the remote e-voting and e-voting at the Annual General Meeting in fair and transparent manner.
- (f) During the AGM, The Chairman shall formally propose to the Members participating through VC/ OAVM Facility to vote on the resolutions as set out in the Notice of the AGM, if already not voted through remote e.voting. Voting at the AGM shall be kept open for a period of 30 minutes after the AGM ends.
- (g) Scrutinizer shall, after the 30 minutes of conclusion of the Meeting will unblock the votes cast during the meeting and through remote e-voting in the presence of at least two witnesses not in the employment of the Company and within a period not exceeding 48 hours from the conclusion of the Meeting make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and submit the same to the Chairman of the Company or any other person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- (h) The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.inbgroup.com/kiran](http://www.inbgroup.com/kiran) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) and shall also be displayed on the Notice Board of the company at its Registered Office as well as Corporate Office. Further, immediately after the declaration of result by the Chairman or a person authorized by him in writing shall communicate to BSE Limited and The Calcutta Stock Exchange Limited.

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

Pursuant to Section 102 of the Companies Act, 2013 ('the Act'), the following Explanatory Statement sets out all material facts relating to the businesses mentioned under Item No. 5 of the accompanying Notice dated 15th June, 2020.

The Company is a Non- Banking Financial Company (Non Deposit Taking and Systemically Important Company) registered with the Reserve Bank of India. The lending book of the Company consists of diversified products, customer segments, geographies and varying tenors (Short Term and Long Term).

The Board may, at an appropriate time, consider offering or inviting subscriptions for listed/ unlisted, secured/ unsecured redeemable non-convertible debentures, in one or more series / tranches, on private placement, issuable / redeemable at par, in order to augment long-term resources for meeting the business requirements and for general corporate purposes.

Section 71 of the Act which deals with the issuance of debentures read with Section 42 of the Act which deals with the offer or invitation for subscription of securities of a company on private placement and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 provide that a company which intends to make a private placement of its non-convertible debentures, shall, before making an offer or invitation for subscription, obtain approval of its shareholders by means of a special resolution. It shall be sufficient if the company passes a special resolution only once in a year for all the offers or invitations for such non-convertible debentures during the year.

Keeping in view the above, consent of the members is sought for passing the Special Resolution as set out at Item No. 5 of the Notice. This enabling resolution authorises the Board of Directors of the Company to offer or invite subscription for redeemable non-convertible debentures, as may be required by the Company, from time to time and as set out herein, for a period of one year from the date of passing this resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, set out at Item No. 5 of the Notice.

The Board commends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

**By order of the Board of Directors  
For Kiran Vyapar Limited**

**Place : Kolkata  
Date : 15.06.2020**

**(Pradip Kumar Ojha)  
Company Secretary**

## ANNEXURE – ‘A’

Details of directors seeking appointment/ re-appointment at the ensuing Annual General Meeting as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Secretarial Standard – 2 are as follows:

<b>Name</b>	Ms. Sheetal Bangur
<b>Date of Birth</b>	17.12.1973
<b>DIN</b>	00003541
<b>Qualification</b>	Post Graduate in Commerce and Business Administration
<b>Date of Appointment</b>	27.03.2015
<b>Expertise in Specific functional areas</b>	Industrialist
<b>Terms and condition of appointment/ re-appointment</b>	Director liable to retire by rotation and eligible for re-appointment
<b>Remuneration last drawn by such person, if applicable (in Lacs)</b>	Rs. 2.90 Lacs (Sitting Fees and Non-Executive Directors Commission)
<b>List of Directorship held excluding alternate directorship</b>	<ol style="list-style-type: none"> <li>1. Placid Limited</li> <li>2. Apurva Export Private Limited</li> <li>3. Samay Industries Limited</li> <li>4. Amalgamated Development Limited</li> <li>5. Eminence Cropfield Private Limited</li> <li>6. LNB Renewable Energy Private Limited</li> <li>7. LNB Solar Energy Private Limited</li> <li>8. LNB Wind Energy Private Limited</li> <li>9. Palimarwar Solar House Private Limited</li> <li>10. Palimarwar Solar Project Private Limited</li> <li>11. Jagatguru Greenpark Private Limited</li> <li>12. The Kishore Trading Company Limited</li> </ol>
<b>Chairman /Member of the Committees of the Board</b>	Nil
<b>Chairman / Member of the Committees of the Board of Directors of the Other Companies</b>	Nil
<b>Shareholding in the Company</b>	28888
<b>No of Board Meetings attended till date during Financial Year 2019-2020</b>	2
<b>Relationship with other Directors</b>	Daughter of Shri Lakshmi Niwas Bangur and Sister of Mr. Shreyash Bangur

## TO THE MEMBERS

Your Directors have pleasure in presenting their 24th Annual Report on the business and operations of the Company and the Audited Financial Statements for the Financial Year ended 31st March, 2020.

## 1. Financial Performance of the Company

(₹ in Lacs)

Particulars	Standalone		Consolidated	
	2019-20	2018-19	2019-20	2018-19
Total Income	3137.79	5357.24	5967.00	10150.02
Total Expenses	1455.44	3025.83	4570.14	7658.47
Profit before share of profit in Associates	-	-	1396.86	2491.55
Share of Profit of Associates(net)	-	-	(1483.75)	250.15
<b>Profit Before Tax</b>	<b>1682.35</b>	<b>2331.41</b>	<b>(86.89)</b>	<b>2741.70</b>
Tax Expenses	727.67	923.39	709.77	371.02
<b>Profit for the year</b>	<b>954.68</b>	<b>1408.02</b>	<b>(796.66)</b>	<b>2370.68</b>
<b>Other Comprehensive Income</b>	<b>(3246.65)</b>	<b>350.14</b>	<b>(10968.96)</b>	<b>(2251.36)</b>
<b>Total Comprehensive Income</b>	<b>(2291.97)</b>	<b>1758.16</b>	<b>(11765.62)</b>	<b>119.32</b>
<b>Appropriations:</b>				
Profit for the year	954.68	1408.02	(796.66)	2370.68
Balance brought forward	46397.50	45962.41	64458.41	63344.06
<b>Amount Available for Appropriations</b>	<b>47352.18</b>	<b>47370.43</b>	<b>63661.75</b>	<b>65714.74</b>
Dividend Paid	682.11	648.00	674.53	647.98
Tax on Dividend	1.46	-	140.21	133.62
Transfer to Statutory Reserve	190.94	319.64	156.27	360.30
Impairment Reserve	23.28	-	23.28	-
Minority Interest	-	-	24.64	106.77
Re-measurement of defined benefit plans (net)	1.69	5.29	3.74	7.66
<b>Balance carried forward</b>	<b>46452.70</b>	<b>46397.50</b>	<b>62640.76</b>	<b>64458.41</b>

## a) Consolidated operations

Revenue from the consolidated operations of the Company for the year ended 31st March, 2020, was Rs. 5935.95 Lacs. It is 41.05 per cent lower than Rs. 10070.17 Lacs in the previous year. Overall operational expenses for the year was Rs. 4570.14 Lacs against Rs. 7658.47 Lacs in the previous year. Loss for the year 2019-20 was Rs. 796.66 Lacs as compared to Profit for the year 2018-19 of Rs. 2370.68 Lacs; mainly due to the adverse impact of Covid-19 pandemic on the financial and capital markets thereby impacting the overall performance of the Company during the year 2019-20.

## b) Standalone operations

Revenue from the standalone operations of the Company for the year was Rs. 3117.32 Lacs. It is 41.75 percent lower than Rs. 5351.87 Lacs in the previous year. Overall operational expenses for the year was Rs. 1455.44 Lacs, against Rs. 3025.83 Lacs in the previous year. Profit after tax for the year 2019-20 stood at Rs. 954.68 Lacs as compared to Profit for the year 2018-19 of Rs. 1408.02 Lacs; mainly due to the adverse impact of Covid-19 pandemic on the financial and capital markets thereby impacting the overall performance of the Company during the year 2019-20.

The Capital to Risk Assets Ratio (CRAR) of your Company stood at 82.09 per cent as on March 31, 2020, well above the regulatory minimum level of 15 per cent prescribed by the Reserve Bank of India for Systemically Important Non-Deposit Taking NBFCs (NBFCs- ND-SI). Of this, the Tier I CRAR was 81.81 per cent.

**c) Basis of preparations of financial statements**

These standalone financial statements has been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time ('Ind AS') along with other relevant provisions of the Act; the Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 ('the NBFC Master Directions') issued by RBI (as amended) and the regulatory guidance on implementation of Ind AS as notified by the RBI vide notification dated 13 March 2020.

The Guidance Note on Division III - Schedule III to the Companies Act. 2013 issued by the Institute of Chartered Accountants of India ("ICAI") has been followed insofar as they are not inconsistent with any of these Directions.

These standalone financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these standalone financial statements.

The Company has complied with all the norms prescribed by the Reserve Bank of India (RBI) including the Fair practices, Anti Money Laundering and Know Your Customer (KYC) guidelines.

**2. BRIEF DESCRIPTION OF THE COMPANY'S AFFAIRS**

Your Company is a Non-Banking Financial Company - Systemically Important Non-Deposit taking Company registered with the Reserve Bank of India. The Business model of the Company comprises of Lending and Acquisition / Investments in Shares and Securities including Mutual Funds etc.

**3. IMPACT OF COVID-19 PANDEMIC**

COVID-19, a global pandemic has affected the world economy including India, leading to significant decline and volatility in financial markets and decline in economic activities. The national lockdown announced on 23rd March 2020 affected activities of organizations across the economic ecosystem, impacting earning prospects and valuations of companies and creating huge volatility in the stock markets. As a result, the Company's business is likely to be impacted by lower lending opportunities and decline in carrying value of investments, thereby impacting profitability. The impact of COVID-19 on Company's financial statements remain uncertain and dependent on extent of spread of the pandemic, steps taken by the Government and central bank to mitigate the economic impact, steps taken by the Company and its Investee Companies and the time it takes for economic activities to resume at normal levels as a result of which, actual results may differ. In accordance with the Reserve Bank of India guidelines relating to COVID-19 Regulatory Package dated 27th March 2020 and 17th April 2020, the Company granted moratorium of up to 3 months on repayment of all instalments and/ or interest, as applicable, falling due between 1st March 2020 and 31st May 2020 to all the eligible borrowers as per the Company's policy, however none of the borrowers availed the moratorium. Further, the Company will be extending moratorium to its borrowers as announced by RBI vide its subsequent notification dated 22nd May 2020.

The stock exchanges, banks and financial institutions were permitted to function during the national lockdown and correspondingly the lending and investment activities of the Company remained operational. Basis the relaxations granted post the lockdown period, the Company's registered office have been made operational. The employees are permitted to work in accordance with the guidelines issued by the Ministry of Home Affairs (MHA) and the respective state governments. The Company's capital and liquidity position remains strong and would continue to be the focus area for the Management. There have been no significant changes to the Company's internal financial control other than providing remote access to some of its key employees during the lockdown to facilitate work from home.

Based on the current assessment of the potential impact of the COVID-19 on the Company, management is of the view that the Company is well capitalised with low leverage, widely diversified in terms of its lending and investment activities and has adequate liquidity to service its obligations, sustain its operations and also look at any appropriate investment/lending opportunities.

The Company has maintained adequate provisions on loan assets based on the information available at this point of time including economic forecasts. The extent to which the current pandemic will impact the carrying value of investments and loan receivables is dependent on the future developments, which are highly uncertain at this point in time. The Company believes that it has considered all the possible impact of known events arising out of COVID 19 pandemic in the preparation of these financial statements. The impact assessment of COVID - 19 is a continuing process given its nature and duration. The Company will continue to monitor for any material changes to future economic conditions.

**4. DIVIDEND**

Your Directors recommend a Dividend of Rs. 0.75 per equity share aggregating to Rs. 204.63 Lacs (approx.) to the Equity shareholders of your Company for the Financial Year 2019-2020.

**5. RESERVES**

The Board in its meeting held on 15th June, 2020, proposes to carry an amount of Rs. 190.94 Lacs to Statutory Reserve as per the existing provisions of the Companies Act, 2013 and Rules there under read with the Reserve Bank of India Guidelines as applicable to the Company.

**6. SHARE CAPITAL**

During the year under review, the Authorized Share Capital of the Company stands at Rs. 51,00,00,000/- (Rupees Fifty-One Crores Only) divided into 5,10,00,000 (Five Crores Ten Lacs) Equity Shares of Rs. 10/-. Issued, Subscribed and Paid-up Share Capital of the Company stands at Rs. 27,28,42,110/- (Rupees Twenty Seven Crores Twenty Eight Lacs, Forty Two Thousand One Hundred Ten Only) divided into 2,72,84,211 (Two Crores Seventy Two Lacs Eighty Four Thousand Two Hundred Eleven only) Equity Shares of Rs. 10/-.

During the year under review, your Company has neither issued and allotted any fresh equity shares nor has granted sweat equity as on 31st March, 2020.

None of the Directors of the Company hold instruments convertible into equity shares of the Company.

**7. KIRAN VYAPAR LIMITED- SHARE INCENTIVE PLAN 2018 [“KVL SIP 2018”]**

Members of the Company at their Extra-ordinary General Meeting (EGM) held on 30th March, 2018, have approved the Kiran Vyapar Limited -Share Incentive Plan 2018 [“KVL SIP 2018”] in compliance of the Securities and Exchange Board of India (Share Based and Employee Benefits) Regulations, 2014.

Under the KVL SIP 2018, two types of stock incentives will be awarded to the employees of the Company (and/or of its subsidiary/holding company) as selected by the Nomination and Remuneration Committee of the Company (“NRC”) (“Eligible Employees”) being:

- (a) An employee stock option scheme (“ESOS”) wherein an option will entitle an Eligible Employee to subscribe to the Equity Shares at a predetermined price (“Exercise Price”) upon fulfilment of vesting conditions; and
- (b) An employee share purchase scheme (“ESPS”) wherein an Eligible Employee to whom an offer is made may subscribe to the Equity Shares at a predetermined price (“Subscription Price”). The Equity Shares issued under ESPS will be subject to lock-in.

Further, the maximum number of Equity Shares that may be issued in aggregate either by way of grant of options under ESOS or by way of an offer to subscribe to the Equity Shares under the KVL SIP 2018 shall be within an overall limit of 10% of the total issued, subscribed and paid-up equity share capital of KVL (which is 25,92,000 (Twenty-five lac and ninety-two thousand) Equity Shares) as on the date of the notice of the EGM (“Overall Limit”). Any award of stock incentive under KVL SIP 2018 which may be either by way of grant of options under ESOS or offer to subscribe to the Equity Shares to the Eligible Employees which shall be determined by the NRC as per the terms of the KVL SIP 2018 (i) on a case to case basis in accordance with the terms of KVL SIP 2018; and (ii) shall be within the Overall Limit.

The Nomination and Remuneration Committee of the Company at their meeting held on 28th March, 2019 has considered and approved to make an offer to identified employee(s), subscribe to 13,64,211 (Thirteen Lacs Sixty Four Thousand Two Hundred Eleven) Equity Shares bearing face value of INR 10 each under the Employee Share Purchase Scheme of KVL SIP 2018; pursuant to tranche-I implementation of KVL SIP 2018.

Further, the Board of Directors of the Company at their meeting held on 29th March, 2019 has considered and approved allotment of 13,64,211 (Thirteen Lacs Sixty Four Thousand Two Hundred Eleven) Equity Shares bearing face value of INR 10 each to employee(s) who have accepted the offer to subscribe to the Equity Shares made under the Employee Share Purchase Scheme of KVL SIP 2018; pursuant to tranche-I implementation of KVL SIP 2018 by the Company.

During the Year under review, no allotment were made under the Employee Share Purchase Scheme of KVL SIP 2018, therefore no disclosures are required to be made with respect to Employee Share Purchase Scheme (ESPS) of Kiran Vyapar Limited – Share Incentive Plan 2018 of the Company (“KVL SIP 2018”) pursuant to Regulations Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 in this Report.

The Company has not implemented Employee Stock Option Scheme (ESOS) under Kiran Vyapar Limited – Share Incentive Plan 2018 till date and therefore there are no disclosures are required to be made pursuant to Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 in relation to ESOS in this Report.

**8. DEPOSITS**

Your Company is an NBFC “Non-Deposit Taking Systemically Important Company” registered with Reserve Bank of India. During the year under review, your Company has not accepted any deposits from the public within the meaning under the provisions of the Master Direction - Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 2016 and Chapter V of the Companies Act, 2013.

**9. CHANGE IN THE NATURE OF BUSINESS**

During the year under review, there were no changes in the nature of the business of the Company.

**10. MATERIAL CHANGES AND COMMITMENTS**

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year 31st March, 2020 and at the date of report.

**11. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS**

During the year under review, no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and company’s operations in future.

**12. EXTRACT OF THE ANNUAL RETURN**

Extract of the Annual Return, as at the financial year ended March 31, 2020 in Form MGT-9 as per Section 134(3)(a) of the Companies Act, 2013 read with Rule 8 of Companies Act (Accounts) Rules, 2014 and Rule 12 of Companies (Management and Administration) Rules, 2014 is annexed hereto and forms part of this report as “Annexure A”.

**13. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EARNING/OUTGO**

As your Company is a Non-Banking Financial Company and does not own any manufacturing unit, there are no particulars with regard to disclosure under Section 134 of the Companies Act, 2013 with regard to conservation of energy, technology absorption etc.

During the year under review, there is no foreign exchange earnings and outgo made by the Company.

**14. DIRECTORS AND KEY MANAGERIAL PERSONNEL****a) Details of Directors retiring by rotation**

In accordance with the provisions of the Companies Act, 2013, Ms. Sheetal Bangur (DIN:00003541) retires by rotation at the ensuing Annual General Meeting and being eligible offers herself for re-appointment.

Brief profile of Ms. Sheetal Bangur, who is to be re-appointed is furnished in the Notice of the ensuing Annual General Meeting as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2. The Board of Directors of your Company recommends the re-appointment of Ms. Sheetal Bangur at the ensuing Annual General Meeting.

**b) Appointment/ Re-appointment of Directors**

During the year under review, there is no change in the composition of Directors of the Company

**c) Appointment/Resignation of Key Managerial Personnel**

During the year under review, no Key Managerial Personnel was appointed or has resigned during the financial year 2019-2020.

**d) Fit And Proper Policy**

Your Company being an NBFC “Non-Deposit Taking Systemically Important Company” registered with Reserve Bank of India has put in place a policy with the approval of the Board of Directors for ascertaining the fit and proper criteria of the directors at the time of appointment, and on a continuing basis. The Company had duly obtained a declaration and undertaking and a Deed of Covenant from the directors.

**15. DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received declaration from the Independent Director(s) of the Company declaring that they meet the criteria of independence both, as under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



Based on the declarations, disclosures received from the Independent Directors and on evaluation of the relationships disclosed, the following Non-executive Directors are Independent Directors in terms of the Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149(6) of the Companies Act, 2013.

- i. Mr. Amitav Kothari
- ii. Mr. Bhaskar Banerjee
- iii. Mr. Rajiv Kapasi

During the financial year 2019-20, all Independent Directors of the Company have registered themselves with the Independent Directors Databank.

## **16. BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of the Listing Regulations, 2015 the Board has carried out the annual performance evaluation of the Directors individually as well as evaluation of the working of the Board and of the Committees of the Board, by way of individual and collective feedback from Directors.

Pursuant to Para VII of Schedule IV of the Companies Act, 2013 and Regulation 25 (3) of the Listing Regulations, 2015, a separate meeting of the Independent Directors of the Company was convened on 8th February, 2020 to perform the following:

- review the performance of non-independent directors and the Board as a whole;
- review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Further, the Nomination and Remuneration Committee also evaluated the performance of all the Directors of the Company.

Based on the criteria, the performance of the Board, various Board Committees and Individual Directors (including Independent Directors) was evaluated and found to be satisfactory.

During the year under review, the Independent Directors of your Company reviewed the performance of Non-Independent Directors and Chairperson of your Company, taking into account the views of Executive Director and Non-Executive Directors.

Further, the Independent Directors hold a unanimous opinion that the Non- Independent Directors, including the Chairman and Managing Director bring to the Board, abundant knowledge in their respective field and are experts in their areas. The Board as a whole is an integrated, balanced and consistent unit where diverse views are expressed when required, with each Director bringing professional domain knowledge to the table. All Directors are participative, interactive and communicative.

## **17. FAMILIARIZATION PROGRAMME**

The Company is required to conduct the Familiarization Programme for Independent Directors (IDs) in terms of Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to familiarize them about the Company, their roles, rights, responsibilities in the Company and various updates and notifications under Companies Act, 2013, Listing Regulations, 2015, Reserve Bank of India Guidelines and other statutes applicable to the Company.

The details of which have been given in the Corporate Governance Report annexed to this Report and also posted on the website of the Company at its web-link <http://www.lnbgroupp.com/kiran/investors.php>

## **18. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS**

The Board meets at regular intervals to discuss and decide on Company's business policy and strategy apart from other broad business. However, in case of a special and urgent business need, the Board's approval is taken by passing resolutions through circulation, as permitted by law, which are confirmed in the subsequent Board Meeting.

The notice of Board Meeting is given well in advance to all the Directors. Meetings of the Board are mostly held in Kolkata. The Agenda of the Board / Committee Meetings is circulated at least 7 (seven) days prior to the date of the meeting as per Secretarial Standard on meeting of the Board of Directors (SS-1). The Agenda for the Board and Committee Meetings includes detailed notes on the items to be discussed at the meeting to enable the Directors to take an informed decision.

The detailed information chart showing the date of the meeting of the Board and its various Committees as well as details of the Directors who attended the meeting is given in the Corporate Governance Report forming part of the Annual Report.

## 19. COMMITTEES OF THE BOARD

During the financial year ended March 31, 2020 the Company has eight committees as mentioned below:

- a. Audit Committee
- b. Stakeholders Relationship Committee
- c. Nomination and Remuneration Committee
- d. Corporate Social Responsibility Committee
- e. Risk Management Committee
- f. Loan and Investment Committee
- g. Asset Liability Management Committee
- h. Grievance Redressal Committee
- i. IT Strategy Committee
- j. IT Steering Committee

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

## 20. AUDIT COMMITTEE

The Composition, terms of reference and other details of the Committee forms part of the Corporate Governance Report as annexed hereto. All the recommendations made by the Audit Committee during the year were accepted by the Board.

## 21. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Composition, terms of reference and other details of the Committee forms part of the Corporate Governance Report, forming part of this Annual Report.

## 22. NOMINATION AND REMUNERATION COMMITTEE

The Composition, terms of reference and other details of the Committee forms part of the Corporate Governance Report, forming part of this Annual Report. The Nomination and Remuneration Policy is annexed hereto and forms part of this report as "**Annexure B**" and also posted on the website of the Company at its weblink <http://www.lnbgroupp.com/kiran/policies.php>

## 23. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with Section 135 of the Companies Act, 2013. The Annual Report on CSR activities including the details about the development of CSR Policy and initiatives taken by the Company on Corporate Social Responsibility during the year, as required by the Companies (Corporate Social Responsibility Policy) Rules, 2014 are given in the "**Annexure C**" to this Report. The Corporate Social Responsibility Policy has been posted on the website of the Company at its weblink <http://www.lnbgroupp.com/kiran/policies.php>

## 24. DETAILS OF SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES

### a. Subsidiary Companies

Sl. No.	Name of the Company	Relation
1	Iota Mtech Ltd.	Wholly Owned Subsidiary
2	Anantay Greenview Private Ltd.	Subsidiary
3	Sarvadeva Greenpark Private Ltd.	Subsidiary
4	Satyawatche Greeneries Private Ltd.	Subsidiary
5	Uttaray Greenpark Private Ltd.	Subsidiary
6	Sishiray Greenview Private Ltd.	Subsidiary
7	Magma Realty Private Ltd.	Subsidiary
8	Samay Industries Ltd.	Subsidiary
9	Shree Krishna Agency Ltd.	Subsidiary

10	Amritpay Greenfield Private Ltd	Step down subsidiary
11	Divyay Greeneries Private Ltd	Step down subsidiary
12	Sarvay Greenhub Private Ltd.	Step down subsidiary
13	Basbay Greenview Private Ltd	Step down subsidiary
14	Sukhday Greenview Private Ltd.	Step down subsidiary
15	IOTA Mtech Power LLP	Step down subsidiary
16	Soul Beauty and Wellness Centre LLP	Step down subsidiary

**Policy for determining ‘Material’ Subsidiaries**

The Company has adopted a Policy on Material Subsidiaries as approved by the Board. It has been posted on the website of the Company at its weblink<http://www.lnbgroup.com/kiran/policies.php>. More details are given in the Corporate Governance Report annexed hereto.

During the year under review, there has been no change in the number of subsidiaries or in the nature of business of the subsidiaries.

**b. Associate Company**

Sl. No.	Name of the Company
1	Placid Ltd.
2	Navjyoti Commodity Management Services Ltd.
3	The Kishore Trading Co Limited
4	LNB Renewable Energy Private Ltd

The statement in Form AOC-1 containing the salient features of the aforesaid subsidiaries has been separately annexed hereto, in terms of the first proviso to the Section 129(3) of the Companies Act, 2013, including any subsequent amendment thereto (the ‘Act’) read with Rule 5 of the Companies (Accounts) Rules, 2014. Further, the contribution of these subsidiaries to the overall performance of the Company is provided under the Notes to the Consolidated Financial Statements.

In accordance with third proviso of Section 136(1) of the Companies Act, 2013 and Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Annual Report of the Company, along with its Standalone and the Consolidated Financial Statements have been posted on the website of the Company, [www.lnbgroup.com/kiran](http://www.lnbgroup.com/kiran).

Shareholders interested in obtaining a copy of the audited annual accounts of the subsidiary companies and associates may write to the Company Secretary at the Company’s registered office. The same is also available on the website of the Company [www.lnbgroup.com/kiran](http://www.lnbgroup.com/kiran).

**c. Joint Venture**

During the year under review, the Company had no joint ventures.

**25. CONSOLIDATED FINANCIAL STATEMENTS**

These consolidated financial statements has been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time (‘Ind AS’) along with other relevant provisions of the Act; the Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 (‘the NBFC Master Directions’) issued by Reserve Bank of India (RBI) and the regulatory guidance on implementation of Ind AS notified by the RBI vide notification dated 13th March 2020.

The Guidance Note on Division III - Schedule III to the Companies Act. 2013 issued by the Institute of Chartered Accountants of India (‘ICAI’) has been followed insofar as they are not inconsistent with any of these Directions.

These consolidated financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these consolidated financial statements.

**26. VIGIL MECHANISM/ WHISTLE BLOWER POLICY**

The Board of Directors of the Company has established a Vigil Mechanism for Directors and employees and adopted the Whistle Blower Policy in terms of Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to report concerns about unethical behavior, wrongful conduct and violation of Company's Code of conduct or ethics policy. The details of which have been given in the Corporate Governance Report annexed to this Report and also posted on the website of the Company at its web link <http://www.lnbgroupp.com/kiran/policies.php1>

**27. RISK MANAGEMENT**

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks that may impact key business objectives of your Company.

Your Company has adopted the Risk Management Policy in order to ensure that all the current and future material risk exposures of the Company are identified, assessed, quantified, appropriately mitigated and managed, to establish a framework for the company's risk management process and to ensure its wide implementation, to ensure systematic and uniform assessment of risks related with giving loans and making investment, to enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices and to assure business growth with financial stability.

Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed by Risk management Committee and the same is even referred to the Audit Committee and the Board of Directors of the Company, if required.

The composition and other details of the Risk Management Committee forms part of the Corporate Governance Report as annexed hereto.

**28. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS OUTSTANDING DURING THE FINANCIAL YEAR**

The loan given, guarantee given and investment made by the Company during the financial year ended March 31, 2020 are within the limits prescribed under Section 186 of the Act. Particulars of the Loans/guarantee/ advances and Investments outstanding during the financial year are fully disclosed in the Note no. 32 attached to the annual accounts which are attached with this report.

**29. RELATED PARTY TRANSACTIONS**

There were no materially significant related party transactions entered into by the Company which may have potential conflict with the interest of the Company. All contracts or arrangements or transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis and are reviewed by the Audit Committee of the Board.

Further, suitable disclosure as required by the Accounting Standards has been made in the Notes to the Financial Statements.

During the year under review, the Company has not entered into contracts or arrangements or transactions with related parties which comes under the purview of Section 188 of the Companies Act, 2013. Accordingly, no transactions are reported in Form no. AOC – 2 in terms of Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts), Rules, 2014.

The Policy on Related Party Transaction as approved by the Board has been posted on the website of the Company at its web link <http://www.lnbgroupp.com/kiran/policies.php>.

Further, as required by Schedule V of SEBI (LODR) Regulations, 2015, disclosures of transactions with any person or entity belonging to the promoter/promoter group which hold(s) 10% or more shareholding in the Company in the format prescribed in the relevant Accounting Standards, has been made in the relevant Notes to the Financial Statements.

**30. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the details are annexed as "Annexure D" to the Annual Report.

Further, in accordance with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there are no employees in the Company drawing remuneration in excess of the limits set out in the said rules.

**31. SECRETARIAL AUDIT REPORT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed M/s Vinod Kothari & Co, Practicing Company Secretaries, to conduct the Secretarial Audit for the financial year 2019-2020. The Secretarial Audit Report for the Financial Year 2019-2020 is annexed hereto and forms part of this report as “Annexure E” which is self-explanatory. The said Report does not contain any qualification, reservation or adverse remark.

**32. STATUTORY AUDITORS**

M/s. Walker Chandiook & Co. LLP, Chartered Accountants, bearing Registration No. 001076N/N500013 will be completing their first term of 5 (five) consecutive years started from the conclusion of the 19<sup>th</sup> Annual General Meeting till the conclusion of the 24<sup>th</sup> Annual General Meeting. The consent has been received from M/s. Walker Chandiook & Co. LLP, Chartered Accountants, bearing Registration No. 001076N/N500013 towards appointment as the Statutory Auditors of the Company for a 2<sup>nd</sup> term of 5 (five) years from the conclusion of 24<sup>th</sup> Annual General Meeting till the conclusion of 29<sup>th</sup> Annual General Meeting of the Company. The appointment of M/s Walker Chandiook & Co. LLP, will be in accordance with the provisions of the Companies Act, 2013.

The Board on the recommendation of the Audit Committee members recommends the appointment of M/s. Walker Chandiook & Co. LLP, Chartered Accountants, bearing Registration No. 001076N/N500013 as the Statutory Auditors of the Company for a 2<sup>nd</sup> term of 5 (five) years from the conclusion of 24<sup>th</sup> Annual General Meeting till the conclusion of 29<sup>th</sup> Annual General Meeting of the Company to be held in calendar year 2025, subject to the approval of members at the 24<sup>th</sup> Annual General meeting of the Company. The Resolution seeking members' approval on this item is included in the Notice convening the 24<sup>th</sup> Annual General Meeting.

**33. AUDITORS' REPORT**

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

**34. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 forms part of the Annual Report.

**35. CORPORATE GOVERNANCE**

The Company is committed to maintaining the premier standards of Corporate Governance and adhering to the Corporate Governance requirements as set out by Securities and Exchange Board of India and Reserve Bank of India. The Report on Corporate Governance as stipulated under Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 forms part of the Annual Report.

The Certificate from the Statutory Auditors M/s. Walker Chandiook & Co. LLP, Chartered Accountants confirming compliance with the Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of Corporate Governance also forms part of this Annual Report.

Further, declaration by Mr. Shreeyash Bangur, Managing Director stating that the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct of the board of Directors and Senior Management are annexed with this Report.

**36. PREVENTION OF INSIDER TRADING**

During the year under review, the Board of Directors of the Company has revised the existing Code of Conduct for prevention of Insider Trading and Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information' (UPSI) in view to make it in line with the amended provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information is also available on the website of the Company viz., <http://www.lnbgroupp.com/kiran/investors.php>

**37. CEO & CFO CERTIFICATION**

Certificate from Mr. Shreeyash Bangur, Managing Director and Mr. Ajay Sonthalia, Chief Financial Officer, pursuant to Regulation 17(8) read with Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year under review forms part of this Annual Report.

**38. ANNUAL SECRETARIAL AUDIT UNDER LISTING REGULATIONS**

In line with the SEBI Circular dated February 08, 2019, an Annual Secretarial Compliance Report confirming compliance of all applicable SEBI Regulations, Circulars and Guidelines by the Company was issued by appointed M/s Vinod Kothari & Company, Practicing Company Secretaries and was filed with the Stock Exchanges.

**39. DIRECTORS' RESPONSIBILITY STATEMENT**

In terms of the provisions on the Directors' Responsibility Statement referred in Section 134(3)(c) and 134 (5) of the Companies Act, 2013, your Director's confirm 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 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, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**40. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Directors had laid down internal financial controls procedures to be followed by the Company which ensure compliance with various policies, practices and statutes in keeping with the organization's pace of growth and increasing complexity of operations for orderly and efficient conduct of its business. The Audit Committee of the Board, from time to time, evaluated the internal financial control of the Company with regard to-

- a. Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization. There are well laid manuals for such general or specific authorization.
- b. Systems and procedures exist to ensure that all transactions are recorded as is necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information.
- c. Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
- d. The existing assets of the Company are verified/ checked at reasonable intervals and appropriate action is taken with respect to any differences, if any.
- e. Proper Systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.

Based on the above, your Board is of the view that adequate internal financial controls exist in the Company.

**41. SECRETARIAL STANDARD**

The Company complies with all the applicable Secretarial Standard.

**42. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013**

The Company has in place policy on Sexual Harassment of Women at workplace in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaint Committee has been set up to redress complaints received. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Committee has not received any complaint from any employee during the financial year 2019-20.

**43. FRAUD REPORTING**

There have been no frauds reported by the auditors of the Company under sub-section (12) of section 143 of the Companies Act, 2013 and to Central Government as per Companies Amendment Act, 2015.

**44. RBI GUIDELINES - COMPLIANCE**

Your Company continues to carry on its business of Non-Banking Financial Company as a Non-Deposit taking Company and follows prudent financial management norms as applicable. Your Company appends a Statement containing particulars as required in terms of Paragraph 19 of Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 alongwith the Statement of Balance Sheet disclosures for NBFC's with Assets Size of Rs. 500 crores as required in terms of Master Direction - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016.

**45. MAINTENANCE OF COST RECORDS**

The provisions of Section 148 of the Companies Act, 2013, with respect to maintenance of Cost records are not applicable on the Company.

**46. ACKNOWLEDGEMENTS**

Your Directors would like to record their appreciation of the hard work and commitment of the Company employees and are grateful for the co-operation and support extended to the Company by the Bankers, Statutory Authorities, Financial Institutions(s) and all other establishments connected with the business of the Company.

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

**Lakshmi Niwas Bangur**  
**(DIN : 00012617)**  
**Chairman**

**Shreyash Bangur**  
**(DIN : 00012825)**  
**Managing Director**

**Place : Kolkata**  
**Date : 15.06.2020**

**FORM NO. MGT-9  
EXTRACT OF ANNUAL RETURN**

**As on the financial year ended on 31st March, 2020**

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1)  
of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS**

i)	<b>CIN</b>	L51909WB1995PLC071730
ii)	<b>Registration Date</b>	23.05.1995
iii)	<b>Name of the Company</b>	Kiran Vyapar Limited
iv)	<b>Category / Sub-category of the Company</b>	Public Company limited by shares
v)	<b>Address of the Registered Office And contact details</b>	7, Munshi Premchand Sarani Hastings, Kolkata - 700 022 Tel. : (033) 2223-0016 /18, Fax : (033) 2223-1569 Email : kvl@lnbgroup.com
vi)	<b>Whether Listed Company</b>	Yes
vii)	<b>Name, Address and Contact details of Registrar &amp; Transfer Agents (RTA), if any</b>	Maheshwari Datamatics Private Limited 23, R. N. Mukherjee Road, 5th Floor Kolkata - 700001, Phone : 2243-5029 /5809 Fax : 2248-4747, E.mail : mdpldc@yahoo.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the company shall be stated

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Other financial activities, except insurance and pension funding activities	649	100.00%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary /Associate	% of Shares held	Applicable Section
1	Iota Mtech Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U64203WB2009PLC135041	Wholly Owned Subsidiary	100.00	2(87)
2	Sarvadeva Greenpark Private Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U01403WB2013PTC190530	Subsidiary	99.69	2(87)
3	Satyawatche Greeneries Private Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U01403WB2013PTC190514	Subsidiary	99.62	2(87)
4	Samay Industries Limited 3rd Floor, Uptown Banjara Road No. 3 Banjara Hills, Hyderabad-500034	U85100TG2002PLC038361	Subsidiary	82.70	2(87)
5	Shree Krishna Agency Limited Sitaram Bag, Station Road, Didwana-341303	U51102RJ1939PLC000063	Subsidiary	94.89	2(87)
6	Uttaray Greenpark Private Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U01403WB2013PTC193888	Subsidiary	99.62	2(87)
7	Sishiray Greenview Private Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U01403WB2013PTC194924	Subsidiary	99.72	2(87)
8	Magma Realty Private Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U70109WB2012PTC184832	Subsidiary	99.17	2(87)
9	Anantay Greenview Private Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U01403WB2013PTC190297	Subsidiary	99.62	2(87)
10	Amritpay Greenfield Private Ltd 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U01403WB2013PTC193885	Step down subsidiary	94.44	2(87)
11	Divyay Greeneries Private Ltd 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U01403WB2013PTC193157	Step down subsidiary	94.89	2(87)
12	Sarvay Greenhub Private Ltd. 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U01403WB2013PTC193877	Step down subsidiary	94.65	2(87)



**KIRAN VYAPAR LIMITED**

13	Basbay Greenview Private Ltd. D-601 to 609, 6th floor, Signature-II, Sarkhej Char Rasta Sarkhej Sanand Road, Ahmedabad, Gujrat-382210	U01132GJ2013PTC075497	Step down subsidiary	89.79	2(87)
14	Sukhday Greenview Private Ltd. 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U01403WB2013PTC194933	Step down subsidiary	89.01	2(87)
15	Iota Mtech Power LLP 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	AAA-7679	Step down subsidiary	90.00	2(87)
16	Soul Beauty and Wellness Centre LLP 4th Floor Block No.1 Uptown Banjara 8-2-270/B/1/1 8-2-268/F, 8-2-270, Road No. 3 Banjara Hills Hyderabad TG-500034 IN	AAA-2456	Step down subsidiary	57.89	2(87)
17	Placid Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U74140WB1946PLC014233	Associate	31.27	2(6)
18	Navjyoti Commodity Management Services Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U52390WB1988PLC044652	Associate	38.44	2(6)
19	The Kishore Trading Co Limited 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U51101WB1943PLC219640	Associate	34.38	2(6)
20	LNB Renewable Energy Private Ltd. 7, Munshi Premchand Sarani, Hastings, Kolkata-700022	U37100WB2012PTC188046	Associate	29.32	2(6)

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**(i) Category-wise Share Holding:**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	4086180	0	4086180	14.9764	4230068	0	4230068	15.5037	0.5274
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	15305220	0	15305220	56.0955	16220932	0	16220932	59.4517	3.3562
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
<b>Sub-total (A)(1)</b>	<b>19391400</b>	<b>0</b>	<b>19391400</b>	<b>71.0719</b>	<b>20451000</b>	<b>0</b>	<b>20451000</b>	<b>74.9554</b>	<b>3.8836</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other - Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
<b>Sub-total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total shareholding of Promoter (A)=(A)(1)+(A)(2)</b>	<b>19391400</b>	<b>0</b>	<b>19391400</b>	<b>71.0719</b>	<b>20451000</b>	<b>0</b>	<b>20451000</b>	<b>74.9554</b>	<b>3.8836</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Alternate Investment Funds	0	0	0	0	0	0	0	0	0
Foreign Portfolio Investors	0	0	0	0	0	0	0	0	0
Provident Funds / Pension Funds	0	0	0	0	0	0	0	0	0
Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
<b>Sub-total(B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	4245558	1200	4246758	15.5649	3273953	1200	3275153	12.0038	-3.5611
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1329135	105693	1434828	5.2588	1259569	93693	1353262	4.9599	-0.2989
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	693757	1376211	2069968	7.5867	2062857	12000	2074857	7.6046	0.0179
c) Others (Specify)									
Non Resident Indians	127959	0	127959	0.4690	129332	0	129332	0.4740	0.0050
Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
Custodian of Enemy Property	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	13272	0	13272	0.0486	607	0	607	0.0022	-0.0464
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies-D R	0	0	0	0	0	0	0	0	0
Foreign Portfolio Investors	0	0	0	0	0	0	0	0	0
NBFCs registered with RBI	26	0	26	0.0001	0	0	0	0.0000	-0.0001
Employee Trusts	0	0	0	0	0	0	0	0	0
Domestic Corporate Unclaimed Shares Account	0	0	0	0	0	0	0	0	0
Investor Education and Protection Fund Authority	0	0	0	0	0	0	0	0	0
<b>Sub-total(B)(2):-</b>	<b>6409707</b>	<b>1483104</b>	<b>7892811</b>	<b>28.9281</b>	<b>6726318</b>	<b>106893</b>	<b>6833211</b>	<b>25.0446</b>	<b>-3.8836</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>6409707</b>	<b>1483104</b>	<b>7892811</b>	<b>28.9281</b>	<b>6726318</b>	<b>106893</b>	<b>6833211</b>	<b>25.0446</b>	<b>-3.8836</b>
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>25801107</b>	<b>1483104</b>	<b>27284211</b>	<b>100.0000</b>	<b>27177318</b>	<b>106893</b>	<b>27284211</b>	<b>100.0000</b>	<b>0.0000</b>

## (ii) Shareholding of Promoters :

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	PLACID LIMITED	8422420	30.8692	0.0000	9238132	33.8589	0.0000	2.9897
2	M. B. COMMERCIAL CO. LTD.	2820000	10.3356	0.0000	2820000	10.3356	0.0000	0.0000
3	LAKSHMI NIWAS BANGUR	1760457	6.4523	0.0000	1760457	6.4523	0.0000	0.0000
4	AMALGAMATED DEVELOPMENT LIMITED	1652000	6.0548	0.0000	1652000	6.0548	0.0000	0.0000
5	THE KISHORE TRADING COMPANY LIMITED	1220400	4.4729	0.0000	1220400	4.4729	0.0000	0.0000
6	ALKA DEVI BANGUR	753000	2.7598	0.0000	753000	2.7598	0.0000	0.0000
7	YOGESH BANGUR	555100	2.0345	0.0000	655100	2.4010	0.0000	0.3665
8	SHREEYASH BANGUR	553000	2.0268	0.0000	568000	2.0818	0.0000	0.0550
9	APURVA EXPORT PVT LTD.	540000	1.9792	0.0000	540000	1.9792	0.0000	0.0000
10	LAKSHMI NIWAS BANGUR (HUF) .	464623	1.7029	0.0000	464623	1.7029	0.0000	0.0000
11	THE GENERAL INVESTMENT CO. LTD.	347400	1.2733	0.0000	347400	1.2733	0.0000	0.0000
12	SHREE KRISHNA AGENCY LIMITED	303000	1.1105	0.0000	303000	1.1105	0.0000	0.0000
13	SHEETAL BANGUR	0	0.0000	0.0000	28888	0.1059	0.0000	0.1059
14	THE PERIA KARAMALAI TEA & PRODUCE CO LTD.	0	0.0000	0.0000	100000	0.3665	0.0000	0.3665
	<b>TOTAL</b>	<b>19391400</b>	<b>71.0719</b>	<b>0.0000</b>	<b>20451000</b>	<b>74.9554</b>	<b>0.0000</b>	<b>3.8836</b>

(iii) Change in Promoters' Shareholding (please specify, if there is no change) :

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	THE PERIA KARAMALAI TEA & PRODUCE CO. LTD. 1/4/2019 30/09/2019 - Transfer 31/03/2020	0 100000 100000	0.0000 0.3665 0.3665	100000 100000	0.3665 0.3665
2	THE GENERAL INVESTMENT COMPANY LTD 1/4/2019 31/03/2020	347400 347400	1.2733 1.2733	347400	1.2733
3	LAKSHMI NIWAS BANGUR (HUF) . 1/4/2019 31/03/2020	464623 464623	1.7029 1.7029	464623	1.7029
4	M B COMMERCIAL CO LTD 1/4/2019 31/03/2020	2820000 2820000	10.3356 10.3356	2820000	10.3356
5	PLACID LIMITED 1/4/2019 23/08/2019 - Transfer 30/08/2019 - Transfer 06/09/2019 - Transfer 13/09/2019 - Transfer 20/09/2019 - Transfer 27/09/2019 - Transfer 30/09/2019 - Transfer 04/10/2019 - Transfer 29/11/2019 - Transfer 06/12/2019 - Transfer 13/12/2019 - Transfer 31/03/2020	8422420 12949 955 10000 26208 145542 31614 30000 32999 171176 225526 128743 9238132	30.8692 0.0475 0.0035 0.0367 0.0961 0.5334 0.1159 0.1100 0.1209 0.6274 0.8266 0.4719 33.8589	8435369 8436324 8446324 8472532 8618074 8649688 8679688 8712687 8883863 9109389 9238132 9238132	30.9167 30.9202 30.9568 31.0529 31.5863 31.7022 31.8121 31.9331 32.5605 33.3870 33.8589 33.8589
6	THE KISHORE TRADING COMPANY LIMITED 1/4/2019 31/03/2020	1220400 1220400	4.4729 4.4729	1220400	4.4729
7	APURVA EXPORT PVT LTD 1/4/2019 31/03/2020	540000 540000	1.9792 1.9792	540000	1.9792
8	AMALGAMATED DEVELOPMENT LIMITED 1/4/2019 31/03/2020	1652000 1652000	6.0548 6.0548	1652000	6.0548
9	SHREE KRISHNA AGENCY LTD 1/4/2019 31/03/2020	303000 303000	1.1105 1.1105	303000	1.1105
10	ALKA DEVI BANGUR 1/4/2019 31/03/2020	753000 753000	2.7598 2.7598	753000	2.7598
11	LAKSHMI NIWAS BANGUR 1/4/2019 31/03/2020	1760457 1760457	6.4523 6.4523	1760457	6.4523
12	SHREEYASH BANGUR 1/4/2019 27/09/2019 - Transfer 31/03/2020	553000 15000 568000	2.0268 0.0550 2.0818	568000 568000	2.0818 2.0818
13	YOGESH BANGUR 1/4/2019 27/09/2019 - Transfer 31/03/2020	555100 100000 655100	2.0345 0.3665 2.4010	655100 655100	2.4010 2.4010
14	SHEETAL BANGUR . 1/4/2019 31/12/2019 - Transfer 31/03/2020	0 28888 28888	0.0000 0.1059 0.1059	28888 28888	0.1059 0.1059

## (iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDR and ADRs) :

Sl. No.	For each of the top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	EXIM SCRIPS CONSULTANTS PVT LTD 1/4/2019 07/02/2020 - Transfer 31/03/2020	125000 125000 125000	0.4581 0.4581 0.4581	125000 125000 125000	0.4581 0.4581 0.4581
2	JM FINANCIAL SERVICES LIMITED # 1/4/2019 17/05/2019 - Transfer 24/05/2019 - Transfer 26/07/2019 - Transfer 02/08/2019 - Transfer 09/08/2019 - Transfer 20/09/2019 - Transfer 27/09/2019 - Transfer 30/09/2019 - Transfer 04/10/2019 - Transfer 22/11/2019 - Transfer 29/11/2019 - Transfer 06/12/2019 - Transfer 13/12/2019 - Transfer 20/12/2019 - Transfer 31/03/2020	349980 73 -265718 50 85 276006 -54665 -46515 -4200 -15000 -10000 -55265 -83662 -70000 -10490 10679	1.2827 0.0003 0.9739 0.0002 0.0003 1.0116 0.2004 0.1705 0.0154 0.0550 0.0367 0.2026 0.3066 0.2566 0.0384 0.0391	350053 84335 84385 84470 360476 305811 259296 255096 240096 230096 174831 91169 21169 10679 10679	1.2830 0.3091 0.3093 0.3096 1.3212 1.1208 0.9504 0.9350 0.8800 0.8433 0.6408 0.3341 0.0776 0.0391 0.0391
3	NORTH TUKVAR TEA CO LTD * 1/4/2019 3/31/2020	101500 101500	0.3720 0.3720	101500	0.3720
4	YORK FINANCIAL SERVICES PVT. LTD. # 1/4/2019 13/09/2019 - Transfer 20/09/2019 - Transfer 27/09/2019 - Transfer 30/09/2019 - Transfer 22/11/2019 - Transfer 29/11/2019 - Transfer 06/12/2019 - Transfer 13/12/2019 - Transfer 20/12/2019 - Transfer 31/03/2020	301043 -20000 -46325 -68959 -8500 -9000 -54500 -55785 -29282 -1864 6828	1.1034 0.0733 0.1698 0.2527 0.0312 0.0330 0.1997 0.2045 0.1073 0.0068 0.0250	281043 234718 165759 157259 148259 93759 37974 8692 6828 6828	1.0301 0.8603 0.6075 0.5764 0.5434 0.3436 0.1392 0.0319 0.0250 0.0250
5	CARWIN TRADING PRIVATE LTD * 1/4/2019 31/03/2020	117834 117834	0.4319 0.4319	117834	0.4319
6	PAN EMAMI COSMED LTD 1/4/2019 13/12/2019 - Transfer 20/12/2019 - Transfer 31/03/2020	1276300 27139 22861 1326300	4.6778 0.0995 0.0838 4.8611	1303439 1326300 1326300	4.7773 4.8611 4.8611
7	PRIYA VINIYOG PVT LTD 1/4/2019 31/03/2020	122061 122061	0.4474 0.4474	122061	0.4474
8	AM MOBILE TELECOM PVT.LTD 1/4/2019 31/03/2020	511700 511700	1.8754 1.8754	511700	1.8754

9	RAJESH HIRANANDANI				
	1/4/2019	55165	0.2022		
	05/04/2019 - Transfer	510	0.0019	55675	0.2041
	12/04/2019 - Transfer	41	0.0002	55716	0.2042
	19/04/2019 - Transfer	2209	0.0081	57925	0.2123
	10/05/2019 - Transfer	500	0.0018	58425	0.2141
	24/05/2019 - Transfer	1075	0.0039	59500	0.2181
	31/05/2019 - Transfer	557	0.0020	60057	0.2201
	07/06/2019 - Transfer	718	0.0026	60775	0.2227
	21/06/2019 - Transfer	475	0.0017	61250	0.2245
	28/06/2019 - Transfer	765	0.0027	62015	0.2165
	30/06/2019 - Transfer	-62015	0.2273	0	0.0000
	05/07/2019 - Transfer	62200	0.2280	62200	0.2280
	30/08/2019 - Transfer	1000	0.0037	63200	0.2316
	03/01/2020 - Transfer	1600	0.0059	64800	0.2375
	24/01/2020 - Transfer	1200	0.0049	66000	0.2675
06/03/2020 - Transfer	1000	0.0037	67000	0.2456	
31/03/2020	67000	0.2456	67000	0.2456	
10	SANGHAI COMMERCIAL AND CREDITS PVT LTD				
	1/4/2019	514870	1.8871		
	05/04/2019 - Transfer	-10000	0.0367	504870	1.8504
	30/06/2019 - Transfer	-504870	1.8504	0	0.0000
	05/07/2019 - Transfer	504870	1.8504	504870	1.8504
	14/02/2020 - Transfer	-200	0.0007	504670	1.8497
31/03/2020	504670	1.8497	504670	1.8497	
11	G SHANKAR				
	1/4/2019	93250	0.3418		
	19/04/2019 - Transfer	240	0.0009	93490	0.3427
	30/06/2019 - Transfer	-93490	0.3427	0	0.0000
	05/07/2019 - Transfer	93490	0.3427	93490	0.3427
	07/02/2020 - Transfer	510	0.0019	94000	0.3445
	28/02/2020 - Transfer	600	0.0022	94600	0.3467
	06/03/2020 - Transfer	145	0.0005	94745	0.3473
	27/03/2020 - Transfer	2255	0.0083	97000	0.3555
31/03/2020	97000	0.3555	97000	0.3555	
12	RISEWELL HOUSING LLP #				
	1/4/2019	140094	0.5135		
	20/09/2019 - Transfer	-9650	0.0354	140444	0.5147
	27/09/2019 - Transfer	-16936	0.0621	123508	0.4527
	29/11/2019 - Transfer	-54250	0.1988	69258	0.2538
	06/12/2019 - Transfer	-51258	0.1879	18000	0.0660
	13/12/2019 - Transfer	-13391	0.0491	4609	0.0169
	20/12/2019 - Transfer	-1251	0.0046	3358	0.0123
31/03/2020	3358	0.0123	3358	0.0123	
13	SIDDHIPRIYA DISTRIBUTORS PVT. LTD				
	1/4/2019	164769	0.6039		
	31/03/2020	164769	0.6039	164769	0.6039
14	SUPREMUS PROJECTS LLP *				
	1/4/2019	62081	0.2275		
	26/04/2019 - Transfer	-56	0.0002	62025	0.2273
	24/05/2019 - Transfer	265645	0.9736	327670	1.2010
	09/08/2019 - Transfer	-276141	1.0121	51529	0.1889
	06/09/2019 - Transfer	-5000	0.0183	46529	0.1705
	13/09/2019 - Transfer	-5000	0.0183	41529	0.1522
	27/09/2019 - Transfer	74700	0.2738	116229	0.4260
31/03/2020	116229	0.4260	116229	0.4260	
15	KRISHNA KUMAR BANGUR				
	1/4/2019	72600	0.2661		
	31/03/2020	72600	0.2661	72600	0.2661
16	AMIT MEHTA				
	1/4/2019	1364211	5.0000		
	31/03/2020	1364211	5.0000	1364211	5.0000

\* Not in the list of Top 10 shareholders as on 01/04/2019 The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 31/03/2020.

# Ceased to be in the list of Top 10 shareholders as on 31/03/2020. The same is reflected above since the shareholder was one of the Top 10 shareholders as on 01/04/2019.

## (v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	For each of the Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Lakshmi Niwas Bangur- Chairman 1/4/2019 31/03/2020	1760457 1760457	6.4523 6.4523	1760457	6.4523
2	Shreeyash Bangur- Managing Director 1/4/2019 9/27/2019 31/03/2020	553000 15000 568000	2.0268 0.0550 2.0818	568000	2.0818
3	Sheetal Bangur 1/4/2019 31-12-2019-Transfer 31/03/2020	0 28888 28888	0.0000 0.1059 0.1059	0 28888	0.0000 0.1059
4	Amitav Kothari - Independent Director 1/4/2019 31/03/2020	- -	- -	- -	- -
5	Bhaskar Banerjee - Independent Director 1/4/2019 31/03/2020	- -	- -	- -	- -
6	Rajiv Kapasi - Independent Director 1/4/2019 31/03/2020	- -	- -	- -	- -
7	Ajay Sonthalia- Chief Financial Officer 1/4/2019 31/03/2020	- -	- -	- -	- -
8	Pradip Kumar Ojha - Company Secretary 1/4/2019 31/03/2020	- -	- -	- -	- -

## V. INDEBTEDNESS :

Indebtedness of the Company including interest outstanding / accrued but not due for payment : (₹ in lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	2,026.36	-	-	2,026.36
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>2,026.36</b>	-	-	<b>2,026.36</b>
<b>Change in Indebtedness during the financial year</b>				
* Addition	1,825.96	1,831.33	-	3,657.30
* Reduction	2,664.97	1,381.33	-	4,046.30
Net Change	-839.00	450.00	-	-389.00
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	1,187.36	450.00	-	1,637.36
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>1,187.36</b>	<b>450.00</b>	-	<b>1,637.36</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

## A. Remuneration to Managing Director, Whole-time Directors and / or Manager

(₹ in Lacs)

Sl. No.	Particulars of Remuneration	Name of Managing Director : Shreyash Bangur
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	73.29 - -
2.	Stock Option	-
3.	Sweat Equity	-
4.	Commission - as % of profit - Others, specify...	- -
5.	Others, please specify	-
	<b>Total (A)</b>	<b>73.29</b>
	<b>Ceiling as per the Act</b>	The remuneration is well within the limits prescribed under the Companies Act, 2013 and as per Schedule V of the Companies Act, 2013.

## B. Remuneration to other Directors:

(₹ in Lacs)

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Amitav Kothari	Bhaskar Banerjee	Rajiv Kapasi	Lakshmi Niwas Bangur	Sheetal Bangur	
1.	<b>Independent Directors</b>						
	• Fee for attending board / committee meetings	1.60	1.40	2.60	0.00	0.00	5.60
	• Commission	2.50	2.50	2.50	0.00	0.00	7.50
	• Others, please specify	0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total (1)</b>	<b>4.10</b>	<b>3.90</b>	<b>5.10</b>	<b>0.00</b>	<b>0.00</b>	<b>13.10</b>
2.	<b>Other Non-Executive Directors</b>						
	• Fee for attending board committee meetings	0.00	0.00	0.00	2.60	0.40	3.00
	• Commission	0.00	0.00	0.00	2.50	2.50	5.00
	• Others, please specify	0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total (2)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>5.10</b>	<b>2.90</b>	<b>8.00</b>
	<b>Total (B)=(1+2)</b>	<b>4.10</b>	<b>3.90</b>	<b>5.10</b>	<b>5.10</b>	<b>2.90</b>	<b>21.10</b>
	<b>Total Managerial remuneration*</b>						<b>94.39</b>
	<b>Overall Ceiling as per the Act</b>	The remuneration is well within the limits prescribed under the Companies Act, 2013 and as per Schedule V of the Companies Act, 2013.					

\* Total managerial remuneration to Managing Director and other Directors (being the total of A and B)

## C. Remuneration to Key Managerial Personnel other than MD

(₹ in Lacs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		P K Ojha Company Secretary	Ajay Sonthalia CFO	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section17(3) Income-tax Act, 1961	26.21 0.00 0.00	61.19 0.00 0.00	87.40 0.00 0.00
2	Stock Option	0.00	0.00	0.00
3	Sweat Equity	0.00	0.00	0.00
4	Commission - as % of profit - others, specify...	0.00 0.00 0.00	0.00 0.00 0.00	0.00 0.00 0.00
5	Others, please specify	0.00	0.00	0.00
	<b>Total</b>	<b>26.21</b>	<b>61.19</b>	<b>87.40</b>

## VII. Penalties / Punishment / Compounding of Offences

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-



## NOMINATION & REMUNERATION POLICY

### 1. Preamble

- 1.1 Sub-section (3) of Section 178 of the Companies Act, 2013 states that the Nomination and Remuneration Committee shall 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.
- 1.2 Section 178 of the Companies Act, 2013 has been made effective from April 1, 2014 by the Central Government by notification no. S.O. 902(E) issued on March 26, 2014. Therefore, this Nomination and Remuneration Policy ("the Policy") has been framed in compliance with the provisions of the Act and Rules made under the Act.
- 1.3 Pursuant to the amendments in Regulation 19 read with Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide SEBI (LODR) (Amendment) Regulations, 2018 and the Companies (Amendment) Act, 2017, the Policy has been further revised and adopted by the Board in its Meeting held on 28<sup>th</sup> March, 2019.

The Policy provides a framework for remuneration to the members of the Board of Directors ("Board"), Key Managerial Personnel ("KMP") and the Senior Management Personnel ("SMP") of the Company (collectively referred to as "**Executives**").

The expression "senior management" means officers/personnel of Company who are members of its core management team excluding directors comprising all members of management one level below the chief executive officer/managing director/whole time director/manager (including chief executive officer/manager, in case they are not part of the board) and shall specifically include company secretary and chief financial officer.

Further, the term "Applicable Law" includes any statute, law, regulations, ordinance, rule, judgment, order, decree, bye-law, clearance, directive, guideline, policy, requirement, notifications and clarifications or other governmental instruction and/or mandatory standards as may be applicable to the Company from time to time.

All the other terms used in the Policy shall have the same meaning as assigned to them under the Applicable Law.

- 1.4 The Members of the Nomination and Remuneration Committee ("the Committee or NRC") shall be appointed by the Board and shall comprise three or more non-executive directors out of which not less than one-half shall be independent directors. Any fraction in the one-half shall be rounded off to one.
- 1.5 This Policy will be called "KVL Nomination & Remuneration Policy" and referred to as "the Policy".
- 1.6 The Policy will be reviewed at such intervals as the Nomination and Remuneration Committee will deem fit.

### 2. Objectives

- 2.1 The objectives of the Policy are as follows:
  - 2.1.1 To set criteria for determining qualifications, positive attributes and independence of a director, and remuneration of the Executives.
  - 2.1.2 To enable the Company to attract, retain and motivate highly qualified members for the Board and other executive level to run the Company successfully.
  - 2.1.3 To enable the Company to provide a well-balanced and performance-related compensation package, taking into account shareholder interests, industry standards and relevant Indian corporate regulations.
  - 2.1.4 To ensure that the interests of Board members & senior executives are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the company and will be consistent with the "pay-for-performance" principle.
  - 2.1.5 To ensure that remuneration to directors, KMP and senior management employees of the Company 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.

### 3. Principles of remuneration

- 3.1 **Support for Strategic Objectives:** Remuneration and reward frameworks and decisions shall be developed in a manner that is consistent with, and supports and reinforces the achievement of the Company's vision and strategy.
- 3.2 **Transparency:** The process of remuneration management shall be transparent, conducted in good faith and in accordance with appropriate levels of confidentiality.
- 3.3 **Internal equity:** The Company shall remunerate the Executives in terms of their roles within the organisation. Positions shall be formally evaluated to determine their relative weight in relation to other positions within the Company.
- 3.4 **External equity:** The Company strives to pay an equitable remuneration, capable of attracting and retaining high quality personnel. Therefore the Company will remain logically mindful of the ongoing need to attract and retain high quality people, and the influence of external remuneration pressures. Reference to external market norms will be made using appropriate market sources, including relevant and comparative survey data, as determined to have meaning to the Company's remuneration practices at that time.
- 3.5 **Flexibility:** Remuneration and reward shall be sufficiently flexible to meet both the needs of individuals and those of the Company whilst complying with relevant tax and other laws.
- 3.6 **Performance-Driven Remuneration:** The Company shall establish a culture of performance-driven remuneration through the implementation of the Performance Incentive System.
- 3.7 **Affordability and Sustainability:** The Company shall ensure that remuneration is affordable on a sustainable basis.

### 4. Terms of Reference and Role of the Committee

- 4.1 The Terms of Reference and Role of the Committee as set by the Board of Directors are as under:
- 4.1.1 Evaluate the current composition and organization of the Board and its committees in light of requirements established by any Regulatory Body or any other applicable statute, rule or regulation which the Committee deems relevant and to make recommendations to the Board with respect to the appointment, re-appointment and resignation of Independent, Executive and Non-Executive Directors of the Company;
- 4.1.2 Review the composition and size of the Board in order to ensure that the Board is comprised of members reflecting the proper expertise, skills, attributes and personal and professional backgrounds for service as a Director of the Company, as determined by the Committee;
- 4.1.3 Review and recommend to the Board an appropriate course of action upon the resignation of current Board members, or any planned expansion of the Board, and review the qualifications, experience and fitness for service on the Board of any potential new members of the Board;
- 4.1.4 Review all stockholder proposals submitted to the Company (including any proposal relating to the nomination of a member of the Board) and the timeliness of the submission thereof and recommend to the Board appropriate action on each such proposal;
- 4.1.5 Ensure "fit and proper" status of existing/proposed Directors of the Company in accordance with RBI Circular on Corporate Governance, issued from time to time;
- 4.1.6 Formulate, administer and supervise the Company's Stock Option schemes, if any, in accordance with relevant laws;
- 4.1.7 Ensure that 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;
- 4.1.8 Ensure that relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
- 4.1.9 Ensure that remuneration to Directors, Key Managerial Personnel (KMPs) 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;
- 4.1.10 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 (KMPs) and other employees of the Company;

- 4.1.11 Formulate the criteria for evaluation of Independent Directors and the Board;
- 4.1.12 Devise a policy on Board diversity;
- 4.1.13 Identify the 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;
- 4.1.14 Specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Committee or by an independent external agency and review its implementation and compliance;
- 4.1.15 Recommend to the Board of Directors of the Company, all remuneration, in whatever form, payable to the senior management;
- 4.1.16 Deal with such matters as may be referred to by the Board of Directors from time to time;

4.2 The Committee shall:

- 4.2.1 Review the ongoing appropriateness and relevance of the Policy;
- 4.2.2 Ensure that all provisions regarding disclosure of remuneration, including pensions, leave encashment, gratuity, etc. are fulfilled;
- 4.2.3 Obtain reliable, up-to-date information about remuneration in other companies;
- 4.2.4 Ensure that no director or executive is involved in any decisions as to their own remuneration.

4.3 Without prejudice to the generality of the terms of reference as set out above, the Committee shall:

- 4.3.1 Operate the Company's share option schemes (if any) or other incentives schemes (if any) as they apply to. It shall recommend to the Board the total aggregate amount of any grants to the Executives including individual limit and make amendments to the terms of such schemes, as the case may be;
- 4.3.2 Liaise with the trustee / custodian of any employee share scheme, which is created by the Company for the benefit of employees or Directors.
- 4.3.3 Review the terms of Executives service contracts from time to time.

## **5. Procedure for selection and appointment of the Board Members**

5.1 Board membership criteria:

- 5.1.1 The Committee, along with the Board, shall review on an annual basis, appropriate skills, characteristics and experience required of a Board Member. The objective is to have a Board with diverse background and experience in business, government, academics, technology and in areas that are relevant for the Company's global operations.
- 5.1.2 In evaluating the suitability of individual Board members, the Committee shall take into account many factors, including general understanding of the Company's business dynamics, global business and social perspective, educational and professional background and personal achievements. Directors must possess experience at policy-making and operational levels in large organizations with significant international activities that will indicate their ability to make meaningful contributions to the Board's discussion and decision making in the array of complex issues facing the Company.
- 5.1.3 Director should possess the highest personal and professional ethics, integrity and values. They should be able to balance the legitimate interest and concerns of all the Company's stakeholders in arriving at decisions, rather than advancing the interests of a particular constituency.
- 5.1.4 In addition, Directors must be willing to devote sufficient time and energy in carrying out their duties and responsibilities effectively. They must have the aptitude to critically evaluate management's working as part of a team in an environment of collegiality and trust.
- 5.1.5 The Committee shall evaluate each Director with the objective of having a group that best enables the success of the Company's business.

5.2 Selection of Board Members/ extending invitation to a potential director to join the Board:

5.2.1 One of the roles of the Committee is to periodically identify competency gaps in the Board, evaluate potential candidates as per the criteria laid above, ascertain their availability and make suitable recommendations to the Board. The objective is to ensure that the Company's Board is appropriate at all points of time to be able to take decisions commensurate with the size and scale of operations of the Company. The Committee also identifies suitable candidates in the event of a vacancy being created on the Board on account of retirement, resignation or demise of an existing Board member. Based on the recommendations of the Committee, the Board evaluates the candidate(s) and decides on the selection of the appropriate member.

5.2.2 The Board then shall make an invitation (verbal / written) to the new member to join the Board as a Director. On acceptance of the same, the new Director may be appointed by the Board.

## 6. Procedure for selection and nomination of KMP and SMPs

The Chairman and the Managing Director (MD) along with the Head of Human Resource (HR) Department, identify and appoint suitable candidates for appointing them as KMPs (excluding Executive Directors) or SMPs of the Company on the basis of their academic, professional qualifications, relevant work experience, skill and other capabilities suitable to the position of concerning KMP or SMP.

Further, in case of KMP (excluding Executive Director) appointment, approval of the Board of Directors / concerned Committee shall be taken in accordance with provisions of relevant Act, statutes, regulations etc. existing as on that date. The appointment and/or removal of KMPs shall be placed before the NRC and / or Board of Directors at regular intervals.

Further, in case of appointment of SMPs (excluding KMPs), the appointment and all remuneration, in whatever form as approved by the MD and Head of the HR Department shall be placed before the NRC at regular intervals.

## 7. Compensation Structure

### 7.1 Remuneration to Non-Executive Directors:

The Non-executive Directors of the Company will be paid remuneration by way of fees only for attending the meetings of the Board of Directors and its Committees. The fees paid to the Non-executive Directors for attending meetings of Board of Directors shall be such as may be determined by the Board within the limit prescribed under the Companies Act, 2013 which is currently Rs. 100,000/- per meeting i.e. Board or Committee. Beside the sitting fees, they are also entitled to reimbursement of expenses and payment of commission on net profits.

The fees of the Non-executive Directors for attending meetings of Board of Directors and the Committees thereof may be modified from time to time only with the approval of the Board in due compliance of the provisions of Companies Act, 2013 and amended from time to time.

An Independent Director shall not be entitled to any stock option and may receive remuneration only by way of fees and reimbursement of expenses for participation in meetings of the Board or Committee thereof and profit related commission, as may be permissible by the Applicable law.

If any such director draws or receives, directly or indirectly, by way of fee/remuneration any such sums in excess of the limit as prescribed or without the prior sanction, where it is required, under the Applicable law such remuneration shall be refunded to the Company and until such sum is refunded, hold it in trust for the Company.

### 7.2 Remuneration to Executive Directors, KMPs & SMPs

The Company has a credible and transparent framework in determining and accounting for the remuneration of the Managing Director / Whole Time Directors (MD/WTDs), KMPs and SMPs. Their remuneration shall be governed by the external competitive environment, track record, potential, individual performance and performance of the company as well as industry standards. The remuneration determined for MD/WTDs shall be approved by the Board of Directors at a meeting which shall be subject to the approval of members at the next general meeting of the Company and by the Central Government in case such appointment is at variance to the conditions specified in Schedule V of the Companies Act, 2013. As a policy, the Executive Directors are not paid any fees for attending the Board and/or Committee meetings.

If any Director draws or receives, directly or indirectly, by way of remuneration any such sums in excess of the limit as prescribed or without the prior sanction, where it is required, under the Applicable law, such remuneration shall be refunded to the Company and until such sum is refunded, hold it in trust for the Company.

A Director who is in receipt of any commission from the Company and who is a managing or whole-time director of the Company may receive any remuneration or commission from any holding or subsidiary company of the Company, subject to its disclosure by the Company in the Board's report.

The remuneration (including revision) of KMPs (excluding Executive Directors) and SMPs on the recommendation of the Committee, shall be determined by Chairman along with the MD and Head of Human Resource (HR) Department after taking into consideration the academic, professional qualifications, work experience, skill, other capabilities and industry standards.

Further, the remuneration (including revision) of KMPs (excluding Executive Directors) shall also be subject to approval of the Board of Directors/concerned Committees, if stipulated by any Act, statute, regulations etc.

#### **8. Powers of the Committee and Meetings of the Committee**

The Committee shall have inter-alia the following powers:

- 8.1 Conduct studies or authorise studies of issues within the scope of the Committee with full access to all books, records, facilities and personnel of the Company;
- 8.2 Retain or seek advice of consultants and experts for performance of their role under this Policy and the costs relating thereto shall be borne by the Company;
- 8.3 Delegate its powers to any Member of the Committee or any KMP of the Company or form sub-committees to perform any of its functions or role under this Policy.

The Committee shall meet as per the requirements of law or at such larger frequency as may be required. .

#### **9. Approval and publication**

- 9.1 This Policy as framed by the Committee shall be recommended to the Board of Directors for its approval.
- 9.2 The policy shall be placed on the website of the Company.
- 9.3 The Policy along with the web address of the same shall form part of Director's Report as required under Section 178(4) of the Companies Act, 2013.

#### **10. Supplementary provisions**

- 10.1 This Policy shall formally be implemented from the date on which it is adopted by the Board of Directors.
- 10.2 Any matters not provided for in this Policy shall be handled in accordance with relevant laws and regulations, the Company's Articles of Association.
- 10.3 The right to interpret this Policy vests in the Board of Directors of the Company.

**REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES**  
**[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9**  
**of the Companies (Corporate Social Responsibility Policy) Rules, 2014]**

**1. A brief outline on the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs:**

The Company may undertake CSR activities on its own or by pooling the resources into a Company registered under section 8 of the Companies Act, 2013 (Act) within the Group.

The Company is already engaged in various activities which qualify to be in the nature of CSR activity as defined in the Act. Company's CSR policy is posted on the weblink <http://www.lnbgroupp.com/kiran/policies.php>

The Company has identified the following areas of CSR activities–

- Eradicating hunger, poverty and malnutrition, promoting health care;
- Promoting education;
- Ensuring environmental sustainability;
- Animal welfare and development;
- Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government;
- Rural development projects;
- Protection of national heritage, art and culture including restoration of buildings;
- Promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports;
- Contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government etc.

Notwithstanding the listed priority projects, the CSR Committee may accept other CSR Projects falling in any other areas, at its discretion.

**2. The Composition of the CSR Committee :**

Mr. Lakshmi Niwas Bangur, Non-Executive Director, Chairman  
 Mr. Bhaskar Banerjee, Independent Director, Member  
 Mr. Shreyash Bangur, Managing Director, Member

**3. Average Net Profit of the company for last three financial years, 2016-17 to 2018-19 :**

Rs.460.92 Lacs

**4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above):**

Rs.9.22 Lacs

**5. Details of CSR spent during the financial year :**

(a) Total amount to be spent for the financial year : **Rs. 16.41 Lacs**

(b) Amount unspent, if any : **Nil**

(c) Manner in which the amount spent during the financial year is detailed below:

Sl. No.	CSR Project or activity identified	Sector in which the Project is Covered	Project or Programs	Amount Outlay (budget) project or programs wise	Amount spent on the projects or programs	Cumulative Expenditure upto the reporting period	Amount spent Direct or through Implementing Agency
1.	Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports	Promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports	"Foundation for Promotion of Sports and Game"	Rs. 1.00 Lacs	Rs. 1.00 Lacs	Rs. 1.00 Lacs	Implementing Agency- "Foundation for Promotion of Sports and Game"

2.	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projectsabled and livelihood enhancement projects	Promoting education, including special education for children with special needs	Monovikas Kendra	Rs. 4.00 Lacs	Rs. 4.00 Lacs	Rs. 4.00 Lacs	Implementing Agency - Monovikas Kendra
3.	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projectsabled and livelihood enhancement projects	Promoting education, including special education for children with special needs	Indian Institute of Cerebral Palsy	Rs. 2.61 Lacs	Rs. 2.61 Lacs	Rs. 2.61 Lacs	Implementing Agency - Indian Institute of Cerebral Palsy
4.	Promoting Health care including preventing health care	Health care including preventing health care	Indian Cancer Society	Rs. 5.81 Lacs	Rs. 5.81 Lacs	Rs. 5.81 Lacs	Implementing Agency - Indian Cancer Society
5.	Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups	Protecting the Rights of disadvantaged elderly	HelpAge India	Rs.0.48 Lacs	Rs.0.48 Lacs	Rs.0.48 Lacs	Implementing Agency - HelpAge India
6.	Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund)	Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund)	Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund)	Rs.2.51 Lacs	Rs.2.51 Lacs	Rs.2.51 Lacs	Direct

**About Implementing Agency:-**

**a) “Foundation for Promotion of Sports and Game”**

The Company has made contribution to “**Foundation for Promotion of Sports and Games**”.

The Foundation is a Section 8 Company incorporated under Companies Act, 2013, run by Indian Sporting legends with a mission to promote sports and help Indian Athletes to win Olympic Gold Medals.

**b) “Manovikas Kendra, Kolkata”**

The Company has made contribution to “**Manovikas Kendra, Kolkata**”.

The Manovikas Kendra, is Rehabilitation and Research Institute for the Hadicapped situated at Kolkata, West Bengal. The main objective of the Manovikas Kendra is promoting inclusiveness and overall development of children with learning difficulties/disabilities belonging to various sections of the society Manovikas Kendra under its wing MANOCHETNA has undertaken a project “NO CHILD LEFT BEHIND” aiming at capacity building and overall development of children with learning difficulties/disabilities.

**c) “Indian Institute of Cerebral Palsy (Kolkata)”**

The Company has made contribution to “**Indian Institute of Cerebral Palsy (Kolkata)**”.

The Indian Institute of Cerebral Palsy (IICP) is a registered charitable society working since 1974. The main objective of the IICP is to support children and youth adults, with disability, mainly cerebral palsy, to gain access to equal opportunities and citizenship right through special education and skill development.

**d) “Indian Cancer Society”**

The Company has made contribution to “**Indian Cancer Society**” through HDFC Charity Fund for Cancer cure.

Indian Cancer Society was established in 1951. Indian Cancer Society has been doing sterling work in fighting cancer across India. It has been and continues to be the beacon of hope for thousands of underprivileged cancer patients. The main activities of this society is to provide funds for the treatment of cancer for poor cancer patients across the country, providing accommodation, rehabilitations and survivors supports etc.

**e) “HelpAge India”**

The Company has made contribution to “**HelpAge India**”.

The HelpAge India is a registered society at Delhi under The Societies Registration Act. The main objective of the HelpAge India is to support and protect right of elderly people, provide the relief through various interventions and serve the needs of the aged in a holistic manner so as to make significant and meaningful changes in the lives of disadvantaged older persons thus enabling them to live more dignified and healthier lives.

**6. Reasons for not spending the two percent of the average net profit of the last three financial years**

During the year under review, the Company has spent total amount of Rs. 16.41 Lacs towards CSR expenditure.

**7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company**

The CSR Committee of the Company hereby confirms that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

**For and behalf of Corporate Social Responsibility Committee**

**Date : 15.06.2020**  
**Place : Kolkata**

**Lakshmi Niwas Bangur**  
**Chairman of Committee**  
**(DIN : 00012617)**

**Shreyash Bangur**  
**Member of Committee**  
**(DIN : 00012825)**



**Statement pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

i	The Ratio of the remuneration of each Director to the median remuneration of the employee of the Company for the financial year	<b>Name of the Directors</b>	<b>Ratio to Median remuneration</b>	
		Mr. Shreeyash Bangur	2.86:1	
		Mr. Lakshmi Niwas Bangur	0.20:1	
		Ms. Sheetal Bangur	0.11:1	
		Mr. Amitav Kothari	0.16:1	
		Mr. Rajiv Kapasi	0.20:1	
		Mr. Bhaskar Banerjee	0.15:1	
ii	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	<b>Director's / CFO / CEO / CS / Manager name</b>	<b>% age increase in remuneration</b>	
		Mr. Shreeyash Bangur	0.00%	
		Mr. Lakshmi Niwas Bangur	82.14%	
		Ms. Sheetal Bangur	383.33%	
		Mr. Amitav Kothari	105.00%	
		Mr. Rajiv Kapasi	112.50%	
		Mr. Bhaskar Banerjee	143.75%	
		Mr. Ajay Sonthalia - CFO	14.00%	
Mr. Pradip Kumar Ojha - CS	15.00%			
iii	Percentage increase in the median remuneration of employees in the financial year	9.44%		
iv	Number of permanent employees on the rolls of the Company	12		
v	Average percentile increase already made in salaries of Employees other than managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	<b>March 31, 2020</b>	<b>March 31, 2019</b>	
		<b>Employees (excluding KMP)</b>	13.52%	4.62%
		<b>Key Managerial Personnel (KMP)</b>	9.67%	39.08%
vi	Affirmation that the remuneration is as per the remuneration policy of the Company	The Board of Directors of the Company affirms that the remuneration is as per the Remuneration Policy of the Company		

## Particulars pursuant to Rule 5(2) &amp; 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

## I. Name of the Top Ten employees in terms of remuneration drawn:

List of top ten employee in terms of remuneration drawn during the year											
Sl. No.	Name	Designation	Remuneration (in Lacs)	Nature of Employment	Qualification	Experience (in yrs.)	Date of joining	Age (in yrs.)	Last employment	% of equity shares held	Relative of Director
1	Shreyash Bangur	Managing Director	73.29	Permanent	M.SC.(ENG. & BUS.MGT.)	13	04.11.2013	40	Andhra Pradesh Paper Mills Ltd.	2.02	Yes
2	Amit Mehta	Group President	150.03	Permanent	CA, Alumnus of Harvard Business School, USA	19	28.03.2019	40	Self Employed	5.00	No
3	Ajay Sonthalia	Chief Financial Officer	61.19	Permanent	B.Com. (Hons.), CA	19	08.09.2015	45	Vate India Pvt. Ltd.	-	No
4	Vivek Tibrewalla	Principal Executive	33.44	Permanent	MBA	22	07.10.2014	41	Pinnacle International, India	-	No
5	Mahabir Prasad Bhabhra	Chief Commercial Officer	40.93	Permanent	B.Com., LLB	54	24.09.2013	74	Digvijay Investment Limited	-	No
6	Vikaskr Bajoria	Chief Executive - Investment	22.87	Permanent	B.Com. (Hons.), PGDM (Finance)	20	24.09.2013	45	Bajjit Securities Pvt. Ltd.	-	No
7	Pradip Kr Ojha	Company Secretary	26.21	Permanent	CS, MBA (FINANCE)	20	23.10.2017	45	Maharaja Shree Umaid Mills Ltd.	-	No
8	Sumit Mallawat	Dy. General Manager (Finance & Accounts)	21.32	Permanent	CA	14	15.06.2018	37	The Peria Karamalai Tea & Produce Co. Limited	-	No
9	Sudip Mishra	Accounts Manger	10.48	Permanent	CA	9	01.03.2014	35	Metalogic System Pvt. Ltd.	-	No
10	Nayan Saxena	Deputy Manager - IT	6.43	Permanent	MBA	14	01.03.2018	37	M. B. Commercial Co. Ltd.	-	No

## II Employed throughout the year and was in receipt of remuneration not less than Rupees One crore and two lacs per annum

Amit Mehta - Group President

## III Employed for the part of the year and was in the receipt of remuneration not less than Rupees Eight lakhs fifty thousand per month

Nil

## IV Employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company.

Amit Mehta - Group President

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020**  
**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9**  
**of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
The Members,  
Kiran Vyapar Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kiran Vyapar Limited** [hereinafter called the '**Company**'] for the financial year ended 31<sup>st</sup> March, 2020 ['**Audit Period**']. Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company as provided in **Annexure I** and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the Audit Period, covering the financial year ended on March 31, 2020 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:

We have examined the books, papers, minute books, forms and returns filed and other records as maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

1. The Companies Act, 2013 (the "Act") and the rules made thereunder including any re-enactment thereof;
2. The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;
3. The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent applicable to the Company;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992, to the extent applicable:
  - a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
  - e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - f. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - g. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
6. Laws specifically applicable to the industry to which the Company belongs, as identified and compliance whereof as confirmed by the management, that is to say:
  - a. Reserve Bank of India Act, 1934;
  - b. Master Direction—Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016;
  - c. Master Direction – Non-Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016;
  - d. Master Direction—Non-Banking Financial Company Returns (Reserve Bank) Direction, 2016;
  - e. Master Direction—Know Your Customer (KYC) Directions, 2016;
  - f. Master Direction—Monitoring of Fraud in NBFCs (Reserve Bank) Directions, 2016;
  - g. Master Direction – Information Technology Framework for NBFC Sector;
  - h. Master Direction—Miscellaneous Non-Banking Company (Reserve Bank) Directions, 2016;
  - i. Other RBI Guidelines and Circulars as may be applicable.

We have also examined compliance with the applicable clauses of the Secretarial Standards for Board Meetings (SS-1), for General Meetings (SS-2) and for Dividend (SS-3) issued by the Institute of Company Secretaries of India.

During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. as mentioned above subject to the following observation:

The Company being an NBFC having net worth of more than INR 500 crore was required to prepare the financial statements for the financial year ended March 31, 2019 as per the Companies (Indian Accounting Standards) Rules, 2015 in the manner as provided in Division III of Schedule III of the Companies Act, 2013 (Act). Accordingly, the Company had duly prepared the said financial statements, which were laid before and adopted by the shareholders of the Company at the Annual General Meeting ('AGM') held on September 09, 2019. However, there was no e-Form available to file the Ind-AS based financial statements of an NBFC. In view of the unavailability of the said e-Form, the Company could not file the financial statements within the time prescribed under Section 137 of the Act.

MCA vide its General Circular dated January 30, 2020 deployed the e-Forms AOC-4 NBFC (Ind-AS) and AOC-4 CFS NBFC (Ind-AS), and also extended the last date of filing the same to March 31, 2020. The Company had tried several times to file the said e-Forms within the prescribed time, however, due to various technical issues including issues related to functioning of the MCA portal and also the lockdown measures taken by the Government of India due to the ongoing COVID 19 pandemic, the Company could not succeed in filing the same. We have been informed that the Company is in the process of filing the said e-Forms and has given us assurance that the same will be filed before September 30, 2020 by availing the relaxations provided under the Companies Fresh Start Scheme, 2020.

**Management and Auditor Responsibility:**

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;
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion;
3. Wherever our Audit has required our examination of books and records maintained by the Company, we have also relied upon electronic versions of such books and records, as provided to us through online communication. Wherever for the purposes of our Audit, there was a need for physical access to any of the places of business of the Company, the same has not been uniformly possible in view of the prevailing lockdown.
4. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
5. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulation and happening of events etc;
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis;
7. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices.
8. The contents of this Report has to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company.
9. 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.

**Recommendations as a matter of best practice:**

In the course of our audit, we have made certain recommendations for good corporate practices to the compliance team, for its necessary consideration and implementation by the Company.

**We further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings and Committee 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 was carried through, while there were no minuted instances of dissent in Board or Committee meetings.

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

**We further report that** during the audit period, the Company has not undertaken any specific event/action that can have a major bearing on the company's compliance responsibility in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. except the following:

**1. Shifting of registered office of the Company within the same city**

During the Audit period, the Company in its board meeting held on November 09, 2019, approved shifting its registered office within local limits of the city of existing registered office i.e. from Krishna, 7th Floor, Room No. 706 224, A.J.C. Bose Road Kolkata -700017 to 7, Munshi Premchand Sarani, Hastings Kolkata-700022 w.e.f December 01, 2019.

**For Vinod Kothari & Company  
Company Secretaries in Practice**

**Munmi Phukon  
Partner**

**Membership No.: A60355**

**C P No.: 22846**

**UDIN: A060355B000342021**

**Place : Kolkata**

**Date : 15.06.2020**

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**ANNEXURE I  
LIST OF DOCUMENTS**

1. Minutes of the following meetings (final draft provided through electronic mode on account of lockdown due to COVID-19)
  - a. Board Meeting;
  - b. Audit Committee;
  - c. Nomination and Remuneration Committee;
  - d. Stakeholders Relationship Committee;
  - e. Corporate Social Responsibility Committee;
  - f. Loan and Investment Committee;
  - g. Asset Liability Management Committee;
  - h. Risk Management Committee;
  - i. Grievance Redressal Committee;
  - j. IT Strategy Committee;
  - k. Annual General meeting;
2. Annual Report 2018-19;
3. Notice and Agenda for Board and Committee Meeting on sample basis.
4. Memorandum and Articles of Association;
5. Disclosures under Act, 2013 and Listing Regulations;
6. Policies framed under Act, 2013 and Listing Regulations;
7. Forms and returns filed with the ROC and RBI;
8. Registers maintained under Act, 2013;
9. Disclosures under SEBI (Prohibition of Insider Trading) Regulations, 2015
10. Disclosures under SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

## CORPORATE GOVERNANCE REPORT

As required under Regulation 34(3) read with Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**hereinafter referred to as “Listing Regulations, 2015”**) the details of compliance by the Company with the norms on Corporate Governance are as under:

### 1. COMPANY’S PHILOSOPHY ON CODE OF GOVERNANCE

The Company’s philosophy on Corporate Governance is embedded in the rich legacy of ethical governance practices. Integrity, transparency, accountability and compliance with laws which are the columns of good governance are cemented in the Company’s robust business practices to ensure ethical and responsible leadership both at the Board and at the Management level. The Company’s Code of Business Conduct and Ethics and its well-structured internal control systems which are subjected to regular assessment for its effectiveness, reinforces integrity of Management and fairness in dealing with the Company’s stakeholders.

The Company has complied with the requirements of Corporate Governance as laid down under the Listing Regulations, 2015.

### 2. BOARD OF DIRECTORS

#### a) Composition of the Board

As on 31st March, 2020, the Board of Directors of the Company comprised of 6 (Six) Directors, of whom 3 (three) are Non-Executive Independent Directors, 1 (One) Executive Director (Managing Director) and 2 (two) Non-Executive Directors, out of which one is the Chairman of the Board. The Board has no institutional Nominee Director.

The composition of the Board is in compliance with the requirements of Regulation 17 of the Listing Regulations, 2015.

The Composition and Category of the Board is enumerated below:

Name	Category
Mr. Lakshmi Niwas Bangur	Non-Executive/ Promoter – Chairman
Mr. Shreeyash Bangur	Managing Director/ Promoter
Ms. Sheetal Bangur	Non-Executive/ Promoter
Mr. Amitav Kothari	Non-Executive, Independent
Mr. Bhaskar Banerjee	Non-Executive, Independent
Mr. Rajiv Kapasi	Non-Executive, Independent

#### b) Attendance of each director at the Board Meetings and at the last Annual General Meeting (AGM)

Name of Directors with DIN	No. of Board Meetings		Whether attended last AGM on 09.09.2019
	Held during the year	Attended	
Mr. Lakshmi Niwas Bangur DIN: 00012617	5	5	Yes
Mr. Shreeyash Bangur DIN:00012825	5	3	Yes
Ms. Sheetal Bangur DIN:00003541	5	2	No
Mr. Amitav Kothari DIN:01097705	5	4	No
Mr. Bhaskar Banerjee DIN:00013612	5	3	No
Mr. Rajiv Kapasi DIN:02208714	5	4	No

**c) Number of other Board of Directors or Committee in which a directors is a member or Chairperson memberships held**

Name of Directors with DIN	No. of Directorships in other Listed Entities & Category	No. of Directorships in other Public Ltd. Companies @	Other Committee Memberships and Chairmanship*	
			Member#	Chairman
Mr. Lakshmi Niwas Bangur DIN: 00012617	1. The Peria Karamalai Tea and Produce Company Limited- Non-Executive/ Promoter – Chairman 2. Amalgamated Development Ltd. - Non-Executive/ Director	9	4	2
Mr. Shreeyash Bangur DIN:00012825	1. The Peria Karamalai Tea and Produce Company Limited -Executive/ Deputy Managing Director	9	1	-
Ms. Sheetal Bangur DIN:00003541	1. Amalgamated Development Ltd. - Non-Executive/ Director	9	-	-
Mr. Amitav Kothari DIN:01097705	1. Kanoria Chemicals & Industries Ltd. - Non-Executive/ Independent Director 2. West Coast Paper Mills Limited - Non-Executive/ Independent Director	3	5	1
Mr. Bhaskar Banerjee DIN:00013612	1. Amalgamated Development Ltd. - Non-Executive/ Independent Director	8	6	4
Mr. Rajiv Kapasi DIN:02208714	1. Amalgamated Development Ltd. - Non-Executive/ Independent Director	6	6	1

\* Includes only Audit Committee and Stakeholders Relationship Committee of Public Companies

# Number of Membership also includes Chairmanship held in the Committee(s)

@ excludes directorship in private companies, foreign companies and section 8 companies

**d) Number of meetings of the Board of Directors held and dates on which held**

During the Financial Year 2019-20, the Board met 5 (five) times on the dates as mentioned below:-

**20th May, 2019, 14th August, 2019, 9th November, 2019, 6th December, 2019 and 8th February, 2020.**

The members of the Board have also passed one Circular Resolution as per Section 175 of the Companies Act, 2013 on 22nd April, 2019.

**e) Disclosure of relationships between directors inter-se**

None of the Directors are related to each other except Mr. Lakshmi Niwas Bangur, Mr. Shreeyash Bangur and Ms. Sheetal Bangur.

Name of the Directors	Relationship between directors
Mr. Lakshmi Niwas Bangur	Father of Mr. Shreeyash Bangur and Ms. Sheetal Bangur
Mr. Shreeyash Bangur	Son of Mr. Lakshmi Niwas Bangur and Brother of Ms. Sheetal Bangur
Ms. Sheetal Bangur	Daughter of Mr. Lakshmi Niwas Bangur and Sister of Mr. Shreeyash Bangur

**f) Number of shares and convertible instruments held by non-executive director**

The details of shares of the Company held by Non-Executive Directors are as follows:

Name of Directors	No. of Shares held
Mr. Lakshmi Niwas Bangur	1760457
Ms. Sheetal Bangur	28888
Mr. Amitav Kothari	Nil
Mr. Bhaskar Banerjee	Nil
Mr. Rajiv Kapasi	Nil

The Non-Executive Directors of the Company do not hold convertible instruments in the Company.

**g) Familiarization Programme**

At the time of appointment of an Independent Director, formal letter of appointment is given to them, which inter-alia explains the role, functions, duties and responsibilities expected from them as an Independent Director of the Company. Moreover, the Directors were also explained in detail the compliances required from them under the Companies Act, 2013, Listing Regulations, 2015 and the recent Guidelines and Directions issued by Reserve Bank of India, applicable to the Company and other relevant regulations. Further, on an ongoing basis presentations are regularly made to the Independent Directors on various matters inter-alia covering the Company's and its subsidiaries/associates businesses and operations, industry and regulatory updates, strategy, finance, risk management framework, role, rights, responsibilities of the Independent Directors under various statutes and other relevant matters.

Further, with a view to familiarize them with the Company's operations, an induction kit was also provided to the Independent Directors of the Company.

The details of the Familiarization Programme has been disclosed on the website of the Company [https://www.lnbgroup.com/kiran/Familiarization\\_Programme.php](https://www.lnbgroup.com/kiran/Familiarization_Programme.php)

**h) Skill, Competence and Expertise of Board of Directors**

Sl. No.	Skills, Competencies / and Expertise	Mr. Lakshmi Niwas Bangur	Mr. Shreeyash Bangur	Ms. Sheetal Bangur	Mr. Amitav Kothari	Mr. Bhaskar Banerjee	Mr. Rajiv Kapasi
1.	Industry experience including its entire value chain and in-depth experience in corporate strategy and planning	✓	✓	✓			✓
2.	Understanding of the relevant laws, rules, regulations policies applicable to the Non- Banking Financial Companies	✓	✓	✓	✓		✓
3.	Experience in finance, tax, risk management, legal, compliance and corporate governance	✓	✓		✓	✓	✓
4.	Experience in Human Resource Management, Communication and Information Technology	✓	✓	✓			
5.	Leadership Quality including integrity and high ethical standards	✓	✓	✓	✓	✓	✓
6.	Social welfare orientation	✓	✓	✓	✓	✓	✓

**i) Confirmation of the Board regarding fulfillment of regulations and Independency of Independent Directors with the management.**

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations and are independent of the management.

**j) Detailed reason for the Resignation of Independent Director**

No Independent Director resigned from the company during the Financial Year 2019-2020.

**k) Separate Meeting of Independent Directors**

During the year, the Independent Directors met on February 8, 2020 to discuss the following:

- Review the performance of Non-Independent Directors and the Board as a whole;
- Review the performance of the Chairperson of the Company, taking into account the views of executive directors and non –executive directors; and
- To assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the board to effectively and reasonably perform their duties.

The Meeting was attended by two Independent Directors and was conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their combined views to the Board of Directors of the Company.



**3. COMMITTEES OF THE BOARD**

The Board constituted various committees to function in specific areas and to take informed decisions within delegated powers. Each committee exercises its functions within the scope and area as defined in its constitutional guidelines. With a view to have a more focused attention on business and for better governance and accountability and as per requirement of various provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant Master Directions and Regulations issued by Reserve Bank of India from time to time the Board has constituted the following Committees:

- a) Audit Committee
- b) Nomination and Remuneration Committee
- c) Stakeholders Relationship Committee
- d) Corporate Social Responsibility Committee
- e) Asset Liability Management Committee
- f) Risk Management Committee
- g) Loan and Investment Committee
- h) Grievance Redressal Committee
- i) IT Strategy Committee
- j) IT Steering Committee

**A. Audit Committee****Objective:**

The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors. The primary objective of the Committee is to monitor and provide effective supervision of the financial reporting process to ensure reliability and timeliness of disclosures while ensuring integrity and quality of the reports.

**Powers of Audit Committee**

The powers of Audit Committee include the following:

1. To investigate any activity within its terms of reference.
2. To seek information required from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

**Role of Audit Committee**

The role of the Audit Committee includes the following:

- a. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- b. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- c. Approval of payment to statutory auditors for any other services rendered by the statutory auditors except those which are specifically prohibited;
- d. Reviewing, with the management, and examination of the financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  1. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
  2. Changes, if any, in accounting policies and practices and reasons for the same
  3. Major accounting entries involving estimates based on the exercise of judgment by management
  4. Significant adjustments made in the financial statements arising out of audit findings
  5. Compliance with listing and other legal requirements relating to financial statements
  6. Disclosure of any related party transactions
  7. Modified opinion(s) in the draft audit report
- e. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

- f. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- g. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- h. Approval or any subsequent modification of transactions of the company with related parties and scrutiny of the method used to determine the arm's length price of any transaction;
- i. Scrutiny of inter-corporate loans and investments;
- j. Valuation of undertakings or assets of the company, wherever it is necessary;
- k. Evaluation of internal financial controls and risk management systems;
- l. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- m. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- n. Discussion with internal auditors of any significant findings and follow up there on;
- o. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- p. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- q. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- r. To review the functioning of the Whistle Blower Mechanism;
- s. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- t. Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/advances/investments existing as on the date of coming into force of this provision.
- u. Reviewing the compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 at least once in a financial year and shall verify that the systems for internal control are adequate and are operating effectively.
- v. Carrying out any other function as may be delegated by the Board of Directors from time to time or as may be required by applicable law or as is mentioned in the terms of reference of the audit committee.

#### **Review of information by Audit Committee**

The Audit Committee shall mandatorily review the following information:

- a. Management discussion and analysis of financial condition and results of operations;
- b. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
- d. Internal audit reports relating to internal control weaknesses; and
- e. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
- f. Statement of deviations:
  - i) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulations 32(1).
  - ii) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

#### **Composition:**

The Board has constituted a well-qualified Audit Committee. All the members of the Committee are Non-Executive Directors with majority of them being Independent Directors including the Chairman as required under Regulation 18 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. They possess sound knowledge on accounts, audit, finance, taxation, internal controls etc.

The members of the Audit Committee as on 31st March, 2020 is comprised of:

Name of the Director	Designation	Category
Mr. Amitav Kothari	Chairman	Independent-Non Executive
Mr. Bhaskar Banerjee	Member	Independent-Non Executive
Mr. Lakshmi Niwas Bangur	Member	Non-Independent-Non Executive
Mr. Rajiv Kapasi	Member	Independent-Non Executive

The Company Secretary of the Company acts as the Secretary of the Committee.

### Meetings of Committee

The Audit Committee met 4 (four) times on 20th May, 2019, 14th August, 2019, 11th November, 2019 and 8th February, 2020 during the year under review.

The attendance of the Committee members to these meetings was as follows:

Name of Directors	No. of Meetings held	No. of Meetings Attended
Mr. Amitav Kothari	4	3
Mr. Bhaskar Banerjee	4	2
Mr. Lakshmi Niwas Bangur	4	4
Mr. Rajiv Kapasi	4	4

### B. Nomination and Remuneration Committee:

**Objective: The main objective of the Nomination & Remuneration Committee is:**

- To set criteria for determining qualifications, positive attributes and independence of a director, and remuneration of the Executives.
- To enable the Company to attract, retain and motivate highly qualified members for the Board and other executive level to run the Company successfully.
- To enable the Company to provide a well-balanced and performance-related compensation package, taking into account shareholder interests, industry standards and relevant Indian corporate regulations.
- To ensure that the interests of Board members & senior executives are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the company and will be consistent with the "pay-for-performance" principle.
- To ensure that remuneration to directors, KMP and senior management employees of the Company 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.

### Terms of Reference:

Some of the important terms of reference of the Committee are as follows:

- To formulate criteria for:
  - determining qualifications, positive attributes and independence of a director;
  - evaluation of performance of independent directors and the Board of Directors.
- To devise the following policies on:
  - remuneration including any compensation related payments of the directors, key managerial personnel and other employees and recommend the same to the Board of the Company;
  - Board diversity laying out an optimum mix of executive, independent and non-independent directors keeping in mind the needs of the Company.
- To identify persons who are qualified to:
  - become directors in accordance with the criteria laid down, and recommend to the Board the appointment and removal of directors;
  - be appointed in senior management in accordance with the policies of the Company and recommend their appointment or removal to the HR Department and to the Board.

- d. To specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;
- e. To carry out evaluation of the performance of every director of the Company;
- f. To express opinion to the Board that a director possesses the requisite qualification(s) for the practice of the profession in case the services to be rendered by a director are of professional nature.
- g. To decide whether to extend or continue the term of appointment of the independent director, on the basis of report of performance evaluation of independent directors;
- h. To recommend to the board, all remuneration, in whatever form, payable to senior management.
- i. To carry out such other business as may be required by applicable law or delegated by the Board or considered appropriate in view of the general terms of reference and the purpose of the Nomination and Remuneration Committee.

#### Composition:

The Board has constituted a well-qualified Nomination and Remuneration Committee. All the members of the Committee are Non-Executive Directors with majority of them being Independent Directors as required under Section 178 of the Companies Act, 2013 and Regulation 19 of (Listing Obligation and Disclosure Requirements) Regulation, 2015.

The members of the Nomination and Remuneration Committee as on 31st March, 2020 is comprised of:

Name of the Director	Designation	Category
Mr. Bhaskar Banerjee	Chairman	Independent-Non Executive
Mr. Lakshmi Niwas Bangur	Member	Non-Independent-Non Executive
Mr. Rajiv Kapasi	Member	Independent-Non Executive

#### Meetings of the Committee:

The Nomination and Remuneration Committee met 1 (One) times i.e., on 20th May, 2019 during the year under review.

The attendance of the committee members to these meetings was as follows:

Name of Directors	No. of Meetings held	No. of Meetings Attended
Mr. Bhaskar Banerjee	1	1
Mr. Lakshmi Niwas Bangur	1	1
Mr. Rajiv Kapasi	1	1

#### Performance evaluation criteria for Independent Directors-

On the advice of the Board of Directors and the Nomination and Remuneration Committee and in consonance with Guidance Note on Board Evaluation issued by SEBI through circular number SEBI/HO/CFD/CMD/CIR/P/2017/004 dated January 5, 2017, the Company formulated criteria for evaluation of the performance of the Board of Directors, its committees, Independent Directors, Non-Independent Directors. Based on those criteria, performance evaluation has been done.

Details of the performance evaluation of Board of Directors of the Company including Independent Directors is provided in the Directors' Report forming part of the Annual Report of the Company.

#### Remuneration Policy:

The Board of Directors of the Company has approved and adopted the Nomination and Remuneration Policy of the Company. The said policy which includes the criteria of making payments to non-executive directors can be viewed at the website of the Company <http://www.lnbgroupp.com/kiran/policies.php>.

**C. Stakeholders' Relationship Committee****Objective:**

The Committee is responsible for the satisfactory redressal of investors' complaints pertaining to the transfer/transmission of shares, non-receipt of Annual Reports, dividend payments, issue of duplicate share certificates and other miscellaneous complaints. In addition to above the Committee also looks into other issues including status of dematerialization/re-materialization of shares as well as system and procedures followed to track investor complaints and suggest matter for improvement from time to time.

**Terms of Reference:**

1. To ensure proper and timely attendance and redressal of grievances of security holders of the Company in relation to:
  - a. Transfer/transmission of shares,
  - b. Non-receipt of annual reports,
  - c. Non-receipt of declared dividends,
  - d. All such complaints directly concerning the shareholders / investors as stakeholders of the Company; and
  - e. Any such matters that may be considered necessary in relation to shareholders and investors of the Company.
2. Reviewing the measures taken for effective exercise of voting rights by shareholders.
3. Reviewing the adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.
5. Formulation of procedures in line with the statutory guidelines to ensure speedy disposal of various requests received from the shareholders from time to time;
6. To review and / or approve applications for transfer, transmission, transposition and mutation of share certificates including issue of duplicate certificates and new certificates on split / sub-division / consolidation / renewal and to deal with all related matters as may be permissible under applicable law.
7. To review and/or approve requests of dematerialization and rematerialisation of securities of the Company and such other related matters;
8. Appointment and fixing of remuneration of RTA and overseeing their performance;
9. Review the status of the litigation(s) filed by/against the security holders of the Company;
10. Review the status of claims received for unclaimed shares;
11. Recommending measures for overall improvement in the quality of investor services;
12. Review the impact of enactments/ amendments issued by the MCA/ SEBI and other regulatory authorities on matters concerning the investors in general;
13. Such other matters as per the directions of the Board of Directors of the Company and/ or as required under Regulation 20 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, from time to time.
14. Any other issue within terms of reference

**Composition:**

The Board has constituted a well-qualified Stakeholders' Relationship Committee. All the members of the Committee are Non-Executive Directors with majority of them being Independent Directors as required under Section 178 of the Companies Act, 2013 and Regulation 20 of (Listing Obligation and Disclosure Requirements) Regulation, 2015.

The members of the Stakeholders' Relationship Committee as on 31st March, 2020 is comprised of:

<b>Name of the Director</b>	<b>Designation</b>	<b>Category</b>
Mr. Bhaskar Banerjee	Chairman	Independent-Non Executive
Mr. Lakshmi Niwas Bangur	Member	Non-Independent-Non Executive
Mr. Rajiv Kapasi	Member	Independent-Non Executive

The Board has designated Mr. Pradip Kumar Ojha, Company Secretary as Compliance Officer.

### Meetings of Committee

The Stakeholders' Relationship Committee met 4 (four) times on 20th May, 2019, 14th August, 2019, 11th November, 2019 and 8th February, 2020 during the year under review.

The attendance of the Committee members to these Meetings was as follows:

Name of Directors	No. of Meetings held	No. of Meetings Attended
Mr. Bhaskar Banerjee	4	2
Mr. Lakshmi Niwas Bangur	4	4
Mr. Rajiv Kapasi	4	4

### The status of the Investors' Complaints are given hereunder:

No. of complaints received	Nil
No. of complaints not solved	Nil
No. of complaints pending	Nil

### SEBI Complaints redress System (SCORES)

The Company has registered with "SCORES" as per SEBI Circular CIR/OIAE/1/2014 dated December 18, 2014 in order to update the status of Investors Complaints. There is no complaint pending on this portal as on 31st March, 2020.

## D. Corporate Social Responsibility (CSR) Committee

### Objective:

The Company has constituted a CSR Committee as required under Section 135 of the Companies Act, 2013. The Committee has overall responsibility for: (i) identifying the areas of CSR activities; (ii) recommending the amount of expenditure to be incurred on the identified CSR activities; (iii) implementing and monitoring the CSR policy from time to time; and (iv) co-ordinating with Company or such other agency in implementing programs and executing initiatives as per CSR policy of the Company. The purpose and responsibilities of the Committee shall include such other items/matters prescribed under applicable law or prescribed by the Board in compliance with applicable law from time to time.

The Committee is also responsible for reporting progress of various initiatives and in making appropriate disclosures on a periodic basis.

### Terms of Reference:

Some of the important terms of reference of the Committee are as follows:

- Formulate, monitor and recommend to the Board the CSR Policy including the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;
- Recommend the amount of expenditure to be incurred on the activities undertaken;
- Monitor the implementation of the framework of Corporate Social Responsibility Policy;
- Evaluate the social impact of the Company's CSR Activities;
- Review the Company's disclosure of CSR matters;
- Submit a report on CSR matters to the Board at such intervals and in such format as may be prescribed;
- Consider other functions, as defined by the Board or as may be stipulated under any law, rule or regulation including the Listing Regulations, Corporate Social Responsibility Voluntary Guidelines, 2009 and the Companies Act, 2013.

### Composition

The Composition of the Committee is Comprised of Non-Executive and Executive member as per the provisions of section 135 of the Companies Act, 2013.

The members of the Corporate Social Responsibility Committee as on 31st March, 2020 is comprised of:

Name of the Director	Designation	Category
Mr. Lakshmi Niwas Bangur	Chairman	Non-Independent-Non Executive
Mr. Shreeyash Bangur	Member	Executive
Mr. Bhaskar Banerjee	Member	Independent-Non Executive

#### Meetings of the Committee

The Corporate Social Responsibility Committee met 2 (two) times i.e., on 20th May, 2019 and 14th August, 2019 during the year under review.

The attendance of the Committee members to these Meetings was as follows:

Name of Directors	No. of Meetings held	No. of Meetings Attended
Mr. Lakshmi Niwas Bangur	2	2
Mr. Shreeyash Bangur	2	1
Mr. Bhaskar Banerjee	2	2

#### CSR Policy

Your Company has developed a CSR Policy which is stated in this Annual Report. Additionally, the CSR Policy has been uploaded on the website of the Company and available at web-link <http://www.lnbggroup.com/kiran/policies.php>

#### E. Asset Liability Management Committee

The Company has constituted an Asset Liability Management Committee (ALCO) in accordance with the Master Direction & Guidelines issued by the Reserve Bank of India. The Committee shall oversee the asset liability position, interest rate risk, liquidity and funds management and investment portfolio functions of the Company. The Committee shall oversee the implementation of the Asset Liability Management system and review its functioning periodically.

The Committee is comprised of;

Sl. No.	Name of Directors	Category
1	Mr. Lakshmi Niwas Bangur	Non-Executive Director
2	Mr. Shreeyash Bangur	Executive Director
3	Mr. Bhaskar Banerjee	Independent Non- Executive Director
4	Ms. Sheetal Bangur	Non-Executive Director

#### Meetings of the Committee

During the year ended on 31st March 2020, this Committee has met 4 (four) times on 15th May, 2019, 3rd August, 2019, 29th October, 2019 and 7th February, 2020.

Name of Directors	No. of Meetings held	No. of Meetings Attended
Mr. Lakshmi Niwas Bangur	4	3
Mr. Shreeyash Bangur	4	3
Mr. Bhaskar Banerjee	4	2
Ms. Sheetal Bangur	4	3

#### F. Risk Management Committee

The Company has constituted a Risk Management Committee in accordance with the Master Direction & Guidelines issued by the Reserve Bank of India. The Committee shall oversee the responsibilities with regard to the Identification, evaluation and mitigation of operational, strategic and external environment risks. The Committee has overall responsibility for monitoring and approving the risk policies and associated practices of the Company.

The Committee is comprised of:

Sl. No.	Name of Directors	Category
1	Mr. Lakshmi Niwas Bangur	Non-Executive Director
2	Mr. Shreeyash Bangur	Executive Director
3	Mr. Bhaskar Banerjee	Independent Non- Executive Director
4	Ms. Sheetal Bangur	Non-Executive Director

#### Meetings of the Committee

During the year ended on 31st March 2020, this Committee has met 4 (four) times on 15th May, 2019, 3rd August, 2019, 29th October, 2019 and 7th February, 2020.

Name of Directors	No. of Meetings held	No. of Meetings Attended
Mr. Lakshmi Niwas Bangur	4	3
Mr. Shreeyash Bangur	4	3
Mr. Bhaskar Banerjee	4	2
Ms. Sheetal Bangur	4	3

#### G. Loan and Investment Committee

The Company has constituted a Loan and Investment Committee in accordance with the Master Direction & Guidelines issued by the Reserve Bank of India. The Committee shall oversee the Investment made, to minimize the loss and to prevent from any slippage in the quality of assets. The Committee reviews the Loan & Investment Policy of the Company from time to time.

The Committee is comprised of;

Sl. No.	Name of Directors	Category
1	Mr. Lakshmi Niwas Bangur	Non-Executive Director
2	Mr. Shreeyash Bangur	Executive Director
3	Mr. Bhaskar Banerjee	Independent Non- Executive Director
4	Ms. Sheetal Bangur	Non-Executive Director

#### Meetings of the Committee

During the year ended on 31st March 2020, this Committee has met 4 (four) times on 15th May, 2019, 3rd August, 2019, 29th October, 2019 and 7th February, 2020.

Name of Directors	No. of Meetings held	No. of Meetings Attended
Mr. Lakshmi Niwas Bangur	4	3
Mr. Shreeyash Bangur	4	3
Mr. Bhaskar Banerjee	4	1
Ms. Sheetal Bangur	4	2

#### H. Grievance Redressal Committee

The Company has constituted a Grievance Redressal Committee in accordance with the Master Direction & Guidelines issued by the Reserve Bank of India. The Committee shall oversee to redress the complaints and grievances of the borrowers and to enable the Company to serve them better.

The Committee is comprised of;

Sl. No.	Name of Directors	Category
1	Mr. Lakshmi Niwas Bangur	Non-Executive Director
2	Mr. Shreeyash Bangur	Executive Director
3	Mr. Bhaskar Banerjee	Independent Non- Executive Director
4	Ms. Sheetal Bangur	Non-Executive Director



**Meetings of the Committee**

During the year ended on 31st March 2020, this Committee has met 4 (four) times on 15th May, 2019, 3rd August, 2019, 29th October, 2019 and 7th February, 2020.

Name of Directors	No. of Meetings held	No. of Meetings Attended
Mr. Lakshmi Niwas Bangur	4	3
Mr. Shreeyash Bangur	4	3
Mr. Bhaskar Banerjee	4	1
Ms. Sheetal Bangur	4	2

**I. IT Strategy Committee**

The Company has constituted an IT Strategy Committee in the Board Meeting held on 15th May, 2018 in accordance with the Master Direction – Information Technology Framework for the NBFC Sector (“RBI Directions”) issued by the Reserve Bank of India (RBI) vide its notification no. Master Direction DNBS.PPD.No. 04/66.15.001/2016-17 dated June 08, 2017. The Committee shall provide input to other Board committees and Senior Management regarding IT Strategies and its implementation. The Committee shall review the IT strategies in line with the corporate strategies, policy documents, cyber security arrangements and any other matter related to IT Governance.

The Committee is comprised of;

Sl. No.	Name of Members	Designation
1	Mr. Bhaskar Banerjee	Independent Non- Executive Director-Chairman
2	Mr. Nayan Saxena	Technology Officer
3	Mr. Hemant Singh – Resigned w.e.f. 14.09.2019	Chief Information Officer
4	Mr. Dipak Francis- Appointed w.e.f. 09.11.2019	Chief Information Officer

**Meetings of the Committee**

During the year ended on 31st March 2020, this Committee has met 3 (three) times on 15th May, 2019, 3rd August, 2019 and 29th October, 2019 during the year under review.

Name of Members	No. of Meetings held	No. of Meetings Attended
Mr. Bhaskar Banerjee	3	3
Mr. Nayan Saxena	3	3
Mr. Hemant Singh	2	-
Mr. Dipak Francis	-	-

**J. IT Steering Committee**

The Company has constituted an IT Steering Committee in the Board Meeting held on 15th May, 2018 in accordance with the Master Direction – Information Technology Framework for the NBFC Sector (“RBI Directions”) issued by the Reserve Bank of India (RBI) vide its notification no. Master Direction DNBS.PPD.No. 04/66.15.001/2016-17 dated June 08, 2017. The Committee shall provide oversight and monitoring of the progress of IT project, including deliverables to be realized at each phase of the project and milestones to be reached according to the project timetable and carry out priority setting, resource allocation and project tracking.

The Committee is comprised of;

Sl. No.	Name of Members	Designation
1	Mr. Bhaskar Banerjee	Independent Non- Executive Director-Chairman
2	Mr. Nayan Saxena	Technology Officer
3	Mr. Hemant Singh – Resigned w.e.f. 14.09.2019	Chief Information Officer
4	Mr. Dipak Francis- Appointed w.e.f. 09.11.2019	Chief Information Officer

**K. Remuneration of Directors**

The details of remuneration paid to Executive and Non-Executive Directors of the Company for the financial year 2019-20 are given below;

## a) Remuneration to Executive Director

Name	Designation	All elements of Remuneration package, i.e. salary, benefits, bonuses, pension etc. for the year ended 31st March, 2020 (Rs. in Lacs)	
Mr. Shreeyash Bangur	Managing Director	Salary, Allowances and Perquisites	73.29
		Contribution to Provident Fund	-

- a. **Service Contract:** For a period of three years w.e.f. 4th November, 2019. The Board of Directors at its meeting held on 20th May, 2019 approved re-appointment of Mr. Shreeyash Bangur as the Managing Director of the Company for a further period of 3 years w.e.f. 4th November, 2019 and the same was also approved by the shareholders at the Annual General Meeting of the Company held on 9th September, 2019.
- b. **Notice Period:** Three Months' notice from either side.
- c. **Severance Fees:** None
- d. **Stock Option:** None

## b) Remuneration to Non-Executive Directors

Sl. No.	Name of Directors	Remuneration (Rs. in Lacs)	Sitting Fees (Rs. in Lacs)	Commission (Rs. in Lacs)	No. of Shares held
1.	Mr. Lakshmi Niwas Bangur	Nil	2.60	2.50	1,760,457
2.	Ms. Sheetal Bangur	Nil	0.40	2.50	28,888
3.	Mr. Amitav Kothari	Nil	1.60	2.50	Nil
4.	Mr. Bhaskar Banerjee	Nil	1.40	2.50	Nil
5.	Mr. Rajiv Kapasi	Nil	2.60	2.50	Nil

The Company does not pay any performance incentive or severance fees. Apart from the above mentioned remuneration, the Company had no pecuniary relationship or transactions with the Non-Executive Directors during the financial year 2019-20.

In compliance with the requirements of Companies Act, 2013 and Rules made thereunder and pursuant to Regulation 19 of the SEBI (LODR) Regulations, 2015 read with Schedule II Part D to the said Regulations, the Board of Directors has a Nomination and Remuneration Policy for its Directors, Key Managerial Personnel and other employees of the Company.

None of the Non-Executive Directors hold any stock option in the Company.

## 4) GENERAL BODY MEETINGS

## a) Annual General Meeting:

Venue, date, day and time of the Annual General Meetings held during last 3 years are as follow:

Year	Venue	Date	Time
2017	Far Pavilion, The Tollygunge Club Ltd. 120, Deshpran Sasmal Road, Kolkata - 700 033	14.09.2017	1.30 P.M.
2018	Far Pavilion, The Tollygunge Club Ltd. 120, Deshpran Sasmal Road, Kolkata - 700 033	14.09.2018	2.30 P.M.
2019	Far Pavilion, The Tollygunge Club Ltd. 120, Deshpran Sasmal Road, Kolkata - 700 033	09.09.2019	2.30 P.M.

## Special Resolution(s) passed in previous 3 AGMs

Date	Matters
09.09.2019	Re-appointment of Mr. Amitav Kothari as an Independent Non-Executive Director for the period of 5 (Five) years.
09.09.2019	Re-appointment of Mr. Bhaskar Banerjee as an Independent Non-Executive Director for the period of 5 (Five) years.
09.09.2019	Re-appointment of Mr. Rajiv Kapasi as an Independent Non-Executive Director for the period of 5 (Five) years.
09.09.2019	Re-appointment of Mr. Shreeyash Bangur as Managing Director for the period of 3 (Three) years.
09.09.2019	Payment of Remuneration by way of commission to Non-Executive Director.

**b) Postal Ballot**

No resolution was passed through Postal Ballot during the Financial Year 2019-2020. At present there is no proposal to conduct any special resolution through postal ballot.

**c) Extra Ordinary General Meeting:**

Venue, date, day and time of the Extra Ordinary General Meetings held during last 3 years are as follow:

Year	Venue	Date	Time
2018	Far Pavilion, The Tollygunge Club Ltd. 120, Deshpran Sasmal Road, Kolkata - 700 033	30.03.2018	11.30 A.M.

**Special Resolution(s) passed in previous 3 EGMs**

Date	Matters
30.03.2018	Special Resolution for Approval of Kiran Vyapar Limited – Share Incentive Plan 2018.
	Special Resolution for Grant of share-based incentives to the subsidiary company (ies) and/or holding company of the Company under Kiran Vyapar Limited – Share Incentive Plan 2018.
	Special Resolution for Grant of share-based incentives to the identified employees during any one year, equal to or exceeding 1% of the issued share capital of the Company under Kiran Vyapar Limited - Share Incentive Plan 2018.
	Special Resolution for Increase in remuneration of Mr. Shreyash Bangur (DIN: 00012825), Managing Director of the Company.

**5) MEANS OF COMMUNICATION:****a) Financial Results**

The quarterly, half-yearly and annual Financial Results of the Company are sent to the Stock Exchanges immediately after these are approved by the Board. These are also published in the prescribed format within 48 hours of the conclusion of the meeting of the Board in which they are considered, in English newspaper circulating the whole or substantially the whole of India and in one vernacular newspaper of the state where the registered office of the Company is situated [i.e., in Business Standard (All India edition) and Kalantar/Ekdin (Bengali)].

These results are simultaneously posted on the website of the Company at <http://www.lnbgroupp.com/kiran/financials.php> and also uploaded on the website of the Stock Exchange(s), BSE Ltd. and The Calcutta Stock Exchange Limited.

The Company has no official news releases and also has not made any presentations to institutional investors or to the analysts during the year.

**b) Annual Report**

Annual Report containing, inter alia, Audited Annual Accounts, Directors' Report, Corporate Governance Report, Management Discussion & Analysis Report, and other relevant/important information is circulated to members and other entitles.

**c) E-mail IDs for Shareholders/Investors**

Investors may send their query/feedback to [kvl@lnbgroupp.com](mailto:kvl@lnbgroupp.com).

**6) GENERAL SHAREHOLDER INFORMATION:****a) Annual General Meeting**

Day and Date : Monday, 28th September, 2020

Time : 2.30 P.M.

Annual General Meeting through Video Conferencing facility / other Audio Visual means

Deemed Venue : Regd. Office at 7 Munshi Premchand Sarani, Hastings, Kolkata - 700 022, West Bengal

**b) Date of book closure for payment of dividend**

22nd September, 2020 to 28th September, 2020 (both days inclusive)

**c) Financial Calendar**

Financial year of the Company is from April 1 to March 31. The schedule for board meetings to be conducted for the Financial Year 2020-21 (tentative and subject to change) are as follows:

<b>Quarter ending June 30, 2020</b>	: On or before 14.08.2020
<b>Quarter and half year ending September 30, 2020</b>	: On or before 14.11.2020
<b>Quarter and nine months ending December 31, 2020</b>	: On or before 14.02.2021
<b>Year ending March 31, 2021</b>	: On or before 30.05.2021

**d) Dividend Payment Date**

Dividend shall be paid to all the eligible shareholders within 30 days from the date of Annual General Meeting.

**e) Listing on Stock Exchanges**

Sl. No.	Name	Address
1	BSE Limited ('BSE')	Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400 001
2	The Calcutta Stock Exchange Limited ('CSE')	7, Lyons Range, Kolkata - 700 001

The Company has paid annual listing fees to each of the above Stock exchanges.

**f) Stock Code**

BSE: 537750  
CSE: 10021383  
ISIN: INE555P01013

**Depositories Connectivity**

National Securities Depository Limited (NSDL)  
Central Depository Services Limited (CDSL)

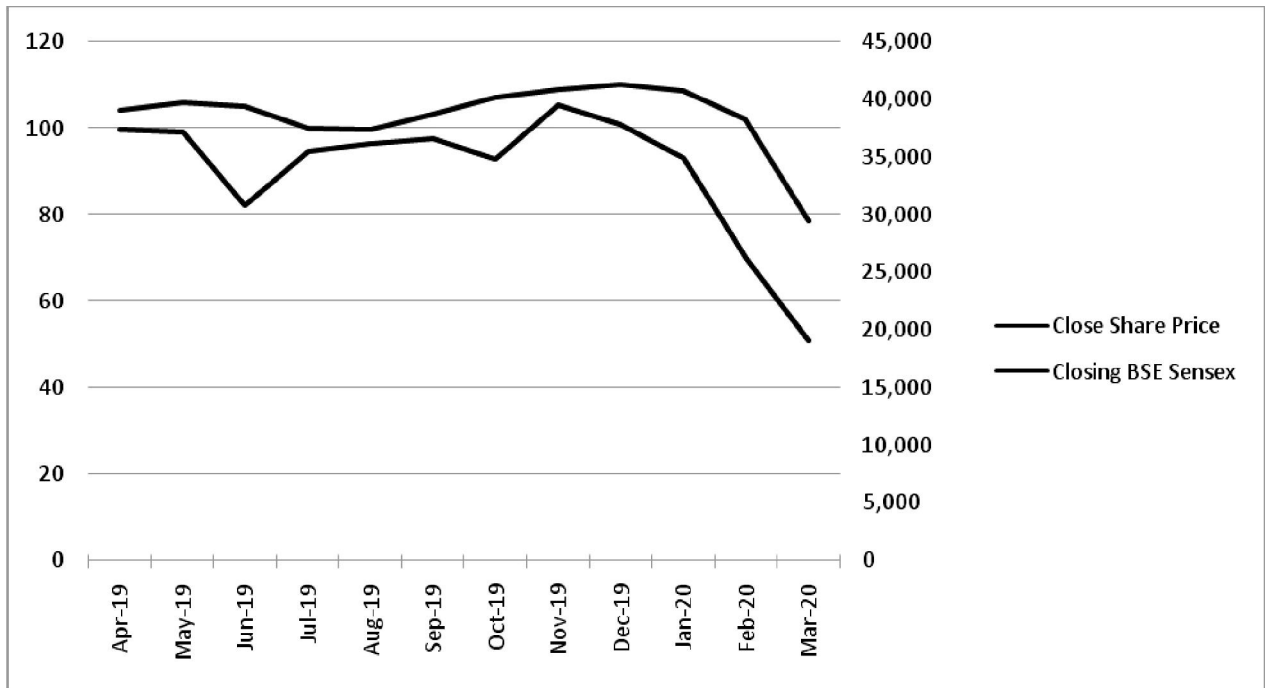
The Custodian fees has been duly paid to NSDL and CDSL for the financial year 2019-2020.

**g) Market Price Data**

Month	BSE			CSE		
	High Price	Low Price	No. of Shares	High Price	Low Price	No. of Shares
Apr-19	107.95	99.10	32,478	-	-	-
May-19	104.90	90.30	21,219	-	-	-
Jun-19	103.70	81.00	23,695	-	-	-
Jul-19	97.00	81.10	17,168	-	-	-
Aug-19	107.80	83.00	44,410	-	-	-
Sep-19	107.80	90.15	5,04,605	-	-	-
Oct-19	115.00	84.05	10,591	-	-	-
Nov-19	107.95	84.10	3,32,297	-	-	-
Dec-19	109.80	97.25	3,10,174	-	-	-
Jan-20	104.50	87.60	17,578	-	-	-
Feb-20	96.90	69.00	21,197	-	-	-
Mar-20	79.95	41.15	30,655	-	-	-

There was no trading in the Calcutta Stock Exchange Ltd in last twelve months. Hence, the data is not available.

**h) Performance in comparison to broad based indices:**



**i) Securities of the Company are not suspended at BSE Ltd. and The Calcutta Stock Exchange Limited**

**j) Registrar and Transfer Agent**

Maheshwari Datamatics Pvt. Ltd.  
 23, R. N. Mukherjee Road, 5th Floor, Kolkata - 700 001  
 Phone : (033) 2243-5809/5029, Fax : (033) 2248-4787, email : mdpldc@yahoo.com

**k) Share Transfer System**

Shares in physical form is processed and completed by Registrar & Transfer Agent within a period of fifteen days from the date of receipt thereof provided all the documents are in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants.

However, as per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 1, 2019 unless the securities are held in the dematerialised form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.

The Company obtains a certificate of compliance in respect of share transfer from a Practicing Company Secretary pursuant to Regulation 40 (9) of the Listing Regulations, 2015.

**l) Distribution of Shareholding**

The shareholding distribution of the equity shares as on 31<sup>st</sup> March, 2019 is given below:-

Shareholders	No. of Shareholders	% of shareholders	No. of Shares	Percentage of Shareholding
Upto 500	2273	76.0964	305112	1.1183
501 to 1000	304	10.1774	222463	0.8154
1001 to 2000	199	6.6622	275971	1.0115
2001 to 3000	76	2.5444	191388	0.7015
3001 to 4000	21	0.7030	74126	0.2717
4001 to 5000	17	0.5691	80740	0.2959
5001 to 10000	36	1.2052	276484	1.0133
10000 and above	61	2.0422	25857927	94.7725
<b>Total</b>	<b>2987</b>	<b>100.0000</b>	<b>27284211</b>	<b>100.0000</b>

**Shareholding Pattern**

Shareholders Category	No. of shares held	% of total shares held
<b>Promoter &amp; Promoter Group</b>		
a) Indian	20451000	74.9554
b) Foreign	Nil	Nil
<b>Sub Total (A)</b>	<b>20451000</b>	<b>74.9554</b>
<b>Public Shareholding</b>		
<b>1. Institutions</b>	Nil	Nil
<b>2. Non-Institutions</b>		
a. Bodies Corporate	3275153	12.0038
b. Individuals	3428119	12.5645
c. Others	607	0.0022
NRI	129332	0.4740
<b>Sub Total (B)</b>	<b>6833211</b>	<b>25.0446</b>
Shares held by Custodian & against which Depository Receipts have been issued		
a. Promoter and Promoter Group	Nil	Nil
b. Public	Nil	Nil
<b>Sub Total (C)</b>	<b>Nil</b>	<b>Nil</b>
<b>Grand Total (A)+(B)+(C)</b>	<b>27284211</b>	<b>100.0000</b>

**m) Dematerialization of shares and liquidity:**

About 99.61 % of total equity share capital is held in dematerialized form with NSDL and CDSL as on 31<sup>st</sup> March, 2020.

**n) Outstanding GDRs/ ADRs/Warrants or conversion Instruments, conversion date and likely impact on equity:**

No GDRs/ ADRs/Warrants or conversion instruments have been issued by the Company.

**o) Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:**

The Company has not dealt in Commodity Hedging activities therefore not threatened by any Commodity Price Risk.

**p) Plant Locations**

The Company is a Non-Banking Financial Company therefore it has not any plant.

**q) Corporate Office**

**Kiran Vyapar Limited**  
3rd Floor, Uptown Banjara  
Road No. 3, Banjara Hills, Hyderabad - 500 034

**r) Address for Correspondence****Registered Office**

**Kiran Vyapar Limited**  
7 Munshi Premchand Sarani, Hastings  
Kolkata - 700 022, West Bengal  
Phone : (033) 2223-0016 / 18, Fax : (033) 2223 -1569  
email : kvl@lnbgroup.com

**s) Credit Rating:**

The Company has not issued debt instruments and not involved in mobilization of funds under any fixed deposit programme or any scheme or proposal. Therefore the requirement of obtaining Credit Rating is not applicable to the Company.

**7) OTHER DISCLOSURES****(i) Disclosures on materially significant related party transactions that may have potential conflict with the interests of company at large:**

All related party transactions are entered on arm's length basis in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act 2013 and the SEBI (LODR) Regulations, 2015. There are no materially significant related party transactions made by the Company with the Promoter Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large. The details of transactions with related parties are provided in the Company's financial statements in accordance with the Accounting Standards.

The details of related party transactions are disclosed in Note no. 32 attached to and forming part of the accounts.

The Related Party Transaction Policy is posted on the website of the Company viz., <http://www.lnbgroupp.com/kiran/policies.php>

**(ii) Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital market, during the last three years:**

No penalties, structures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority, in respect of any matter related to the capital market, during the last three years.

**(iii) Details of establishment of Vigil Mechanism, Whistle Blower Policy, and affirmation that no personnel has been denied access to the audit committee**

In line with the best Corporate Governance practices, the Company has put in place a system through which the Directors and employees may report concerns about unethical behavior, discrimination, harassment, victimization, unfair unemployment practice and actual or suspected fraud or violation of the Company's Code of Conduct & Ethics without fear of reprisal. The Company has put in place a process by which employees and others have direct access to the Chairman of the Audit Committee and Nodal Officer.

The Whistle-blower Policy is placed on the notice board of the Company, and its website viz., <http://www.lnbgroupp.com/kiran/policies.php>.

During the Financial Year 2019-2020, no personnel has been denied access to the audit committee in this regard.

**(iv) Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements:**

The Company has complied with all mandatory requirements as prescribed in the Listing Regulations, 2015 and Companies Act, 2013. The details of compliance with non-mandatory requirements are provided below:

- a) **Non-Executive Chairman's Office:** Chairman's office is separate from that of the Managing Director.
- b) **Shareholders' Rights:** The quarterly, half yearly and annual financial results of the Company are published in the newspapers on an all India basis and are also posted on the Company's website. Further significant events are informed to the Stock Exchanges from time to time and then the same is also posted on the website of the Company under Investors section. The complete Annual Report is sent to every shareholder of the Company.
- c) **Audit Qualifications:** The Company's financial statement for the year 2019-2020 does not contain any audit qualification.
- d) **Reporting of Internal Auditor:** The Internal Auditor reports to the Audit Committee.

**(v) Web-link where policy for determining material subsidiaries is disclosed :**

<http://www.lnbgroupp.com/kiran/policies.php>

**(vi) Web-link where policy on dealing with related party transactions is disclosed:**

<http://www.lnbgroupp.com/kiran/policies.php>

**(vii) Disclosure of Commodity Price Risk and Commodity Hedging activities:**

The Company has not dealt in Commodity Hedging activities therefore not threatened by any Commodity Price Risk.

**(viii) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A)**

The Company has not raised any funds through preferential allotment or qualified institutions placement during the Financial Year ended March 31, 2020.

**(ix) Certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of corporate affairs or any such statutory authority**

The Company has obtained a certificate from a Company Secretary in Practice stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by SEBI or Ministry of Corporate Affairs or any such statutory authority.

**(x) Declaration that the board has accepted all recommendation of committees of the board which is mandatorily required, in the Financial Year ended March 31, 2020.**

There has been no such incidence where the Board has not accepted the recommendation of the Committees of the Company during the year under review.

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

Details relating to fees paid to the Statutory Auditors are given in Note 32 to the Consolidated Financial Statements:

**(xii) Disclosures in relation to the Sexual Harassment of Women in Work Place (Prevention, Prohibition and Redressal) Act, 2013;**

- a) Number of complaints filed during the financial year – Nil
- b) Number of complaints disposed of during the financial year – Nil
- c) Number of complaints pending as on end of the complaints – Nil

**(xiii) Non- Compliance of any requirement of Corporate Governance report of sub- paras (2) to (10) of SEBI (LODR) Regulations, 2015, with reasons thereof:**

The Company has complied with all the requirements of Corporate Governance Report as specified in Regulation 34(3) read with Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**8) CODE OF CONDUCT**

The Board of Directors has laid down a Code of Conduct for Business and Ethics (the Code) for all the Board members, senior management and employees of the Company. The Code covers amongst other things the Company's commitment to honest & ethical personal conduct, fair competition, transparency and compliance of laws & regulations etc.

The Code of Conduct is posted on the website of the Company viz., <http://www.lnbgroupp.com/kiran/investors.php>.

All the Board members and senior management personnel have confirmed compliance with the said Code. A declaration to that effect signed by the Managing Director & CEO pursuant to Schedule V (D) of the Listing Regulations, 2015 is attached and forms part of the Annual Report of the Company.

**9) COMPLIANCE IN UNLISTED MATERIAL SUBSIDIARY COMPANY**

Iota Mtech Limited, wholly owned subsidiary of the Company is a material non-listed Indian Subsidiary Company which was required to appoint Independent Director of the Company on its Board in compliance with the Listing Regulations, 2015.

Mr. Bhaskar Banerjee and Mr. Rajiv Kapasi, Independent Directors of the Company have been appointed on the Board of Iota Mtech Limited in due compliance of the same.

The Board of Directors of the Company has also adopted the Policy on Material Subsidiaries which has been posted on the website of the Company and available at the weblink, <http://www.lnbgroupp.com/kiran/policies.php>



**10) DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT:**

- a. aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: Nil
- b. number of shareholders who approached listed entity for transfer of shares from suspense account during the year: Nil
- c. number of shareholders to whom shares were transferred from suspense account during the year: Nil
- d. aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: Nil
- e. that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: Not applicable

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

**Lakshmi Niwas Bangur**  
**Chairman**  
**DIN: 00012617**

**Place : Kolkata**  
**Date : 15.06.2020**

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### Industry Structure and Developments:

The Company operates in the **Non-Banking Financial Company (NBFC)** segment of Industry and is registered with the Reserve Bank of India. It is mainly engaged in the business of providing Loans and making Investment in Shares and Securities. The performance of the company is closely linked with the overall performance of the Indian Economy, Financial and Capital Markets and the business strategy of the company is dependent on the economic environment, policies of the Government and Reserve Bank of India. The Company continues to invest for the long term while availing opportunities to realize gains endeavoring to maintain its policy of consistent dividend distribution. The Company continues to remain invested in leaders across sectors, which we believe have potential to remain value accretive over the long term.

COVID-19, a global pandemic has affected the world economy including India, leading to significant decline and volatility in financial markets and decline in economic activities. Due to the outbreak of COVID-19 pandemic, all nations of the world reacted to the potential health risk arising from the spread of COVID-19 and every border was locked down for travel and the nervousness in global sentiment drove markets into a steep correction with the MSCI World Index falling vertically down to 1,602 points on 23rd March, 2020. As things stand in June 2020 the world is enveloped with lower demand for many products and industries, excess and growing leverage in the balance sheets of the Central Banks, Governments, and companies and unprecedented unemployment and finally a spiral rise in bankruptcies.

The national lockdown announced on 23rd March 2020 affected activities of organizations across the economic ecosystem, impacting earning prospects and valuations of companies and creating huge volatility in the stock markets. The Indian equity indices have tracked the global markets with near perfect correlation. The Sensex peaked to its all-time high in January, 2020 to 42,274 level and thereafter corrected sharply to 25,639 in March, 2020 (a fall of 39% in two months). The Index has recovered to some extent and moved up from those lows to around 33,000 in mid-June, 2020. This recovery is being attributed mainly to factors such as opening up of the economy, a promising monsoon, substantially higher global liquidity, the financial support packages and measures taken by the RBI and the Finance Ministry.

### Opportunities and Threats

It is now an accepted paradigm - the world changed in March 2020 due to COVID-19. In India, it could have been a healthcare calamity, if the government had not imposed a complete lockdown. On an optimistic note, this will mean that the gradual opening up of the lockdown may result in a relatively faster normalization of economic activity. Perhaps, the biggest opportunity for India could be that many manufacturers want to move out of China as a strategy for de-risking. Government of India must invite foreign investment and this can happen if India can become competitive and adopt business friendly reforms in areas of Taxation, FDI, Judiciary, Labour etc. to become the most attractive destination for investments. CMIE report says that early estimates of jobs data indicate that the corona virus effect may have left a devastating impact on the economy, sending the urban unemployment rate soaring to 30.9%, and overall unemployment rose to 23.4%. It is imperative that India creates employment opportunities and higher distributable income in the hands of individuals, especially millennials, for consumption to grow. Manufacturing must make a comeback in India if GDP growth has to once again rise above 7%. India has far higher interest rates than the developed world. Needless to say that some of the Investee companies in our portfolio will suffer in these circumstances for the better part of the year and the share prices of those companies may also suffer underperformance. As a result of the pandemic, the Company's business is likely to be impacted by lower lending opportunities and decline in carrying value of investments, thereby impacting profitability. The impact of COVID-19 on Company's operations and results remain uncertain and dependent on extent of spread of the pandemic, steps taken by the Government and central bank to mitigate the economic impact, steps taken by the Company and its Investee Companies and the time it takes for economic activities to resume at normal levels. However, the Company endeavors to evaluate opportunities considering the macroeconomics conditions both globally and domestically.

### Segment Wise Performance

The Company being a Non-Banking Financial Company operates under a single segment viz providing loans and investments in shares and securities.

### Outlook

Your company remains invested in diversified sectors and instruments across high quality investee companies and funds and will keep evaluating business opportunities on a continuous basis across sectors, both in the listed and unlisted space. Management will evaluate and select investments based on high quality governance, sustainability and financially strong balance sheets. In this disruption, we will look for emerging sectors and companies which may become the leaders in the next decade. The Company's capital and liquidity position remains strong and would continue to be the focus area for the Management.

Based on the current assessment of the potential impact of the COVID-19 on the Company, management is of the view that the Company is well capitalised with low leverage, widely diversified in terms of its lending and investment activities and has adequate liquidity to service its obligations, sustain its operations and also look at any appropriate investment/lending opportunities. The Company has maintained adequate provisions on loan assets based on the information available at this point of time including economic forecasts. The extent to which the current pandemic will impact the carrying value of investments and loan receivables is dependent on the future developments, which are highly uncertain at this point in time. The Company believes that it has considered all the possible impact of known events arising out of COVID 19 pandemic in the preparation of the financial results. The impact assessment of COVID 19 is a continuing process given its nature and duration. The Company will continue to monitor for any material changes to future economic conditions and the developments with respect to early discovery of a successful vaccine for Covid-19.

**Risks and Concerns**

The Company being a Non-Banking Financial Company is mainly engaged in the business of providing Loans and making Investment in Shares and Securities and therefore it is exposed to various financial risks such as credit, market, interest rate and liquidity risks associated with financials products. However, the Company has a robust financial risk management system in place to identify, evaluate, manage and mitigate various risks associated with financial products and ensure that the Company accomplishes its desired financial objectives. The Company has a Risk Management Policy in accordance with the provisions of Master Direction – Non Banking Financial Company – Systemically Important Non Deposit Taking Company and Deposit Taking Company (Reserve Bank) Directions, 2016 issued by Reserve Bank of India. It establishes various types and levels of risks with its varying levels of probability, the likely impact on the business and its mitigation measures. The Management evaluates the execution of Risk Management Practices in the Company, in the areas of risk identification, assessment, monitoring, mitigation and reporting from time to time.

The Company expects FY 2020-21 to be a highly volatile year for Global Markets including India and believes that the future success of the company depends on its ability to anticipate volatility in Capital and Financial Markets and minimise related risks through diversified and prudent long term investing decisions. Hence the Management regularly monitors and reviews the continuous changing Economic and Market conditions globally in order to take timely and prudent investment decisions. However, any slowdown in the Global and/or Indian economy or volatility in the Financial and/or Capital markets induced due to the ongoing Covid-19 pandemic could adversely affect the performance of the company.

**Internal Control System and their Adequacy:**

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorised, recorded and reported correctly. The internal control is exercised through documented policies, guidelines and procedures. It is supplemented by an extensive program of internal audits conducted by the Internal Auditor and tested by the Statutory Auditors of the Company. The audit observations and corrective action taken thereon are periodically reviewed by the audit committee to ensure effectiveness of the internal control system. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data, and for maintaining accountability of persons.

**Financial and Operational Performance:**

The financial statements have been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) together read with the MCA notification dated 11 October 2018 which states the mandate for adoption of these standards by the NBFC Companies, as defined under the Companies (Indian Accounting Standards) (Amendment) Rules, 2016. Please refer to the Directors' Report in this respect.

**Material Developments in Human Resources:**

Your Company continues with the philosophy of thrust and focus on human resources for its continued success. In order to strengthen our human resources for meeting the future challenges and expansion plans, we have focused on hiring the best resources available and retaining and developing our existing talent pool.

The total employee strength as on 31st March, 2020 was 12.

**Details of Significant Changes in the Key Financial Ratios**

Pursuant to amendment made in Regulation 34(3) read with Part B of Schedule V to SEBI has notified SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of Significant Changes (i.e. Changes of 25% or more as compared to the immediately previous Financial year) in the Key Financial Ratios and Return on Net Worth of the Company (on standalone basis) including explanation thereof are given below:

Particulars	FY ended 31st March 2020	FY ended 31st March 2019	Changes between FY'20 and FY'19	Explanation
Interest Coverage Ratio	6.44	18.99	-66.09%	Increase in Interest Expenses along with reduction in PBT
Current Ratio	4.76	4.31	10.36%	-
Debt-Equity Ratio	0.026	0.030	-15.41%	-
Return on Capital Employed	3.1%	3.6%	-14.89%	-
Return on Net Worth	1.50%	2.12%	-29.02%	Decrease in PAT by Rs. 4.53 Crores due to adverse impact of COVID-19 pandemic.

**Cautionary Statement**

Statements in this management discussion and analysis describing the Company's objectives, projections and expectations may be forward looking statements within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operations include a downtrend in the industry- global or domestic or both, significant changes in political and economic environment in India, applicable statutes, litigations etc.

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

Place : Kolkata  
Date : 15.06.2020

**L. N. Bangur**  
Chairman

**Shreyash Bangur**  
Managing Director

## INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

### To the Members of Kiran Vyapar Limited

1. This certificate is issued in accordance with the terms of our engagement letter dated 03 October 2019.
2. We have examined the compliance of conditions of corporate governance by Kiran Vyapar Limited ('the Company') for the year ended on 31 March 2020, as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2), and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

### Management's Responsibility

3. The compliance of conditions of corporate governance is the responsibility of the management. This responsibility includes the designing, implementing and maintaining operating effectiveness of internal control to ensure compliance with the conditions of corporate governance as stipulated in the Listing Regulations.

### Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion as to whether the Company has complied with the conditions of corporate governance as stated in paragraph 2 above. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance with the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the relevant records of the Company in accordance with the applicable Generally Accepted Auditing Standards in India, the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India ('ICAI'), and Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### Opinion

7. Based on the procedures performed by us and to the best of our information and according to the explanations provided to us, in our opinion, the Company has complied, in all material respects, with the conditions of corporate governance as stipulated in the Listing Regulations during the year ended 31 March 2020.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

### Restriction on use

8. This certificate is issued solely for the purpose of complying with the aforesaid regulations and may not be suitable for any other purpose.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Regn. No. : 001076N/N500013

**Vikram Dhanania**  
Partner  
Membership No. : 060568  
UDIN : 20060568AAAABF9032

**Place** : Kolkata

**Date** : 15 June 2020

**Declaration by the Managing Director and CEO under Regulation 26 (3) read with Part D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Compliance with Code of Conduct**

To  
The Members of  
**Kiran Vyapar Limited**

In accordance with Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the Financial Year ended on March 31, 2020.

**For Kiran Vyapar Limited**

**Place : Hyderabad  
Date : 15.06.2020**

**Shreyash Bangur  
Managing Director  
(DIN 00012825)**

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**CEO and CFO CERTIFICATION**

**The Board of Directors  
Kiran Vyapar Limited  
7, Munshi Premchand Sarani, Hastings  
Kolkata - 700 022**

We, Shreyash Bangur, Managing Director and Ajay Sonthalia, Chief Financial Officer, certify that:

- (a) We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2020 and that to the best of our knowledge and belief:
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
  - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are to the best of our knowledge and belief, no transactions entered into by the company during the quarter which are fraudulent, illegal or violative of the company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee that
- (i) there were no significant changes in internal control over financial reporting during the year;
  - (ii) there were no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements: and
  - (iii) there were no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**Ajay Sonthalia  
Chief Financial Officer  
Place : Kolkata  
Date : 15.06.2020**

**Shreyash Bangur  
Managing Director  
Place : Hyderabad  
Date : 15.06.2020**

## INDEPENDENT AUDITOR'S REPORT

To the Members of Kiran Vyapar Limited

Report on the Audit of the Standalone Financial Statements

### Opinion

- We have audited the accompanying standalone financial statements of Kiran Vyapar Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.
- In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the state of affairs of the Company as at 31 March 2020, and its loss (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Emphasis of matter- Effects of Covid-19 pandemic

- We draw attention to note 43 of the accompanying standalone financial statements which describes the uncertainty relating to outcome of the effects of Covid-19 pandemic on the Company's operations and the consequential impact on the appropriateness of impairment losses recognised towards the loan assets as on 31 March 2020. Our opinion is not modified in respect of this matter.

### Key Audit Matter

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

Key audit matter	How our audit addressed the key audit matter
<p><b>Investments in unquoted investments carried at fair value</b></p> <p><b>Refer note 1 and 2 for significant accounting policies and note 6 and 34 for financial disclosures</b></p> <p>As at 31 March 2020, the Company has unquoted investments amounting to ₹ 21,824.75 lakhs which includes investments in equity instruments, preference instruments and venture capital funds. These investments represent 33% of the total assets of the Company as at 31 March 2020.</p> <p>The aforesaid investment is not traded in the active market. These investments are fair valued using Level 3 inputs. The fair valuation of these investments is determined by a management-appointed independent</p>	<p>Our audit procedures, included, but were not limited to, the following:</p> <ul style="list-style-type: none"> <li>Obtained a detailed understanding of the managements process and controls for determining the fair valuation of unquoted equity investments, preference instruments and venture capital funds. The understanding was obtained by performance of walkthroughs which included inspection of documents produced by the Company and discussion with those involved in the process of valuation.</li> <li>Evaluated the design and tested the operating effectiveness of key controls implemented for fair valuation of the investments;</li> </ul>

**Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the standalone financial statements for the year ended 31 March 2020 (cont'd)**

<p>valuation specialist based on discounted cash flow method for equity and preference instruments. Investment in venture capital funds are valued based on the net asset value declared by the respective funds. The process of computation of fair valuation of investments include use of unobservable inputs, management judgements and estimates which are complex.</p> <p>The key assumptions underpinning management's assessment of fair value of these investments, include application of liquidity discounts; calculation of discounting rates and the estimation of projections of revenues, projections of future cash flows and growth rates, which have been impacted by Covid-19 outbreak in the current year adding to the complexity involved with such accounting estimates.</p> <p>The valuation of these investments was considered to be one of the areas which required significant auditor attention and was one of the matters of most significance in the standalone financial statements due to the materiality of total value of investments to the standalone financial statements and the complexity involved in the valuation of these investments.</p> <p>We also draw attention to note 43 of the accompanying standalone financial statements, which describe the uncertainties relating to the effects of Covid-19 pandemic outbreak which impact the fair valuation of the above mentioned unquoted investment as on 31 March 2020.</p>	<ul style="list-style-type: none"> <li>• Obtained the valuation reports done by management' expert and assessed the expert's competence, objectivity and independence in performing the valuation of the investments;</li> <li>• Assessed the appropriateness of valuation methodology used for the fair valuation computation with the help of an auditor's expert, and tested the mathematical accuracy of management's model adopted for the different types of investments;</li> <li>• Performed a test of reasonableness and also ensured that the key assumptions used in the cash flow projections including the growth rates, discount rates considering evidence available to support these assumptions and our understanding of the business and assessed the impact of COVID-19 outbreak on these assumptions.</li> <li>• Tested the discount rate and long-term growth rates used in the forecast including comparison to economic and industry forecasts where appropriate;</li> <li>• Ensured the appropriateness of disclosures in relation to these investments in accordance with the accounting standards.</li> <li>• Verified the mathematical accuracy of the valuations model.</li> <li>• Obtained written representations from management and those charged with governance whether they believe significant assumptions used in valuation of the investments are reasonable.</li> </ul>
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**Information other than the Financial Statements and Auditor's Report thereon**

7. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

**Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

8. The accompanying standalone financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance 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 Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making



**Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the standalone financial statements for the year ended 31 March 2020 (cont'd)**

judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

11. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing 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.
12. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
13. 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.
14. 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.
15. 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

**Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the standalone financial statements for the year ended 31 March 2020 (cont'd)**

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**

16. As required by section 197(16) of the Act, based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
17. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.
18. Further to our comments in Annexure A, as required by section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying standalone financial statements;
  - b) in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) the standalone financial statements dealt with by this report are in agreement with the books of account;
  - d) in our opinion, the aforesaid standalone financial statements comply with Ind AS specified under section 133 of the Act;
  - e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of section 164(2) of the Act;
  - f) we have also audited the internal financial controls with reference to financial statements of the Company as on 31 March 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date and our report dated 15 June 2020 as per Annexure B expressed an unmodified opinion;
  - g) with respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
    - i. the Company, as detailed in note 29 to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31 March 2020;
    - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2020;
    - 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 31 March 2020; and
    - iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these standalone financial statements. Hence, reporting under this clause is not applicable.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Regn. No. : 001076N/N500013

**Manish Gujral**  
Partner  
Membership No.: 105117  
UDIN : 20105117AAAACK8374

**Place** : Mumbai  
**Date** : 15 June 2020

**Annexure A to the Independent Auditor's Report of even date to the members of Kiran Vyapar Limited, on the standalone financial statements for the year ended 31 March 2020**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (b) All property, plant and equipment have not been physically verified by the management during the year, however, there is a regular program of verification once in three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) The Company does not hold any immovable property (in the nature of 'property, plant and equipments'). Accordingly, the provisions of clause 3(i)(c) of the Order are not applicable.
- (ii) The Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) The Company has granted unsecured loan to companies covered in the register maintained under Section 189 of the Act; and with respect to the same:
- (a) in our opinion the terms and conditions of grant of such loans are not, prima facie, prejudicial to the Company's interest.
- (b) the schedule of repayment of principal and payment of interest has been stipulated and the repayment/ receipts of the principal amount and the interest are regular; and
- (c) there is no overdue amount in respect of loans granted to such company.
- (iv) The provisions of Sections 185 of the Act do not apply to the Company. In our opinion, the Company has not undertaken any transaction in respect of investments, guarantees and security covered under section 186 of the Act. Further, in our opinion, the Company has complied with the provisions of section 186 of the Act in respect of loans given.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii) (a) The Company is regular in depositing undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
- (b) The dues outstanding in respect of income-tax, sales-tax, service tax, duty of customs, duty of excise and value added tax on account of any dispute, are as follows:

**Statement of Disputed Dues**

Name of the statute	Nature of dues	Amount (₹ lakhs)	Amount Paid Under Protest (₹ lakhs)	Period to which the amount relates (A.Y.)	Forum where dispute is pending	Remarks, if any
The Income-Tax Act, 1961	Income Tax	685.00	Nil	AY 2011-12	Commissioner of Income Tax (Appeals)	(See Note I below)
The Income-Tax Act, 1961	Income Tax	15.40	2.31	AY 2013-14	Commissioner of Income Tax (Appeals)	(See Note II below)
The Income-Tax Act, 1961	Income Tax	1054.34	158.15	AY 2014-15	Commissioner of Income Tax (Appeals)	(See Note II below)
The Income-Tax Act, 1961	Income Tax	71.04	Nil	AY 2015-16	Commissioner of Income Tax (Appeals)	
The Income-Tax Act, 1961	Income Tax	364.94	Nil	AY 2018-19	Commissioner of Income Tax (Appeals)	

**Annexure A to the Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the standalone financial statements for the year ended 31 March 2020 (cont'd)**Note:

- I. Pertains to outstanding demand of income tax in respect of the demerged Investment division of Maharaja Shree Umaid Mills Limited. The Company is liable to pay the tax (in respect of the demerged division) as per the order of the Hon'ble High Court at Calcutta.
  - II. The Company has made a payment of 15% of the disputed dues basis which a stay has been granted for the said demand by the authorities.
- (viii) The Company has not defaulted in repayment of loans or borrowings to any financial institution during the year. The Company has no loans or borrowings payable to a bank or government and no dues payable to debenture-holders during the year.
- (ix) The Company did not raise moneys by way of initial public offer or further public offer (including debt instruments). In our opinion, the terms loans were applied for the purposes for which the loans were obtained.
- (x) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.
- (xi) Managerial remuneration has been provided by the Company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.
- (xii) In our opinion, the Company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion all transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable Ind AS.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.
- (xv) In our opinion, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under section 192 of the Act.
- (xvi) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained by the Company.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Regn. No. : 001076N/N500013

**Manish Gujral**  
Partner  
Membership No.: 105117  
UDIN : 20105117AAAACK8374

**Place** : Mumbai  
**Date** : 15 June 2020

**Annexure B to the Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the standalone financial statements for the year ended 31 March 2020**

**Independent Auditor's Report on the Internal Financial Controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

1. In conjunction with our audit of the standalone financial statements of Kiran Vyapar Limited ('the Company') as at and for the year ended 31 March 2020, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

**Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

2. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('the ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the 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 for the Audit of the Internal Financial Controls with Reference to Financial Statements**

3. 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 Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. 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 includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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 with reference to financial statements.

**Meaning of Internal Financial Controls with Reference to Financial Statements**

6. A company's internal financial controls 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 purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

7. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Annexure B to the Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the standalone financial statements for the year ended 31 March 2020 (cont'd)**

**Opinion**

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2020, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

**For Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Regn. No. : 001076N/N500013

**Manish Gujral**  
Partner  
Membership No.: 105117  
UDIN : 20105117AAAACK8374

**Place** : Mumbai  
**Date** : 15 June 2020

**BALANCE SHEET AS AT 31 MARCH 2020**

(All amounts in ₹ lakhs, unless otherwise stated)

	Note	As at 31 March, 2020	As at 31 March, 2019
<b>ASSETS</b>			
<b>Financial assets</b>			
(a) Cash and cash equivalents	3	90.34	140.56
(b) Other bank balances	4	31.54	15.14
(c) Loans	5	20,127.25	14,325.33
(d) Investments	6	45,691.51	55,489.86
(e) Other financial assets	7	525.00	437.55
		<b>66,465.64</b>	<b>70,408.44</b>
<b>Non-financial assets</b>			
(a) Current tax assets (net)	26(b)	297.48	294.01
(b) Property, plant and equipment	8	72.59	105.27
(c) Other non-financial assets	9	16.25	8.72
		<b>386.32</b>	<b>408.00</b>
<b>Total Assets</b>		<b>66,851.96</b>	<b>70,816.44</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>Financial liabilities</b>			
(a) Borrowings (other than debt securities)	10	1,637.36	2,026.36
(b) Other financial liabilities	11	62.27	115.78
		<b>1,699.63</b>	<b>2,142.14</b>
<b>Non-financial Liabilities</b>			
(a) Current tax liabilities (net)	26(b)	465.78	162.95
(b) Provisions	12	46.10	32.23
(c) Deferred tax liabilities (net)	13	1,080.58	1,500.22
(d) Other non-financial liabilities	14	45.34	488.84
		<b>1,637.80</b>	<b>2,184.24</b>
<b>Equity</b>			
(a) Equity share capital	15	2,728.42	2,728.42
(b) Other equity	16	60,786.11	63,761.64
		<b>63,514.53</b>	<b>66,490.06</b>
<b>Total liabilities and equity</b>		<b>66,851.96</b>	<b>70,816.44</b>

**Notes 1 - 44 form an integral part of these Standalone Financial Statements.**

This is the Balance Sheet referred to in our Report of even date.

**For Walker Chandiook & Co. LLP**  
**Chartered Accountants**  
**Firm's Regn. No. : 001076N/N500013**

**For and on behalf of the Board of Directors**  
**Kiran Vyapar Limited**

**Manish Gujral**  
 Partner  
**Membership No. : 105117**

**L. N. Bangur**  
 Director  
**(DIN : 00012617)**  
 Place : Kolkata

**Shreyash Bangur**  
 Managing Director  
**(DIN : 00012825)**  
 Place : Hyderabad

**Ajay Sonthalia**  
 Chief Financial Officer  
 Place : Kolkata

**Pradip Kumar Ojha**  
 Company Secretary  
 Place : Kolkata

Place : Mumbai  
 Date : 15 June, 2020

Date : 15 June, 2020

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2020**

(All amounts in ₹ lakhs, unless otherwise stated)

	Note	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>Revenue from operations</b>			
(a) Interest income	17	2,650.11	2,069.28
(b) Dividend income	18	854.98	746.58
(c) Net gain on fair value changes	19	(387.77)	2,536.01
		<b>3,117.32</b>	<b>5,351.87</b>
<b>Other income</b>	20	20.47	5.37
<b>Total Income</b>		<b>3,137.79</b>	<b>5,357.24</b>
<b>Expenses</b>			
(a) Finance Costs	21	309.40	129.63
(b) Impairment on financial instruments	22	68.24	(20.39)
(c) Employee benefits expense	23	471.79	2,037.59
(d) Depreciation expense	24	33.05	48.35
(e) Other expenses	25	572.96	830.65
<b>Total Expenses</b>		<b>1,455.44</b>	<b>3,025.83</b>
<b>Profit before tax</b>		<b>1,682.35</b>	<b>2,331.41</b>
Tax Expense:	26		
(a) Current tax		700.00	425.00
(b) Deferred tax		(23.61)	498.39
(c) Prior year taxes		51.28	-
<b>Total tax expense</b>		<b>727.67</b>	<b>923.39</b>
<b>Profit for the year</b>		<b>954.68</b>	<b>1,408.02</b>
<b>Other comprehensive income</b>			
(i) Items that will not be reclassified to profit or loss			
- Fair valuation of equity and preference instruments through other comprehensive income		(3,640.29)	597.27
- Remeasurement benefit of defined benefit plans		(2.39)	(7.46)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(396.03)	239.67
<b>Total other comprehensive income</b>		<b>(3,246.65)</b>	<b>350.14</b>
<b>Total comprehensive income for the year</b>		<b>(2,291.97)</b>	<b>1,758.16</b>
<b>Earnings per equity share</b>	27		
Basic (₹)		3.50	5.43
Diluted (₹)		3.50	5.43

**Notes 1 - 44 form an integral part of these standalone financial statements**

This is the Statement of Profit and Loss referred to in our Report of even date.

**For Walker Chandio & Co. LLP**  
**Chartered Accountants**  
**Firm's Regn. No. : 001076N/N500013**

**For and on behalf of the Board of Directors**  
**Kiran Vyapar Limited**

**Manish Gujral**  
Partner  
**Membership No. : 105117**

**L. N. Bangur**  
Director  
**(DIN : 00012617)**  
Place : Kolkata

**Shreyash Bangur**  
Managing Director  
**(DIN : 00012825)**  
Place : Hyderabad

**Ajay Sonthalia** **Pradip Kumar Ojha**  
Chief Financial Officer  
Company Secretary  
Place : Kolkata Place : Kolkata

Place : Mumbai  
Date : 15 June, 2020

Date : 15 June, 2020



**Statement of Changes in Equity for the year ended 31 March 2020**

(All amounts in ₹ lakhs, unless otherwise stated)

**A. Equity Share Capital**

	As at 31 March 2020	As at 31 March 2019
Balance at the beginning of the period	2,728.42	2,592.00
Changes in equity share capital during the year (*)	-	136.42
Balance at the end of the period	<b>2,728.42</b>	<b>2,728.42</b>

(\*) Shares has been issued pursuant to the 'Kiran Vyapar Limited - Share Incentive Plan 2018'.

**B. Other Equity**

Particulars	Reserves and Surplus						Total		
	General Reserve	Securities Premium	Statutory Reserves	Impairment Reserves	Share capital cancellation reserve	Employee stock option/ share purchase outstanding account		Retained Earnings	Other comprehensive income
<b>Balance as at 01 April 2018</b>	9,788.55	40.00	1,393.45	-	59.52	-	45,962.41	4,124.49	61,368.42
Profit for the year	-	-	-	-	-	-	1,408.02	-	1,408.02
Share based payments to the employees (Refer Note 30)	-	-	-	-	-	1,283.05	-	-	1,283.05
Exercise of employee stock options (Refer Note 30)	-	1,283.05	-	-	-	(1,283.05)	-	-	-
Transferred to statutory reserves	-	-	319.64	-	-	-	(319.64)	-	-
Dividend (Refer Note 38)	-	-	-	-	-	-	(648.00)	-	(648.00)
Dividend distribution tax (Refer Note 38)	-	-	-	-	-	-	-	-	-
Items of other comprehensive income:	-	-	-	-	-	-	(7.46)	-	(7.46)
- Remeasurement of defined benefit plans	-	-	-	-	-	-	-	-	-
- Net fair value gain on investment in equity, preference instruments and debentures through OCI	-	-	-	-	-	-	-	597.27	597.27
- Tax impact	-	-	-	-	-	-	2.17	(241.83)	(239.66)
<b>Balance at 31 March 2019</b>	<b>9,788.55</b>	<b>1,323.05</b>	<b>1,713.09</b>	<b>-</b>	<b>59.52</b>	<b>-</b>	<b>46,397.50</b>	<b>4,479.93</b>	<b>63,761.64</b>

**B. Other Equity (Contd.)**

Particulars	Reserves and Surplus							Other comprehensive income		Total
	General Reserve	Securities Premium	Statutory Reserves	Impairment Reserves	Share capital cancellation reserve	Employee stock option/ share purchase outstanding account	Retained Earnings	Fair valuation of equity and preference instruments through	Other	
Profit for the year	-	-	-	-	-	-	954.68	-	-	954.68
Transferred to statutory reserves	-	-	190.94	-	-	-	(190.94)	-	-	-
Transferred to impairment reserves (Refer Note 40)	-	-	-	23.28	-	-	(23.28)	-	-	-
Dividend (Refer Note 38)	-	-	-	-	-	-	(682.11)	-	-	(682.11)
Dividend distribution tax (Refer Note 38)	-	-	-	-	-	-	(1.46)	-	-	(1.46)
Items of other comprehensive income:										
- Remeasurement of defined benefit plans	-	-	-	-	-	-	(2.39)	-	-	(2.39)
- Net fair value gain on investment in equity, preference instruments and debentures through OCI	-	-	-	-	-	-	-	(3,640.29)	(3,640.29)	(3,640.29)
- Tax impact	-	-	-	-	-	-	0.70	395.34	395.34	396.04
<b>Balance at 31 March 2020</b>	<b>9,788.55</b>	<b>1,323.05</b>	<b>1,904.03</b>	<b>23.28</b>	<b>59.52</b>	<b>-</b>	<b>46,452.70</b>	<b>1,234.98</b>	<b>60,786.11</b>	

Notes 1 - 44 form an integral part of these standalone financial statements

This is the Statement of Changes in Equity referred to in our Report of even date.

**For Walker Chandiook & Co. LLP**  
**Chartered Accountants**  
**Firm's Regn. No. : 001076N/N500013**

**Manish Gujral**  
 Partner  
**Membership No. : 105117**  
 Place : Mumbai  
 Date : 15 June, 2020

**For and on behalf of the Board of Directors**  
**Kiran Vyapar Limited**

**L. N. Bangur**  
 Director  
**(DIN : 00012617)**  
 Place : Kolkata

**Shreyash Bangur**  
 Managing Director  
**(DIN : 00012825)**  
 Place : Hyderabad

**Ajay Sonthalia**  
 Chief Financial Officer  
 Place : Kolkata

**Pradip Kumar Ojha**  
 Company Secretary  
 Place : Kolkata

Date : 15 June, 2020

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2020**

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended 31 March 2020	Year ended 31 March 2019
<b>A. Cash flow from operating activities</b>		
Profit before tax	1,682.35	2,331.41
Adjustment for :		
Net (gain)/loss on fair value changes	387.77	(2,536.01)
Liabilities written back	-	(2.04)
Depreciation expense	33.05	48.35
Impairment on financial instruments	68.24	(20.39)
Share based payments to employees	-	1,283.05
<b>Operating profit before working capital changes</b>	<b>2,171.41</b>	<b>1,104.37</b>
<b>Adjustments for changes in working capital</b>		
Decrease / (increase) in loans	(5,870.17)	5,094.79
Increase in other financial assets	(87.45)	(229.14)
Decrease / (increase) in other non-financial assets	(7.53)	2.73
Increase / (decrease) in other financial liabilities	(53.26)	36.95
Increase / (decrease) in provisions	18.94	(0.48)
Increase / (decrease) in other non-financial liabilities	(443.50)	442.17
<b>Cash generated from/ (used in) operating activities</b>	<b>(4,271.56)</b>	<b>6,451.39</b>
Income tax paid (net of refunds)	(450.76)	(317.39)
<b>Net cash generated from/ (used in) operating activities (A)</b>	<b>(4,722.32)</b>	<b>6,134.00</b>
<b>B. Cash flow from investing activities</b>		
Purchase of property, plant and equipments	(0.38)	(0.97)
Purchase of investments	(10,062.46)	(14,114.48)
Sale of investments	15,824.04	9,059.51
<b>Net cash generated from/ (used in) investing activities (B)</b>	<b>5,761.20</b>	<b>(5,055.94)</b>
<b>C. Cash flow from financing activities</b>		
Repayment of borrowings	(3,768.89)	(2,791.96)
Proceeds from borrowings	3,380.00	2,305.04
Dividend paid	(682.35)	(645.74)
Dividend tax paid	(1.46)	-
Proceeds from issue of employee share purchase scheme	-	136.42
<b>Net cash (used in) financing activities (C)</b>	<b>(1,072.70)</b>	<b>(996.24)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>(33.82)</b>	<b>81.82</b>
Cash and cash equivalents as at beginning of the year	155.70	73.88
Cash and cash equivalents as at end of the year	<b>121.88</b>	<b>155.70</b>

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2020 (Contd.)**

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended 31 March 2020	Year ended 31 March 2019
<b>Notes:</b>		
(i) The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, "Statement of Cash Flows".		
(ii) Cash and cash equivalents comprises of:		
Cash on hand	0.89	0.40
Balances with banks		
- In current accounts	80.18	130.64
- In unpaid dividend accounts	9.27	9.52
Add: Other bank balances	31.54	15.14
	<b>121.88</b>	<b>155.70</b>

This is the Cash Flow Statement referred to in our Report of even date.

**For Walker Chandiok & Co. LLP**  
**Chartered Accountants**  
**Firm's Regn. No. : 001076N/N500013**

**For and on behalf of the Board of Directors**  
**Kiran Vyapar Limited**

**Manish Gujral**  
Partner  
**Membership No. : 105117**

**L. N. Bangur**  
Director  
**(DIN : 00012617)**  
Place : Kolkata

**Shreeyash Bangur**  
Managing Director  
**(DIN : 00012825)**  
Place : Hyderabad

**Ajay Sonthalia**   **Pradip Kumar Ojha**  
Chief Financial   Company Secretary  
Officer  
Place : Kolkata   Place : Kolkata

Place : Mumbai  
Date : 15 June, 2020

Date : 15 June, 2020

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**1. (a) Corporate Information**

Kiran Vyapar Limited (“the Company”) is a public limited company domiciled in India and registered under the provisions of the Companies Act, 1956. The Company is listed on Bombay Stock Exchange & The Calcutta Stock Exchange. The Company is a non-deposit taking Systemically Important Non-Banking Financial Company (“NBFC”) registered with Reserve Bank of India (“the RBI”) and is engaged in the business of providing loans and making investments in shares and securities.

**(b) Basis of preparation of standalone financial statements**

These standalone financial statements has been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time (‘Ind AS’) along with other relevant provisions of the Act; the Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 (‘the NBFC Master Directions’) issued by RBI (as amended) and the regulatory guidance on implementation of Ind AS as notified by the RBI vide notification dated 13 March 2020.

The Guidance Note on Division III - Schedule III to the Companies Act, 2013 issued by the Institute of Chartered Accountants of India (“ICAI”) has been followed insofar as they are not inconsistent with any of these Directions.

These standalone financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these standalone financial statements.

**(c) Presentation of standalone financial statements**

The Company presents its balance sheet in order of liquidity. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non-current) is presented in note 35.

Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business.
- The event of default.
- The event of insolvency or bankruptcy of the Company and/or its counterparties.

**(d) Significant judgements, estimates and assumptions**

The preparation of the standalone financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

**Business model assessment**

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company’s continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

### Fair value of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.

### Provisions and other contingent liabilities

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration and regulatory investigations and proceedings in the ordinary course of the Company's business. When the Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Company records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

### (e) Application of new accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

## 2. Significant accounting policies

### 2.01 Revenue recognition

#### Interest income (Effective interest rate method)

Under Ind AS 109 interest income is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortised cost, debt instrument measured at FVOCI and debt instruments designated at FVTPL. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset. The EIR (and therefore, the amortised cost of the asset) is calculated by taking into account any discount or premium on acquisition, fees and costs that are an integral part of the EIR. The Company recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loan. Hence, it recognises the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges). If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk. The adjustment is booked as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortised through interest income in the statement of profit and loss.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets net of upfront processing fees. When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Company calculates interest income by applying the effective interest rate to the net amortised cost of the financial asset. If the financial assets cures and is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis. For purchased or originated credit-impaired (POCI) financial assets, the Company calculates interest income by calculating the credit-adjusted EIR and applying that rate to the amortised cost of the asset. The credit-adjusted EIR is the interest rate that, at original recognition, discounts the estimated future cash flows (including credit losses) to the amortised cost of the POCI assets. Interest income on all trading assets and financial assets mandatorily required to be measured at FVTPL is recognised using the contractual interest rate in net gain on fair value changes.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**Dividend income**

Dividend income (including from FVOCI investments) is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably.

**Trading income**

Trading income includes all gains and losses from changes in fair value and the related interest income or expense and dividends, for financial assets and financial liabilities held for trading.

**2.02 Financial instruments****Point of recognition**

Financial assets and liabilities, with the exception of loans, debt securities, deposits and borrowings are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument. This includes regular way trades: purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place. Loans are recognised when funds are transferred to the customers' account. The Company recognises debt securities, deposits and borrowings when funds reach the Company.

**Initial recognition**

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments, as per the principles of the Ind AS. Financial instruments are initially measured at their fair value, except in the case of financial assets and financial liabilities recorded at FVTPL, transaction costs are added to, or subtracted from, this amount. Trade receivables are measured at the transaction price. When the fair value of financial instruments at initial recognition differs from the transaction price, the Company accounts mentioned below:

When the transaction price of the instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Group recognises the difference between the transaction price and fair value in net gain on fair value changes. In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in profit or loss when the inputs become observable, or when the instrument is derecognised.

**Subsequent measurement of financial liabilities**

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

**Subsequent measurement of financial assets**

For subsequent measurement, the Company classifies a financial asset in accordance with the below criteria:

- i. The Company's business model for managing the financial asset; and
- ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Company classifies its financial assets into the following categories:

- (a) Financial assets measured at amortized cost
- (b) Financial assets measured at fair value through other comprehensive income (FVTOCI)

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

(c) Financial assets measured at fair value through profit or loss (FVTPL)

### (a) Financial assets measured at amortized cost:

A Financial asset is measured at the amortized cost if both the following conditions are met:

- (i) The Company's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows; and
- (ii) 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.

This category applies to cash and cash equivalents, other bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Statement of Profit and Loss. The amortized cost of a financial asset is also adjusted for loss allowance, if any.

### (b) Financial assets measured at FVTOCI:

A financial asset is measured at FVTOCI if both of the following conditions are met:

- (i) The Company's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets; and
- (ii) 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.

This category applies to certain investments in debt and equity instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of profit and loss under 'Other Comprehensive Income (OCI)'. However, the Company recognizes interest income and impairment losses and its reversals in the Statement of Profit and Loss. On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is reclassified from equity to the Statement of Profit and Loss, except for instruments which the Company has irrevocably elected to be classified as equity through OCI at initial recognition, when such instruments meet the definition of Equity under Ind AS 32 Financial Instruments: Presentation and they are not held for trading. The Company has made such election on an instrument by instrument basis.

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends are recognised in the statement of profit or loss as dividend income when the right of the payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Equity instruments at FVOCI are not subject to an impairment assessment.

### (c) Financial assets measured at FVTPL:

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

### Financial assets or financial liabilities held for trading:

The Company classifies financial assets as held for trading when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is evidence of a recent pattern of short-term profit taking. Held-for-trading assets and liabilities are recorded and measured in the balance sheet at fair value. Changes in fair value are recognised as net gain on fair value changes in the Statement of Profit and Loss.



**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

Interest and dividend income or expense is recorded in net gain on fair value changes according to the terms of the contract, or when the right to payment has been established. Included in this classification are debt securities, equities, and customer loans that have been acquired principally for the purpose of selling or repurchasing in the near term.

**De-recognition:****(a) Financial asset:**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Company's balance sheet) when any of the following occurs:

- i. The contractual rights to cash flows from the financial asset expires;
- ii. The Company transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset. A regular way purchase or sale of financial assets has been derecognised, as applicable, using trade date accounting.
- iii. The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- iv. The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the Financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On de-recognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

**(b) Financial liability:**

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in profit or loss.

**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 for financial assets.

ECL is the weighted-average of difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Company is required to consider:

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

### Trade receivables

In respect of trade receivables, the Company applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

### Other financial assets:

In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Company uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Company compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Company assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

### Offsetting of financial instruments:

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## 2.03 Fair Value

The Company measures its financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the standalone financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

- Level 1 (unadjusted) - Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Company has access to at the measurement date. The Company considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.
- Level 2 - Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities, and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument. However, if such adjustments are based on unobservable inputs which are significant to the entire measurement, the Company will classify the instruments as Level 3.
- Level 3 - Those that include one or more unobservable input that is significant to the measurement as whole.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

**2.04 Income Taxes**

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

**Current tax**

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961. Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

**Deferred tax**

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The Company has not recognised a deferred tax liability for all taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint arrangements, except to the extent that both of the following conditions are satisfied:

- the parent, investor, joint venture or joint operator is able to control the timing of the reversal of the temporary difference; and
- it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

### Presentation of current and deferred tax:

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the company will pay normal income tax during the specified period. Further, the MAT credit is not set-off against the deferred tax liabilities, since the Company does not have a legally enforceable right to set-off.

### 2.05 Provisions and contingencies

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

### 2.06 Cash and Cash Equivalents

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

### 2.07 Employee Benefits

#### Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short-term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

#### Post-employment benefits

##### (i) Defined contribution plans

Defined contribution plans are employee state insurance scheme and Government administered pension fund scheme for all applicable employees.

#### Recognition and measurement of defined contribution plans:

The Company recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss when the employees render services to the Company during the reporting period. If the contributions payable for services received from employees before the reporting date exceeds the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**(ii) Defined benefits plans****Gratuity scheme:**

Gratuity is a post employment benefit and is a defined benefit plan. The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if any. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

**Recognition and measurement of defined benefit plans**

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognized in the Statement of Profit and Loss. Remeasurements of the net defined benefit liability / (asset) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability/asset), are recognized in Other Comprehensive Income. Such remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

The Company does not presents the above liability/(asset) as current and non-current in the Balance Sheet as per the principles of Division III financial statements as per the MCA notification dated 11 October 2018.

**(iii) Other long-term employee benefits:**

Entitlements to compensated absences are recognized as and when they accrue to employees and they are considered to be a financial liability, since the accumulated leaves can be encashed at the end of every year.

**2.08 Lease accounting**

The Company has adopted Ind AS 116 - Leases w.e.f. 1 April 2019, using the modified retrospective method. The Company has applied the standard to its leases with the cumulative impact recognised on the date of initial application i.e, 1 April 2019. Accordingly, previous period information has not been restated.

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves the use of an identified asset;
- (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease; and
- (iii) the Company has the right to direct the use of the asset.

**Recognition and initial measurement**

At lease commencement date, the Company recognises a right-of-use asset ('ROU') and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease (if any), and any lease payments made in advance of the lease commencement date (net of any incentives received).

**Subsequent measurement**

The Company depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At lease commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate. Lease payments included in the measurement of

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in the in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset.

### Presentation

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term.

### 2.09 Borrowing Cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

### 2.10 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

### 2.11 Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

### 2.12 Property, plant & equipment

#### Measurement at recognition

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Statement of Profit and Loss as and when incurred.

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

#### Capital work-in-progress and capital advances:

Cost of assets not ready for intended use, as on the balance sheet date, is shown as capital work-in-progress. Advances given towards acquisition of property, plant and equipments outstanding at each balance sheet date are disclosed as other non-financial assets.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**Depreciation**

Depreciation on each part of an item of property, plant and equipment is provided using the written down value method based on the useful life of the asset as prescribed in Schedule II to the Act. Depreciation is calculated on a pro-rata basis from the date of installation till date the assets are sold or disposed. Leasehold improvements are amortised over the underlying lease term on a straight line basis. Individual assets costing less than ₹ 5,000 are depreciated in full in the year of acquisition.

**De-recognition**

The carrying amount of an item of property, plant and equipment is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Statement of Profit and Loss when the item is derecognized.

**2.13 Impairment of non-financial assets**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. 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.

In assessing the 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. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

**2.14 Share based payments**

The Company has equity-settled share-based remuneration plan for its employees. None of the plans are cash-settled. Where employees are rewarded using share-based payments, the fair value of employees' services is determined indirectly by reference to the fair value of the equity instruments offered. This fair value is appraised at the offer date and excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions).

All share-based remuneration is ultimately recognised as an expense in the statement of profit or loss with a corresponding credit to equity. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of shares expected to vest.

Upon exercise of shares offered, the proceeds received, net of any directly attributable transaction costs, are allocated to share capital up to the nominal (or par) value of the shares issued with any excess being recorded as securities premium.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**2.15 Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the period. The weighted-average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

	<b>As at 31 March, 2020</b>	<b>As at 31 March, 2019</b>
<b>3. Cash and cash equivalents</b>		
Cash on hand	0.89	0.40
Balances with banks in current account	80.18	130.64
Balances with banks in dividend accounts	9.27	9.52
	<b>90.34</b>	<b>140.56</b>
<b>4. Other bank balances</b>		
Balances with banks in current account (*)	31.54	15.14
	<b>31.54</b>	<b>15.14</b>

(\*) Consists of balances in bank accounts maintained by portfolio managers.



### Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ in lakhs, unless otherwise stated)

	As at 31 March 2020					As at 31 March 2019				
	Amortised Cost	At fair value through profit and loss	At fair value through other comprehensive income	Designated at fair value through profit and loss	Total	Amortised Cost	At fair value through profit and loss	At fair value through other comprehensive income	Designated at fair value through profit and loss	Total
<b>(A) Loans</b>										
Security deposits	-	0.10	-	-	0.10	-	2.36	-	-	2.36
Loans repayable on demand:										
- To related parties (Refer Note 32)	10,637.80	-	-	-	10,637.80	14,225.80	-	-	-	14,225.80
- To others	50.00	-	-	-	50.00	148.02	-	-	-	148.02
Term Loans	9,257.98	-	-	-	9,257.98	-	-	-	-	-
Interest accrued	307.11	-	-	-	307.11	6.65	-	-	-	6.65
<b>Total (A) - Gross</b>	<b>20,252.89</b>	<b>0.10</b>	-	-	<b>20,252.99</b>	<b>14,380.47</b>	<b>2.36</b>	-	-	<b>14,382.83</b>
Less: Impairment loss allowance [refer note (a) below]	(125.74)	-	-	-	(125.74)	(57.50)	-	-	-	(57.50)
<b>Total (A) - Net</b>	<b>20,127.15</b>	<b>0.10</b>	-	-	<b>20,127.25</b>	<b>14,322.97</b>	<b>2.36</b>	-	-	<b>14,325.33</b>
<b>(B) Security</b>										
Secured by tangible assets	9,562.39	-	-	-	9,562.39	98.02	-	-	-	98.02
- Secured by pledge of shares	9,562.39	-	-	-	9,562.39	98.02	-	-	-	98.02
Secured by intangible assets	-	-	-	-	-	-	-	-	-	-
Covered by Bank/Government Guarantees	-	-	-	-	-	-	-	-	-	-
Unsecured	10,690.50	0.10	-	-	10,690.60	14,282.45	2.36	-	-	14,284.81
<b>Total (B) - Gross</b>	<b>20,252.89</b>	<b>0.10</b>	-	-	<b>20,252.99</b>	<b>14,380.47</b>	<b>2.36</b>	-	-	<b>14,382.83</b>
Less: Impairment loss allowance [Refer Note (a) below]	(125.74)	-	-	-	(125.74)	(57.50)	-	-	-	(57.50)
<b>Total (B) - Net</b>	<b>20,127.15</b>	<b>0.10</b>	-	-	<b>20,127.25</b>	<b>14,322.97</b>	<b>2.36</b>	-	-	<b>14,325.33</b>
<b>(C) Other details</b>										
<b>(I) Loans in India</b>										
- Public Sector	-	-	-	-	-	-	-	-	-	-
- Others	20,252.89	0.10	-	-	20,252.99	14,380.47	2.36	-	-	14,382.83
<b>Total (C) (I) - Gross</b>	<b>20,252.89</b>	<b>0.10</b>	-	-	<b>20,252.99</b>	<b>14,380.47</b>	<b>2.36</b>	-	-	<b>14,382.83</b>
Less: Impairment loss allowance [Refer Note (a) below]	(125.74)	-	-	-	(125.74)	(57.50)	-	-	-	(57.50)
<b>Total (C) (I) - Net</b>	<b>20,127.15</b>	<b>0.10</b>	-	-	<b>20,127.25</b>	<b>14,322.97</b>	<b>2.36</b>	-	-	<b>14,325.33</b>
<b>(II) Loans outside India</b>										
<b>Total (C) (II) - Gross</b>	-	-	-	-	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-	-	-	-	-
<b>Total (C) (II) - Net</b>	-	-	-	-	-	-	-	-	-	-
<b>Total (C) (I) and (II) - Net</b>	<b>20,127.15</b>	<b>0.10</b>	-	-	<b>20,127.25</b>	<b>14,322.97</b>	<b>2.36</b>	-	-	<b>14,325.33</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**5. Loans (Contd.)****(a) Movement in impairment allowance during the period is as follows:**

	Year ended 31 March 2020	Year ended 31 March 2019
Balance at the beginning of the year	57.50	77.89
Add: Provision made during the year	68.24	-
Less: Provision reversed during the year	-	(20.39)
Balance at the end of the year	<b>125.74</b>	<b>57.50</b>

**6. Investments**

	Amortised Cost	At fair value		Designated at fair value through profit or loss	Others (*)	Total	As at 31 March 2020			As at 31 March 2019				
		Through comprehensive income	Through profit or loss				Amortised Cost	Through comprehensive income	Through profit or loss	Others (*)	Total			
<b>(a) Investments in:</b>														
Mutual funds	-	-	3,177.26	-	-	3,177.26	-	-	-	-	-	4,660.28	-	4,660.28
Government securities	-	-	-	-	-	-	-	2.43	-	-	-	-	-	2.43
Other approved securities	-	-	16,734.96	-	-	16,734.96	-	-	-	-	-	11,873.50	-	11,873.50
Debt securities	600.00	89.55	-	-	-	689.55	830.00	2,697.87	-	-	-	-	-	3,527.87
Equity instruments	-	6,552.09	-	-	-	6,552.09	-	13,626.51	-	-	-	3,751.39	-	17,377.90
Subsidiaries (*)	498.56	-	-	-	12,970.00	13,468.56	498.56	-	-	-	-	-	12,970.00	13,468.56
Associates (*)	-	-	-	-	3,824.55	3,824.55	-	-	-	-	-	-	3,824.55	3,824.55
Preference instruments	-	1,244.54	-	-	-	1,244.54	-	754.77	-	-	-	-	-	754.77
<b>Total (A)</b>	<b>1,098.56</b>	<b>7,886.18</b>	<b>19,912.22</b>	<b>-</b>	<b>16,794.55</b>	<b>45,691.51</b>	<b>1,330.99</b>	<b>17,079.15</b>	<b>20,285.17</b>	<b>-</b>	<b>16,794.55</b>	<b>20,285.17</b>	<b>-</b>	<b>55,489.86</b>
<b>(b) Other details:</b>														
Investments outside India	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Investments in India	1,098.56	7,886.18	19,912.22	-	16,794.55	45,691.51	1,330.99	17,079.15	20,285.17	-	16,794.55	20,285.17	-	55,489.86
<b>Total (B)</b>	<b>1,098.56</b>	<b>7,886.18</b>	<b>19,912.22</b>	<b>-</b>	<b>16,794.55</b>	<b>45,691.51</b>	<b>1,330.99</b>	<b>17,079.15</b>	<b>20,285.17</b>	<b>-</b>	<b>16,794.55</b>	<b>20,285.17</b>	<b>-</b>	<b>55,489.86</b>
<b>Less: Allowance for impairment loss (C)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Net (D)=(A)-(C)</b>	<b>1,098.56</b>	<b>7,886.18</b>	<b>19,912.22</b>	<b>-</b>	<b>16,794.55</b>	<b>45,691.51</b>	<b>1,330.99</b>	<b>17,079.15</b>	<b>20,285.17</b>	<b>-</b>	<b>16,794.55</b>	<b>20,285.17</b>	<b>-</b>	<b>55,489.86</b>

(\*) Investments in subsidiaries and associates are measured at cost in accordance with Ind AS 27

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>6. Investments (Contd.)</b>					
<b>(a) Investments in Mutual funds - Quoted</b>					
(Measured at FVTPL)					
Goldman Sachs Liquid Exchange Traded Scheme	1,000	1	0.01	1	-
HDFC Charity Fund (Growth)	10	1,000,000	100.47	1,000,000	100.08
HDFC Equity Fund (Growth) (*)	10	-	-	90,646	617.49
HDFC Floating Rate Income Fund Short Term Plan (Growth)	10	-	-	207,041	67.29
HDFC Small Cap Fund - Regular Plan (Growth) (*)	10	4,574,588	625.97	2,408,470	1,075.12
HDFC Top 100 Fund Dividend (*)	10	2,104,733	612.65	-	-
JM Large Cap Fund - Dividend Option	10	1,002,245	116.95	-	-
Kotak Emerging Equity Scheme (Growth) (*)	10	-	-	983,782	382.72
Motilal Oswal Most Focused Midcap 30 Fund (Growth) (*)	10	4,503,933	866.38	4,503,933	1,143.10
Motilal Oswal Most Focused Multicap 35 (Growth) (*)	10	4,309,003	839.68	4,309,003	1,119.48
			<b>3,162.11</b>		<b>4,505.28</b>
(*) Pledged against borrowings					
<b>Investments through Portfolio managers:</b>					
<b>Mutual funds, unquoted - (Measured at FVTPL)</b>					
HDFC Liquid Fund - (Dividend)	1,000	-	-	352	3.59
ICICI Prudential Money Market Fund - (Dividend)	100	15,152	15.15	128,917	129.22
Aditya Birla Sunlife Liquid Fund - (Growth)	100	-	-	7,423	22.19
			<b>15.15</b>		<b>155.00</b>
<b>Total investment in mutual funds</b>			<b>3,177.26</b>		<b>4,660.28</b>
<b>(b) Investment in government securities</b>					
<b>Bonds, quoted - (Measured at amortised cost)</b>					
8.20 % NHA1 Tax Free Bonds (#)	1,000	-	-	230	2.43
<b>Total investment in government securities</b>			-		<b>2.43</b>
(#) Pledged against borrowings until 27 August 2018					
<b>(c) Investments in other approved securities</b>					
<b>Venture capital funds, unquoted</b>					
(Measured at FVTPL)					
Ask Real Estate Opportunity Fund - II	100,000	5,000	6,624.56	3,500	4,418.25
Anthill Early Stage Fund	100,000	100	93.03	50	47.05
BPEA Credit India Fund - II	100	465,000	474.30	305,000	312.17
Baring Private Equity India	100,000	200	229.93	150	171.70
Chiratae Trust Class A1 and A2	100,000	1,320	2,106.82	990	1,436.75
Chiratae Ventures India Fund IV	100,000	1,085	1,052.20	-	-
Contrarian Vridhi Fund	10,000	337	90.17	500	73.75
Grand Anicut Fund - I	1,000	100,000	1,000.00	100,000	995.95
India Quotient Investment Fund	95,194	600	369.54	570	406.58
India Realty Excellence Fund - III	100	495,726	600.55	451,162	502.60
KAE Capital Fund - II	100,000	258	510.19	300	334.92
Kotak India Whizdom Fund	10	5,000,000	402.77	5,000,000	553.05
Malabar Value Fund	100	257,625	184.13	257,625	299.30
Pandara Trust Scheme - I (Class A, Series 2)	100,000	379	672.75	393	630.72
SBI FM Special Situation Fund	250	5,000	126.35	-	-

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>6. Investments (Contd.)</b>					
<b>(c) Investments in other approved securities</b>					
<b>Venture capital funds, unquoted</b>					
(Measured at FVTPL) (Contd.)					
Sixth Sense India Opportunities - II	1,000	50,000	599.41	20,000	216.39
Trifecta Venture Debt Fund - I	100	491,413	527.27	457,513	520.41
TVS Shriram Growth Fund - III	100	33,000	330.00	5,000	23.52
Zodius Technology Fund	10	3,791,712	379.17	4,245,543	571.60
Zodius Technology Opportunities Fund	10	2,783,359	278.34	2,866,156	289.56
Yournest India VC Fund - II	10,000	800	83.48	700	69.23
<b>Total investments in other approved securities</b>			<b>16,734.96</b>		<b>11,873.50</b>
<b>(d) Investment in Debt securities</b>					
<b>Non-convertible debentures, unquoted</b>					
(Measured at amortised cost)					
Best View Infracon Limited	100,000	60	600.00	83	830.00
			<b>600.00</b>		<b>830.00</b>
<b>Compulsorily convertible debentures, quoted</b>					
(Measured at FVTOCI)					
Piramal Enterprise Limited	100,000	-	-	2,325	2,650.50
			-		<b>2,650.50</b>
<b>Investments through portfolio managers:</b>					
<b>Compulsory convertible debentures, unquoted</b>					
(Measured at FVTOCI)					
Hero Electric Vehicles Private Limited	10	26,709	47.37	26,709	47.37
SHR Lifestyle Private Limited	10	1,867	42.18	-	-
			<b>89.55</b>		<b>47.37</b>
<b>Total investment in debt securities</b>			<b>689.55</b>		<b>3,527.87</b>
<b>Measured at amortised cost</b>			<b>600.00</b>		<b>830.00</b>
<b>Measured at FVTOCI</b>			<b>89.55</b>		<b>2,697.87</b>
<b>(e) Investment in equity instruments</b>					
<b>Quoted (Non-trade, measured at FVTOCI)</b>					
Amara Raja Batteries Limited	1	3,000	14.34	3,000	21.57
Ashok Leyland Limited (*)	1	186,500	80.29	186,500	170.27
Bajaj Electrical Limited	2	-	-	18,294	102.24
Bajaj Finserv Limited (*)	5	580	26.63	-	-
Balkrishna Industries Limited	2	-	-	4,000	39.78
BLS International Services Limited	1	-	-	61,000	69.78
Century Plyboards India Limited	1	-	-	51,100	106.19
Century Textiles Industries Limited	10	-	-	12,129	113.11
Container Corporation of India Limited	10	-	-	10,312	54.10
Dilip Buildcon Limited	10	-	-	16,900	108.74
Finolex Cables Limited	2	-	-	1,778	8.49
HDFC Bank Limited (*)	2	18,300	157.73	7,150	165.63
HDFC Limited	2	1,000	16.33	1,000	19.67
Himatsingka Seide Limited	5	-	-	5,000	10.91

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>6. Investments (Contd.)</b>					
<b>(e) Investment in equity instruments (Contd.)</b>					
<b>Quoted (Non-trade, measured at FVTOCI) (Contd.)</b>					
Honeywell Automation India Limited	10	10	2.59	-	-
Igarashi Motors India Limited	10	-	-	2,809	9.83
Indian Energy Exchange Limited	1	75,000	95.96	1,962,081	3,225.66
ITC Limited	1	-	-	25,990	77.11
JK Cement Limited (*)	10	24,900	232.95	24,900	214.40
JK Paper Limited	10	-	-	28,000	40.01
JSW Steel Limited	1	-	-	13,000	38.07
Larsen & Toubro Limited (*)	2	18,255	147.59	22,255	308.02
LG Balakrishnan & Bros Limited	10	-	-	13,400	51.72
Lupin Limited	2	-	-	4,800	35.48
Mangalore Chemical Fertilizers Limited	10	-	-	74,995	30.82
MMP Industries Limited	10	93,300	54.63	186,600	344.37
Mohota Industries Limited	10	-	-	560,034	197.69
Nagarjuna Oil Refinery Limited	1	750	0.01	750	0.01
NBCC India Limited	2	-	-	165,620	109.81
Nippon Life India Asset Mangement Limited	10	12,500	31.15	-	-
OCL India Limited	2	7,500	36.80	27,800	275.18
Orient Refractories Limited	1	27,801	32.57	27,801	65.97
PI Industries Limited	1	-	-	7,260	74.87
Piramal Enterprises Limited (*)	2	18,250	171.46	4,500	123.96
Reliance Industries Limited (*)	10	4,000	44.55	6,500	88.60
Sadbhav Engineering Limited	1	38,196	10.35	-	-
Safari Industries Limited	2	28,000	112.43	28,000	202.87
Siyaram Silk Mills Limited	2	-	-	2,325	10.36
Expleo Solutions Limited	10	-	-	17,297	87.66
State Bank of India Limited	1	17,020	33.50	17,020	54.60
Steel Authority of India Limited	10	-	-	121,900	65.46
Sterlite Technologies Limited	2	-	-	44,830	98.00
Sumitomo Chemical India Limited	10	18,232	33.67	715	26.03
Sun Pharmaceuticals Industries Limited	1	-	-	11,000	52.72
Tata Global Beverages Limited	1	-	-	57,850	117.52
Titan Company Limited (*)	1	10,300	96.17	-	-
The Catholic Syrian Bank Limited	10	344,079	406.19	-	-
The Peria Karamalai Tea & Produce Co. Limited	10	470,224	322.10	470,224	805.96
Ultratech Cement Limited	10	1,516	49.19	-	-
Varun Beverages Limited	10	4,500	23.83	3,000	25.94
			<b>2,233.01</b>		<b>7,849.18</b>

(\*) Pledged against borrowings

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>6. Investments (Contd.)</b>					
<b>(e) Investment in equity instruments (cont'd)</b>					
<b>Unquoted (Non-trade, measured at FVTOCI)</b>					
Momark Services Private Limited	10	-	-	100	0.16
Nazara Technologies Limited	4	66,200	481.94	66,200	481.94
Suryoday Small Finance Bank Limited	10	1,164,569	3,027.88	1,637,013	3,846.98
Winsome Park Private Limited	10	812,000	74.46	-	-
The Catholic Syrian Bank Limited	10	-	-	344,079	602.14
			<b>3,584.28</b>		<b>4,931.22</b>
<b>Unquoted (Held for sale, measured at FVTPL)</b>					
Suryoday Small Finance Bank Limited	10	-	-	555,556	1,305.56
The Catholic Syrian Bank Limited	10	-	-	1,397,617	2,445.83
			-		<b>3,751.39</b>
<b>Investments through portfolio managers</b>					
<b>Quoted (Measured at FVTOCI)</b>					
Aarti Drugs Limited	10	4,043	20.31	4,096	26.10
Apl Apollo Tubes Limited	10	2,650	33.04	2,650	38.21
Aptech Limited	10	3,487	2.91	2,561	4.55
Ashiana Housing Limited	5	-	-	4,319	5.02
Arvind Fashions Limited	4	1,389	2.04	647	6.75
Arvind Limited	10	3,468	0.68	2,620	2.38
Bajaj Finance Limited	2	277	6.14	245	7.41
Bank of Baroda	2	7,287	3.90	7,000	9.01
Bombay Burmah Trading Corporation Limited	2	925	6.78	555	7.21
Britannia Industries Limited	1	111	2.98	238	7.34
BSE Limited	2	823	2.44	447	2.73
Canfin Homes Limited	2	3,320	9.26	1,150	4.01
Chaman Lal Setia Exports Limited	2	20,827	7.16	20,827	17.54
Coal India Limited	10	-	-	10,875	25.80
Crompton Greaves Consumer Electricals Limited	2	16,575	34.61	12,975	29.48
DFM Foods Limited	2	1,325	2.31	-	-
Dollar Industries Limited	2	1,175	1.29	1,175	3.37
Endurance Technologies Limited	10	439	2.64	422	4.90
Equitas Holdings Limited	10	3,324	1.42	5,575	7.63
Exide Industries Limited	1	2,084	2.74	4,025	8.80
Garware Technical Fibres Limited	10	2,345	25.19	2,345	26.53
Gulf Oil Lubricants India Limited	2	-	-	2,154	18.13
HDFC Bank Limited	2	2,658	22.91	1,631	37.82
Hemisphere Properties India Limited	10	2,515	4.20	-	-
Heritage Foods Limited	5	1,745	3.71	-	-
Himadri Speciality Chemical Limited	1	28,900	8.51	28,900	33.61
ICICI Securities Limited	5	2,492	6.89	1,125	2.72
Intrasoft Technologies Limited	10	2,012	0.42	1,561	2.04
Jubilant Foodworks Limited	10	1,065	15.67	1,798	25.96
Kpit Technologies Limited	10	5,116	1.80	16,325	14.32
La Opala RG Limited	2	903	1.33	3,083	6.69
Marico Limited	1	4,300	11.82	2,125	7.37

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>6. Investments (Contd.)</b>					
<b>(e) Investments through portfolio managers (Contd.)</b>					
<b>Quoted (Measured at FVTOCI) (Contd.)</b>					
Maruti Suzuki India Limited	5	-	-	76	5.07
Mayur Uniquoters Limited	5	4,425	6.63	4,425	15.34
Muthoot Finance Limited	10	7,587	46.52	7,475	46.02
Navin Fluorine International Limited	2	3,260	39.83	5,125	36.26
Petronet LNG Limited	10	7,725	15.43	-	-
Procter and Gamble Hygiene and Healthcare Limited	10	65	6.68	35	3.79
Relaxo Footwears Limited	1	993	5.95	1,000	7.71
Repro India Limited	10	918	3.00	705	4.17
SBI Life Insurance Company Limited	10	1,091	6.99	-	-
Sheela Foam Limited	5	1,545	19.87	695	8.75
Sonata Software Limited	1	3,200	5.25	-	-
Sterling & Wilson Solar Limited	1	2,794	2.15	-	-
Sudarshan Chemical Industries Limited	2	-	-	4,042	13.90
Suven Pharmaceuticals Limited	1	7,070	14.21	-	-
Symphony Limited	2	535	4.17	350	4.83
Tata Communications Limited	10	3,398	7.92	2,054	12.59
TCI Express Limited	10	1,175	6.42	1,175	8.77
The Anup Engineering Limited	10	-	-	97	0.54
Thyrocare Technologies Limited	10	-	-	828	4.42
Cholamandalam Financial Holdings Limited	1	2,950	8.56	2,950	14.35
Titan Company Limited	1	591	5.52	450	5.14
TTK Prestige Limited	10	86	4.18	55	4.80
United Spirits Limited	2	300	1.45	650	3.60
VIP Industries Limited	2	7,030	16.88	2,125	10.27
Xelpmoc Design and Tech Limited	10	2,268	1.12	2,268	1.51
			<b>473.83</b>		<b>605.26</b>
<b>Investments through portfolio managers:</b>					
<b>Unquoted (Measured at FVTOCI)</b>					
Foodlink Services India Private Limited	100	7,466	242.57	7,466	240.85
Foodlink F&B Holding India Private Limited	10	52	0.01	-	-
SHR Lifestyle Private Limited	10	814	18.39	-	-
			<b>260.97</b>		<b>240.85</b>
<b>Total investment in equity instruments</b>			<b>6,552.09</b>		<b>17,377.90</b>
<b>Measured at FVTPL</b>			-		<b>3,751.39</b>
<b>Measured at FVTOCI</b>			<b>6,552.09</b>		<b>13,626.51</b>
<b>(f) Investment in subsidiaries</b>					
<b>Equity instruments, unquoted</b>					
(Measured at cost)					
IOTA Mtech Limited	10	50,000	5.00	50,000	5.00
			<b>5.00</b>		<b>5.00</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>6. Investments (Contd.)</b>					
<b>(f) Investment in subsidiaries (Contd.)</b>					
<b>Preference instruments, unquoted</b>					
(Measured at cost)					
Anantay Greenview Private Limited	100	265,000	265.00	265,000	265.00
Magma Realty Private Limited	100	1,200,000	1,200.00	1,200,000	1,200.00
Samay Industries Limited	100	124,325	2,300.01	124,325	2,300.01
Sarvadeva Greenpark Private Limited	100	320,000	320.00	320,000	320.00
Satyawatche Greeneries Private Limited	100	260,000	260.00	260,000	260.00
Shree Krishna Agency Limited	100	1,038,960	7,999.99	1,038,960	7,999.99
Sishiray Greenview Private Limited	100	360,000	360.00	360,000	360.00
Uttaray Greenpark Private Limited	100	260,000	260.00	260,000	260.00
			<b>12,965.00</b>		<b>12,965.00</b>
<b>Deemed investment (Refer Note below)</b>					
(Measured at cost)					
IOTA Mtech Limited			498.56		498.56
			<b>498.56</b>		<b>498.56</b>
<b>Total investment in subsidiaries</b>			<b>13,468.56</b>		<b>13,468.56</b>
<b>Measured at cost</b>			<b>12,970.00</b>		<b>12,970.00</b>
<b>Deemed investment</b>			<b>498.56</b>		<b>498.56</b>
<b>Note:</b> Deemed investment was recognised on interest free loan given to the subsidiary Company.					
<b>(g) Investment in associates</b>					
<b>Equity instruments, unquoted</b>					
(Measured at cost)					
Navjyoti Commodity Management Services Limited	10	1,450,000	1,441.88	1,450,000	1,441.88
Placid Limited	100	159,525	1,104.25	159,525	1,104.25
The Kishore Trading Company Limited	100	15,000	278.40	15,000	278.40
			<b>2,824.53</b>		<b>2,824.53</b>
<b>Preference instruments, unquoted</b>					
(Measured at cost)					
Navjyoti Commodity Management Services Limited	100	142,860	1,000.02	142,860	1,000.02
			<b>1,000.02</b>		<b>1,000.02</b>
<b>Total investment in associates</b>			<b>3,824.55</b>		<b>3,824.55</b>
<b>(h) Investment in preference instruments</b>					
<b>Unquoted (Measured at FVTOCI)</b>					
Access Livelihood Consulting India Limited	10	50,000	5.00	50,000	5.00
Algiz Consultancy Services Private Limited	10	1,087	0.01	1,087	10.87
Curefit Healthcare Private Limited	1	313,927	805.82	-	-
Momark Services Private Limited	100	-	-	9,924	156.80
Smaaash Entertainment Private Limited	100	1,318,565	351.79	1,318,565	500.00
Winsome Park Private Limited	100	-	-	50,000	48.63
			<b>1,162.62</b>		<b>721.30</b>



## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>6. Investments (Contd.)</b>					
<b>(h) Investments through portfolio managers:</b>					
<b>Compulsorily convertible preference shares</b>					
<b>Unquoted (Measured at FVTOCI)</b>					
Equentia SCF Technologies Private Limited	10	482	34.55	482	33.47
Incred Financial Services Private Limited	10	87,086	47.37	-	-
			<b>81.92</b>		<b>33.47</b>
<b>Total investments in preference instruments</b>			<b>1,244.54</b>		<b>754.77</b>

	As at 31 March, 2020	As at 31 March, 2019
<b>7. Other financial assets</b>		
Interest accrued on bonds and debentures	466.86	435.87
Other receivables	58.14	1.68
	<b>525.00</b>	<b>437.55</b>

	Vehicles	Office equipments	Total
<b>8. Property, plant and equipment</b>			
<b>Gross block</b>			
<b>Balance as at 01 April 2018</b>	<b>204.86</b>	<b>3.74</b>	<b>208.60</b>
Additions	0.97	-	0.97
Disposals	-	-	-
<b>Balance as at 31 March 2019</b>	<b>205.83</b>	<b>3.74</b>	<b>209.57</b>
Additions	-	<b>0.37</b>	0.37
Disposals	-	-	-
<b>Balance as at 31 March 2020</b>	<b>205.83</b>	<b>4.11</b>	<b>209.94</b>
<b>Accumulated depreciation</b>			
<b>Balance as at 01 April 2018</b>	<b>53.59</b>	<b>2.36</b>	<b>55.95</b>
Depreciation charge for the year	47.48	0.87	48.35
Disposals	-	-	-
<b>Balance as at 31 March 2019</b>	<b>101.07</b>	<b>3.23</b>	<b>104.30</b>
Depreciation charge for the year	32.72	0.33	33.05
Disposals	-	-	-
<b>Balance as at 31 March 2020</b>	<b>133.79</b>	<b>3.56</b>	<b>137.35</b>
<b>Carrying value</b>			
<b>As at 31 March 2019</b>	<b>104.76</b>	<b>0.51</b>	<b>105.27</b>
<b>As at 31 March 2020</b>	<b>72.04</b>	<b>0.55</b>	<b>72.59</b>

	As at 31 March, 2020	As at 31 March, 2019
<b>9. Other non-financial assets</b>		
Prepaid expenses	16.25	8.72
	<b>16.25</b>	<b>8.72</b>

### Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

#### 10. Borrowings (other than debt securities)

Particulars	As at 31 March 2020			As at 31 March 2019				
	At fair value through profit or loss	At Amortised Cost	Designated at fair value through profit or loss	Total	At fair value through profit or loss	At Amortised Cost	Designated at fair value through profit or loss	Total
Term loans [Refer Note (a) below]:								
- from others (secured)	-	17.47	-	17.47	-	26.36	-	26.36
Loans repayable on demand [Refer Note (b) below]:								
- from others (secured)	-	1,169.89	-	1,169.89	-	2,000.00	-	2,000.00
- from related parties (Refer Note 32) (unsecured)	-	450.00	-	450.00	-	-	-	-
	-	<b>1,637.36</b>	-	<b>1,637.36</b>	-	<b>2,026.36</b>	-	<b>2,026.36</b>
Borrowings within India	-	1,637.36	-	1,637.36	-	2,026.36	-	2,026.36
Borrowings outside India	-	-	-	-	-	-	-	-
	-	<b>1,637.36</b>	-	<b>1,637.36</b>	-	<b>2,026.36</b>	-	<b>2,026.36</b>

#### Terms and conditions:

##### (a) Term loans:

Vehicle loan has been availed at an interest rate ranging from 9.32% p.a. to 10.35% p.a., and is secured by way of hypothecation of the vehicle financed there against and is repayable in 60 equal monthly instalments of ₹ 0.59 lacs each.

##### (b) Loans repayable on demand

###### Loan from others:

Loan from others availed at an interest rate of 8.60% p.a. to 9.10 % p.a. (31 March 2019 - 9.10% p.a.) is secured by pledge of investments of the Company in Mutual Funds and equity instruments. The loan is repayable on demand within 12 months from date of sanction.

###### Loan from related parties:

The loan is repayable on demand and carries an interest rate ranging from 9.25% p.a. to 9.50% p.a.

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March, 2020	As at 31 March, 2019		
<b>11. Other financial liabilities</b>				
Unpaid dividend	9.27	9.52		
Other payables	31.67	90.48		
Dues to employees	21.33	15.78		
	<b>62.27</b>	<b>115.78</b>		
<b>12. Provisions</b>				
Provision for employee benefit				
- Gratuity (Refer Note 23)	43.69	29.81		
Others	2.41	2.42		
	<b>46.10</b>	<b>32.23</b>		
<b>13. Deferred taxes</b>				
<b>Deferred tax liability:</b>				
Fair valuation on investments carried at fair value through OCI	332.25	727.59		
Fair valuation on investments carried at fair value through PL	845.09	843.33		
<b>Total deferred tax liabilities</b>	<b>1,177.34</b>	<b>1,570.92</b>		
<b>Deferred tax assets:</b>				
Difference between written down value of property, plant and equipment as per books of accounts and Income tax Act, 1961	34.84	35.19		
Provision for employee benefits	18.54	18.78		
Provision for impairment allowance	43.39	16.74		
<b>Total deferred tax assets</b>	<b>96.76</b>	<b>70.70</b>		
<b>Deferred tax liabilities (net)</b>	<b>1,080.58</b>	<b>1,500.22</b>		
<b>Particulars</b>	<b>As at 01 April 2018</b>	<b>Statement of Profit or Loss</b>	<b>Other comprehen- sive Income</b>	<b>As at 31 March 2019</b>
<b>Movement in deferred tax liabilities for year ended 31 March 2019:</b>				
<b>Deferred tax liabilities for taxable temporary differences on:</b>				
Fair valuation on investments carried at fair value through OCI	487.92	-	239.67	727.59
Fair valuation on investments carried at fair value through PL	353.67	489.66	-	843.33
<b>Total</b>	<b>841.59</b>	<b>489.66</b>	<b>239.67</b>	<b>1,570.92</b>
<b>Deferred tax assets for deductible temporary differences on:</b>				
Difference between written down value of property, plant and equipment as per books of accounts and Income tax Act, 1961	33.15	2.04	-	35.19
Provision for employee benefits	12.16	6.62	-	18.78
Provision for impairment allowance	22.68	(5.94)	-	16.74
Others	10.65	(11.45)	-	(0.01)
<b>Total</b>	<b>78.64</b>	<b>(8.73)</b>	<b>-</b>	<b>70.70</b>
<b>Deferred tax liabilities (net)</b>	<b>762.95</b>	<b>498.39</b>	<b>239.67</b>	<b>1,500.22</b>
<b>Particulars</b>	<b>As at 01 April 2019</b>	<b>Statement of Profit or Loss</b>	<b>Other comprehen- sive Income</b>	<b>As at 31 March 2020</b>
<b>Movement in deferred tax liabilities for year ended 31 March 2020:</b>				
<b>Deferred tax liabilities for taxable temporary differences on:</b>				
Fair valuation on investments carried at fair value through OCI	727.59	-	(395.34)	332.25
Fair valuation on investments carried at fair value through PL	843.33	1.76	-	845.09
<b>Total</b>	<b>1,570.92</b>	<b>1.76</b>	<b>(395.34)</b>	<b>1,177.34</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

Particulars	As at 01 April 2019	Statement of Profit or Loss	Other comprehen- sive Income	As at 31 March 2020
<b>13. Deferred taxes (Contd.)</b>				
<b>Movement in deferred tax liabilities for year ended 31 March 2020: (Contd.)</b>				
<b>Deferred tax assets for deductible temporary differences on:</b>				
Difference between written down value of property, plant and equipment as per books of accounts and Income tax Act, 1961	35.19	(0.35)	-	34.84
Provision for employee benefits	18.78	(0.93)	0.69	18.54
Provision for impairment allowance	16.74	26.65	-	43.39
<b>Total</b>	<b>70.70</b>	<b>25.37</b>	<b>0.69</b>	<b>96.76</b>
<b>Deferred tax liabilities (net)</b>	<b>1,500.22</b>	<b>(23.61)</b>	<b>(396.03)</b>	<b>1,080.58</b>

**Note :** Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

	As at 31 March, 2020	As at 31 March, 2019
<b>14. Other non-financial liabilities</b>		
Statutory dues	45.34	479.84
Deferred income	-	9.00
	<b>45.34</b>	<b>488.84</b>

	As at 31 March 2020		As at 31 March 2019	
	Number	Amount	Number	Amount
<b>15. Equity share capital</b>				
<b>Authorized share capital</b>				
Equity shares of ₹ 10 each	51,000,000	5,100.00	51,000,000	5,100.00
	<b>51,000,000</b>	<b>5,100.00</b>	<b>51,000,000</b>	<b>5,100.00</b>
<b>Issued, subscribed and fully paid-up</b>				
Equity shares of ₹ 10 each	27,284,211	2,728.42	27,284,211	2,728.42
	<b>27,284,211</b>	<b>2,728.42</b>	<b>27,284,211</b>	<b>2,728.42</b>
<b>(a) Reconciliation of equity share capital</b>				
<b>Equity Shares</b>				
Balance at the beginning of the year	27,284,211	2,728.42	25,920,000	2,592.00
Add: Shares issued pursuant to exercise of employee share purchase scheme (Refer Note 30)	-	-	1,364,211	136.42
<b>Balance at the end of the year</b>	<b>27,284,211</b>	<b>2,728.42</b>	<b>27,284,211</b>	<b>2,728.42</b>

**(b) Terms and rights attached to equity shares****Equity Shares**

The Company has only one class of equity shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, equity shareholders are eligible to receive remaining assets of the company, after distribution of all preferential amounts, in proportion to their shareholdings.

The Board of Directors at its meeting held on 15 June 2020 have recommended a payment of final dividend of ₹ 0.75 per equity share of face value of ₹ 10 each for the financial year ended 31 March 2020. The same amounts to ₹ 204.63 lakhs. The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

	As at 31 March 2020		As at 31 March 2019	
	Number	Percentage	Number	Percentage
<b>15. Equity share capital (Contd.)</b>				
<b>(c) Details of shareholders holding 5% or more shares in the Company:</b>				
<b>Equity shares of ₹ 10 each</b>				
Placid Limited	9,238,132	33.86%	8,422,420	30.87%
M. B. Commercial Co. Limited	2,820,000	10.34%	2,820,000	10.34%
Lakshmi Niwas Bangur	1,760,457	6.45%	1,760,457	6.45%
Amalgamated Development Limited	1,652,000	6.05%	1,652,000	6.05%
Amit Mehta (*)	1,364,211	5.00%	1,364,211	5.00%
	<b>16,834,800</b>	<b>61.70%</b>	<b>16,019,088</b>	<b>58.71%</b>

(\*) The Company has issued Nil (31 March 2019- 1,364,211) equity shares to one of its employee, on exercise of shares offered under Kiran Vyapar Limited - Shares Incentive Plan - 2018. Refer Note 30 for details.

(d) No additional shares were allotted as fully paid up by way of bonus shares or pursuant to contract without payment being received in cash during the last five years. Further, none of the shares were bought back by the Company during the last five years.

	As at 31 March, 2020	As at 31 March, 2019
<b>16. Other equity</b>		
General reserve	9,788.55	9,788.55
Securities premium	1,323.05	1,323.05
Statutory reserves	1,904.03	1,713.09
Impairment reserves	23.28	-
Share capital cancellation reserve	59.52	59.52
Retained earnings	46,452.70	46,397.50
Other comprehensive income	1,234.98	4,479.93
	<b>60,786.11</b>	<b>63,761.64</b>

**Description of nature and purpose of each reserve:****General reserve**

General reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

**Securities premium**

The amount received in excess of face value of the equity shares is recognised in Securities Premium.

**Retained earnings**

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserves, dividends and other distributions made to the shareholders.

**Statutory reserve**

The Company is required to create a reserve in accordance with the provisions of Section 451C of the Reserve Bank of India Act, 1934. Accordingly 20% of the profits after tax for the year is transferred to this reserve at the end of every reporting period.

**Impairment reserve**

When impairment allowance under Ind AS 109 is lower than the provisioning required under prudential norms on Income Recognition, Asset Classification and Provisioning (IRACP) (including standard asset provisioning), difference is appropriated from net profit/loss after tax to a separate 'Impairment Reserve'. This has been created in accordance with RBI guidelines.

**Share capital cancellation reserve**

Pursuant to the scheme of arrangement sanctioned by the Hon'ble High Court of Calcutta vide order dated 21 August 2013 pertaining to the demerger of the investments division of Maharaja Shree Umaid Mills Limited, the nominal value of ₹ 59.52 lakhs pertaining to 595,200 equity shares of ₹ 10 each have been cancelled and credited to Share Capital Cancellation Reserve, w.e.f. the appointed date of 1 April 2012.

**Other comprehensive income**

This represents the cumulative gains and losses arising on the revaluation of financial instruments measured at fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off, if any. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in other comprehensive income.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**17. Interest Income**

	Year Ended 31 March 2020				Year Ended 31 March 2019			
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	On Financial Assets measured at fair value through profit or loss	Total	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	On Financial Assets measured at fair value through profit or loss	Total
<b>On financials assets:</b>								
Interest on loans	-	1,875.40	-	<b>1,875.40</b>	-	1,291.18	-	<b>1,291.18</b>
Interest income from investments	9.62	194.44	569.48	<b>773.54</b>	194.06	176.63	407.23	<b>777.92</b>
Interest on deposits with banks	-	0.02	-	<b>0.02</b>	-	0.10	-	<b>0.10</b>
Other interest income	-	1.15	-	<b>1.15</b>	-	0.08	-	<b>0.08</b>
	<b>9.62</b>	<b>2,071.01</b>	<b>569.48</b>	<b>2,650.11</b>	<b>194.06</b>	<b>1,467.99</b>	<b>407.23</b>	<b>2,069.28</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended 31 March, 2020			Year ended 31 March, 2019		
<b>18. Dividend Income</b>						
Dividend income on investments	854.98			746.58		
	<b>854.98</b>			<b>746.58</b>		
<b>19. Net gain/ (loss) on fair value changes</b>						
<b>(a) Net gain/(loss) on financial instruments at FVTPL</b>						
<b>(i) on trading portfolio:</b>						
- Investments	(217.20)			1,029.30		
<b>(ii) on financial instruments designated at FVTPL</b>						
- mutual funds	(1,325.36)			113.57		
- venture capital funds	1,154.79			1,392.69		
- bonds and debentures	-			0.45		
	<b>(387.77)</b>			<b>2,536.01</b>		
<b>Fair value changes:</b>						
- Realised	227.88			792.56		
- Unrealised	(615.65)			1,743.45		
	<b>(387.77)</b>			<b>2,536.01</b>		
<b>20. Other income</b>						
Provisions/liabilities written back	-			2.04		
Other miscellaneous income	20.47			3.33		
	<b>20.47</b>			<b>5.37</b>		
	<b>Year ended 31 March 2020</b>			<b>Year ended 31 March 2019</b>		
	<b>On financial liabilities measured at fair value through profit or loss</b>	<b>On financial liabilities measured at amortised cost</b>	<b>Total</b>	<b>On financial liabilities measured at fair value through profit or loss</b>	<b>On financial liabilities measured at amortised cost</b>	<b>Total</b>
<b>21. Finance costs</b>						
- Interest on borrowings	-	309.40	<b>309.40</b>	-	129.63	<b>129.63</b>
	-	<b>309.40</b>	<b>309.40</b>	-	<b>129.63</b>	<b>129.63</b>
	<b>On financial assets measured at fair value through profit or loss</b>	<b>On financial assets measured at amortised cost</b>	<b>Total</b>	<b>On financial assets measured at fair value through profit or loss</b>	<b>On financial assets measured at amortised cost</b>	<b>Total</b>
<b>22 Impairment on financial instruments</b>						
Loans	-	68.24	<b>68.24</b>	-	(20.39)	<b>(20.39)</b>
	-	<b>68.24</b>	<b>68.24</b>	-	<b>(20.39)</b>	<b>(20.39)</b>

**Note :** The Company has categorised all its financial assets at low credit risks on account of no past trends of defaults by any parties. Therefore, the provision for expected credit loss has been made as per the Reserve Bank of India's prudential norms at 0.4% of the loan assets (which are not credit impaired).

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>23. Employee benefits expenses</b>		
Salaries and wages	451.84	257.50
Contribution to provident and other funds	12.60	31.29
Share based payments to employees (including taxes) [refer note 30]	-	1,743.40
Staff welfare expenses	7.35	5.40
	<b>471.79</b>	<b>2,037.59</b>

**(a) Defined benefits plans - Gratuity (unfunded)**

Gratuity plan is a defined benefit plan that provides for lump sum gratuity payment to employees made at the time of their exit by the way of retirement (on superannuation or otherwise), death or disability. The benefits are defined on the basis of their final salary and period of service and such benefits paid under the plan is not subject to the ceiling limit specified in the Payment of Gratuity Act, 1972. Liability as on the Balance Sheet date is provided based on actuarial valuation done by a certified actuary using projected unit credit method.

Aforesaid defined benefit plans typically expose the Company to actuarial risks such as pay as you go risk, salary risk, investment risk and longevity risk.

Pay as you go risk	For unfunded schemes, financial planning could be difficult as the benefits payable will directly affect the revenue and this could be widely fluctuating from year to year. Moreover there may be an opportunity cost of better investment returns affecting adversely the cost of the scheme.
Salary risk	The present value of the defined benefit liability is calculated by reference to the future salaries of plan participants. As such, an increase in salary of the plan participants will increase the plan's liability.
Investment risk	The present value of the defined benefit liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
Longevity risk	The present value of the defined benefit liability is calculated by reference to the best estimate of the mortality plan of the participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

The following tables summarise the components of defined benefit expense recognised in the statement of profit or loss/OCI and amounts recognised in the Balance Sheet for the respective plans:

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>(i) Change in projected benefit obligation</b>		
Projected benefit obligation at the beginning of the year	29.81	14.36
Current service cost	10.39	6.88
Interest cost	2.21	1.11
Actuarial (gain)/loss arising from assumption changes	4.75	0.54
Actuarial (gain)/loss arising from experience adjustments	(2.36)	6.92
Benefit Paid	(1.11)	-
<b>Projected benefit obligation at the end of the year</b>	<b>43.69</b>	<b>29.81</b>
<b>(ii) Components of net cost charged to the Statement of Profit and Loss</b>		
<b>Employee benefits expense:</b>		
- Current service costs	10.39	6.88
- Defined benefit costs recognized Statement of Profit and Loss	-	-
<b>Finance costs</b>		
- Interest costs	2.21	1.11
- Interest income	-	-
<b>Net impact on profit before tax</b>	<b>12.60</b>	<b>7.99</b>



**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>23. Employee benefits expenses (Contd.)</b>		
<b>(a) Defined benefits plans - Gratuity (unfunded) (Contd.)</b>		
<b>(iii) Components of net cost charged taken to Other comprehensive income</b>		
Actuarial (gain)/loss arising from assumption changes	4.75	0.54
Actuarial (gain)/loss arising from experience adjustments	(2.36)	6.92
	<b>2.39</b>	<b>7.46</b>
<b>(iv) Key actuarial assumptions</b>		
Discount rate	6.61%	7.57%
Salary growth rate	8.00%	8.00%
Retirement age	58 years	58 years
	<b>As at 31 March, 2020</b>	<b>As at 31 March, 2019</b>
<b>Mortality rate:</b>		
Less than 30 years	2%	2%
31-44 years	2%	2%
45 years and above	2%	2%

**(v) Sensitivity analysis**

A quantitative sensitivity analysis for significant assumption is as shown below:

Particulars	Year ended 31 March, 2020	Year ended 31 March, 2019
DBO with discount rate + 1%	38.77	26.44
DBO with discount rate - 1%	49.46	33.80
DBO with + 1% salary escalation	49.32	33.74
DBO with - 1% salary escalation	38.79	26.42
DBO with + 50% withdrawal rate	42.92	29.51
DBO with - 50% withdrawal rate	44.51	30.13
DBO with + 10% mortality rate	43.66	29.80
DBO with - 10% mortality rate	43.70	29.81

**Methods and assumptions used in preparing sensitivity analysis and their limitations:**

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the Balance Sheet.

**(vi) Maturity analysis of the benefit payments:**

Weighted average duration of the gratuity plan is 12.31 years (31 March 2019 - 12.91 years). Expected benefits payments for each such plans over the years is given in the table below:

Particulars	As at 31 March, 2020	As at 31 March, 2019
Year 1	5.49	4.34
2 to 5 years	3.19	2.45
6 to 10 years	5.90	4.47
More than 10 years	93.80	77.07

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>24. Depreciation expense</b>		
Depreciation on property, plant and equipment (Refer Note 8)	33.05	48.35
	<b>33.05</b>	<b>48.35</b>
<b>25. Other Expenses</b>		
Rent (Refer Note 31)	24.70	61.77
Rates and taxes	1.78	4.18
Legal and professional	393.06	592.64
Listing and custodian fees	5.91	5.50
Repairs and maintenance		
- Others	19.71	26.48
Travelling and conveyance	37.31	43.22
Commission to directors	12.50	-
Filing fees	0.10	18.80
Printing and stationery	4.59	4.29
Sitting fees	8.60	9.40
Insurance charges	6.92	4.80
Miscellaneous expenses	22.90	27.59
Corporate social responsibility (CSR) expenses (Refer Note 28)	16.41	17.23
Payment to auditors:		
- Statutory audit (including limited review)	15.93	12.98
- Others	2.54	1.77
	<b>572.96</b>	<b>830.65</b>
<b>26. Tax expense</b>		
Current tax	700.00	425.00
Deferred tax	(23.61)	498.39
Prior Period Taxes	51.28	-
	<b>727.67</b>	<b>923.39</b>
The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate of 29.12% for financial year ended 31 March 2020 and 31 March 2019 respectively and the reported tax expense in the Statement of Profit or Loss are as follows:		
<b>(a) Reconciliation of income tax provision to the amount computed by applying the statutory tax rate:</b>		
<b>Profit before tax</b>	<b>1,682.35</b>	<b>2,331.41</b>
Enacted tax rates in India (%)	29.12%	29.12%
<b>Computed tax expense</b>	489.90	678.91
Effect of prior period taxes	51.28	-
Effect of income exempted from tax	(249.01)	(236.65)
Effect of non-deductible expenses	196.62	311.16
Effect on adjustment of unabsorbed losses	48.06	(121.66)
MAT credit entitlement	-	279.91
Effect of change in tax rates	181.15	0.19
Others	9.67	11.53
<b>Total income tax expense as per the Statement of Profit and Loss</b>	<b>727.67</b>	<b>923.39</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>26. Tax expense (Contd.)</b>		
<b>(b) Details of income tax balances</b>		
<b>Current tax liabilities:</b>		
Opening balance	162.95	49.68
Provision for tax	700.00	425.00
Less: Taxes paid	(40.00)	(75.00)
Less: TDS receivable	(200.40)	(213.39)
Less: Self assessment tax paid	-	(29.00)
Add: Transferred to current tax assets	(156.77)	5.66
	<b>465.78</b>	<b>162.95</b>
<b>Current tax assets:</b>		
Opening balance	294.01	288.35
Less: Self assessment tax paid	197.00	-
Add: TDS receivable	13.37	-
Add: Additional provision for earlier years	(51.28)	-
Add: Interest on income tax refund	1.15	-
Add: Transferred from current tax liabilities	(156.77)	5.66
	<b>297.48</b>	<b>294.01</b>
<b>27. Earnings per share (EPS)</b>		
<b>Net profit attributable to equity shareholders</b>		
Net profit attributable to equity shareholders (in ₹ lakhs)	954.68	1,408.02
Nominal value of equity share (₹)	10.00	10.00
Weighted average number of equity shares outstanding	27,284,211	25,931,213
Basic earnings per share (₹)	3.50	5.43
Diluted earnings per share (₹)	3.50	5.43
<b>28. Corporate social responsibility expenditure</b>		
Disclosure in respect of CSR expenses under Section 135 of the Companies Act, 2013 and rules thereon:		
<b>(a) Gross amount required to be spent during the year</b>	9.22	14.56
<b>(b) Amount spent during the year on:</b>		
- Construction/acquisition of any asset	-	-
- On purposes other than above	16.41	17.23
	<b>As at 31 March, 2020</b>	<b>As at 31 March, 2019</b>
<b>29. Contingent liabilities and commitments</b>		
<b>(a) Contingent liabilities</b>		
Disputed income tax assessment pertaining to assessment year 2013-14	15.40	15.40
Disputed income tax assessment pertaining to assessment year 2014-15	1,083.69	1,083.69
Disputed income tax assessment pertaining to assessment year 2018-19	364.94	-
Disputed income tax assessments (refer note below)	685.00	685.00
	<b>2,149.03</b>	<b>1,784.09</b>

**Note :** Pursuant to a Scheme of Arrangement sanctioned by the Hon'ble High Court at Calcutta vide its order dated 21 August 2013, all assets and liabilities of the Investment Division of Maharaja Shree Umaid Mills Limited ('Demerged Company') were transferred and vested with the Company with effect from 1 April 2012. The Demerged Company has informed that taxes of about ₹ 685 lakhs pertaining to the Investment Division have been demanded by the income tax authorities for Assessment year 2011-2012 which is being disputed by them. In the event that the final outcome of the same is adverse and required to be paid, the Company is liable to pay the tax demanded to the Demerged Company in accordance with the Scheme of the Hon'ble High Court at Calcutta.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March, 2020	As at 31 March, 2019
<b>29. Contingent liabilities and commitments (Contd.)</b>		
<b>(b) Commitments</b>		
Capital commitment towards investment in Venture Capital Funds	4,157.50	3,422.06
	<b>4,157.50</b>	<b>3,422.06</b>

**30. Share based payments**

The Board of the Directors of the Company at its meeting held on 27 February 2018 and the shareholders of the Company at their Extraordinary General Meeting held on 30 March 2018, have accorded their approvals to 'Kiran Vyapar Limited - Share Incentive Plan - 2018' ('KVL SIP 2018') in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. Pursuant to the aforesaid Share Incentive Plan, the Nomination and Remuneration Committee shall, at its sole discretion, determine the eligibility of employees to receive shares under the Plan and finalize the terms and conditions from time to time in accordance with KVL SIP 2018. The Exercise Price is determined by the Nomination and Remuneration Committee at the time of offer. Under the Plan, participants have been offered shares which will vest as follows:

Scheme	Vesting conditions, exercise price and exercise period	
Share Incentive Plan - 2018	At the discretion of Nomination and remuneration committee	
	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>(a) Employee share purchase scheme:</b>		
Number of shares offered	-	1,364,211
Number of shares exercised	-	1,364,211
Number of employee to whom such shares were offered	-	1 (One)
Date of offer of shares	-	28 March 2019
Date of exercise of offer and allotment of shares	-	29 March 2019
Vesting period	-	Immediate
<b>(b) Below is the summary of shares offered and exercised under the plan:</b>		
	Number of shares	
Opening balance	-	-
Offered during the year	-	1,364,211
Exercised during the year (*)	-	(1,364,211)
Lapsed during the year	-	-
Closing balance	-	-

**Note :** The exercise price and fair value of the shares offered and exercised during the year was Nil (31 March 2019 - ₹ 10 per share) and Nil (31 March 2019 - ₹ 104.05 per share) respectively.

- (c)** The Company has recognized share based payment expense of ₹ Nil (31 March 2019: ₹ 1,283.05 Lakhs) during the year as the cost for issues of ESPP and a corresponding tax deducted at source (expenditure) borne by the Company amounting to ₹ Nil (31 March 2019 : ₹ 460.35 Lakhs).

**31. Leases**

Effective 1 April 2019, the Company adopted Ind AS 116 "Leases". The leases entered into by the Company are in nature of low value and short term, hence no right of use asset or lease liability has been recognised as on 31 March 2020. The total payments made during the year pertaining to such leases amounts to ₹ 24.70 lakhs.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

**32. Related party disclosures**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2020

**(a) List of related parties****(i) Parties where control exists**

Name of the related party	% Of holding as on	
	31 March, 2020	31 March, 2019
<b>Subsidiaries</b>		
IOTA Mtech Limited	100.00%	100.00%
Shree Krishna Agency Limited	94.89%	94.89%
Samay Industries Limited	82.70%	82.70%
Anantay Greenview Private Limited	99.62%	99.62%
Sarvadeva Greenpark Private Limited	99.69%	99.69%
Sishiray Greenview Private Limited	99.72%	99.72%
Uttaray Greenpark Private Limited	99.62%	99.62%
Satyawatche Greeneries Private Limited	99.62%	99.62%
Magma Realty Private Limited	99.17%	99.17%
<b>Associates</b>		
Placid Limited	31.27%	31.27%
Navjyoti Commodity Management Services Limited	38.44%	38.44%
The Kishore Trading Company Limited	38.44%	38.44%
<b>(ii) Enterprise controlled by subsidiary</b>		
Iota Mtech Power LLP	90.00%	90.00%
Amritpay Greenfield Private Limited	99.53%	99.53%
Divyay Greeneries Private Limited	100.00%	100.00%
Sarvay Greenhub Private Limited	99.75%	99.75%
Soul Beauty and Wellness Center LLP	57.89%	57.89%
Basbey Greenview Private Limited	89.79%	89.79%
Sukhday Greenview Private Limited	89.01%	89.01%

**(iii) Key managerial personnel ('KMP')**

Name of the related party	Designation
Lakshmi Niwas Bangur	Chairman
Shreeyash Bangur	Managing Director
Sheetal Bangur	Director
Ajay Sonthalia	Chief Financial Officer
Pradip Kumar Ojha	Company Secretary
Bhaskar Banerjee	Independent Director (Non-executive)
Amitav Kothari	Independent Director (Non-executive)
Rajiv Kapasi	Independent Director (Non-executive)

**(iv) Relative of key managerial personnel ('KMP')**

Name of the related party	Nature
Alka Devi Bangur	Relative of Director
Yogesh Bangur	Relative of Director

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**32. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2020

**(v) Enterprises over which KMP or relatives of KMP exercise control/significant influence:****Name of the related party**

Amalgamated Development Limited  
 Apurva Export Private Limited  
 Basbey Greenview Private Limited  
 Dakshay Greeneries Private Limited  
 Subhprada Greeneries Private Limited  
 Mahate Greenview Private Limited  
 Golden Greeneries Private Limited  
 Janardan Wind Energy Private Limited  
 LNB Solar Energy Private Limited  
 LNB Wind Energy Private Limited  
 Maharaja Shree Umaid Mills Limited  
 M. B. Commercial Company Limited  
 Manifold Agricorps Private Limited  
 Palimarwar Solar House Private Limited  
 Parmarth Wind Energy Private Limited  
 Purnay Greenfield Private Limited  
 Sidhidata Power LLP  
 Suruchaye Greeneries Private Limited  
 Winsome Park Private Limited  
 The General Investment Company Limited  
 The Peria Karamalai Tea & Produce Company Limited

**(b) Transactions with related parties**

Name of the party/Nature of transaction	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>Subsidiary Companies</b>		
Loans given	235.00	641.50
Loan given recovered	367.00	6,877.50
Interest income on loans given	11.65	28.39
Printing and stationary	1.14	1.10
Dividend received	675.00	650.00
Dividend paid	7.58	7.58
Reimbursement of expenses	5.24	5.37
<b>Associate Companies</b>		
Loans given	3,750.00	6,275.00
Loan given recovered	4,550.00	7,219.00
Interest income on loans given	93.33	144.22
Loan taken	625.00	685.00
Loan taken repaid	525.00	685.00
Interest expense on loans taken	3.89	2.31
Dividend paid	241.07	241.07
Reimbursement of expenses	1.53	24.43
Rent expenses	17.43	12.56

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**32. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2020

**(b) Transactions with related parties (Contd.)**

Name of the party/Nature of transaction	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>Enterprises over which KMP or relatives of KMP exercise control/ significant influence:</b>		
Loans given	15,185.50	7,968.75
Loan given recovered	17,841.50	5,749.81
Interest income on loans given	1,110.28	1,112.42
Loan taken	1,155.00	1,115.00
Loan taken repaid	805.00	1,190.00
Interest expense on loans taken	53.15	10.32
Dividend paid	133.99	133.99
Rent expenses	3.54	2.20
Purchase/allotment of shares	31.20	-
Reimbursement of expenses	9.92	56.94
<b>Key managerial personnel</b>		
Remuneration	160.69	141.44
Reimbursement of expenses	4.68	3.64
Sitting fees	8.60	9.40
Dividend paid	69.45	69.34
Commission	12.50	-
<b>Relative of KMP</b>		
Dividend paid	32.70	32.70

**(c) Balances of related parties**

Name of the party/Nature of balance	As at 31 March, 2020	As at 31 March, 2019
<b>Subsidiary Companies</b>		
Loans given (including interest accrued)	-	132.00
<b>Associate Companies</b>		
Loans given (including interest accrued)	600.00	1,400.00
Loan taken (including interest accrued)	100.00	-
Other receivables	-	2.26
<b>Enterprises over which KMP or relatives of KMP exercise control/ significant influence:</b>		
Loans given (including interest accrued)	10,037.80	12,693.80
Loan taken (including interest accrued)	350.00	-
Other payables	3.24	4.08
<b>Key managerial personnel</b>		
Other payables	13.11	0.18

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**33. Disclosure as per clause 34(3), clause 53 (f) and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:****(a) Loans to Subsidiaries/Associates**

Name of the Company	31 March 2020		31 March 2019	
	Amount outstanding	Maximum balance	Maximum balance	Amount outstanding
<b>Subsidiaries</b>				
Anantay Greenview Private Limited	-	104.23	100.00	100.00
Satyawatche Greeneries Private Limited	-	40.26	32.00	390.00
Shree Krishna Agency Limited	-	151.67	-	2,183.00
Uttaray Greenpark Private Limited	-	-	-	50.86
Iota Mtech Limited	-	-	-	4,185.00
<b>Associates</b>				
Navjyoti Commodity Management Services Limited	600.00	623.50	500.00	523.45
Placid Limited	-	2,380.75	900.00	3,004.00
<b>(b) Loans to firms/companies in which directors are interested</b>				
Apurva Export Private Limited	-	165.55	-	4.06
Janardan Wind Energy Private Limited	-	122.35	60.93	684.89
LNB Renewable Energy Private Limited	238.00	1,380.00	-	-
Maharaja Shree Umaid Mills Limited	9,759.80	11,989.80	9,853.75	11,530.07
Manifold Agricrops Private Limited	40.00	197.63	50.02	50.02
M B Commercial Company Limited	-	771.10	749.00	779.32
Parmarth Wind Energy Private Limited	-	41.14	40.02	40.02
Purnay Greenfield Private Limited	-	-	-	8.62
The General Investment Co. Limited	-	1,667.37	1,446.00	1,446.00
The Kishore Trading Company Limited	-	-	-	-
Winsome Park Private Limited	-	365.38	339.08	339.08
Subhprada Greeneries Private Limited	-	479.93	155.00	155.00
Suruchaye Greeneries Private Limited	-	74.91	-	-
Mahate Greenview Private Limited	-	3.01	-	35.01
Golden Greeneries Private Limited	-	-	-	5.00

**(c) Investments by loanee (number of shares) in the Company and its subsidiaries:**

Name of the Company	Investments by loanee in	No. of shares held as on	
		31 March 2020	31 March 2019
Placid Limited	Shree Krishna Agency Limited (subsidiary)	18,600	18,600
Placid Limited	Kiran Vyapar Limited	9,238,132	8,422,420
Shree Krishna Agency Limited	Kiran Vyapar Limited	303,000	303,000
Apurva Export Private Limited	Kiran Vyapar Limited	540,000	540,000
M B Commercial Company Limited	Shree Krishna Agency Limited (subsidiary)	3,600	3,600
M B Commercial Company Limited	Kiran Vyapar Limited	2,820,000	2,820,000
The General Investment Company Limited	Shree Krishna Agency Limited (subsidiary)	10,440	10,440
The General Investment Company Limited	Kiran Vyapar Limited	347,400	347,400
The Kishore Trading Company Limited	Shree Krishna Agency Limited (subsidiary)	8,760	8,760
The Kishore Trading Company Limited	Kiran Vyapar Limited	1,220,400	1,220,400
Amalgamated Development Limited	Kiran Vyapar Limited	1,652,000	1,652,000



**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**34 Fair value measurement****(a) Category wise classification of financial instruments**

Particulars	Note	As at 31 March, 2020	As at 31 March, 2019
<b>A. Financial assets</b>			
<b>Carried at amortised cost</b>			
Cash and cash equivalents and other bank balances	3 and 4	121.88	155.70
Loans	5	20,127.15	14,322.97
Investments	6	1,098.56	1,330.99
Other financial assets	7	525.00	437.55
		<b>21,872.59</b>	<b>16,247.21</b>
<b>Carried at cost</b>			
Investments	6	16,794.55	16,794.55
		<b>16,794.55</b>	<b>16,794.55</b>
<b>Carried at FVTPL</b>			
Investments	6	19,912.22	20,285.17
Loans	5	0.10	2.36
		<b>19,912.32</b>	<b>20,287.53</b>
<b>Carried at FVOCI</b>			
Investments in equity instruments	6	7,886.18	17,079.15
		<b>7,886.18</b>	<b>17,079.15</b>
		<b>66,465.64</b>	<b>70,408.44</b>
<b>B. Financial liabilities</b>			
<b>Measured at amortised cost</b>			
Borrowings	10	1,637.36	2,026.36
Other financial liabilities	11	62.27	115.78
		<b>1,699.63</b>	<b>2,142.14</b>

**(b) Fair value hierarchy**

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation sale. Methods and assumptions used to estimate the fair values are consistent in all the years. Fair value of financial instruments referred to in note (a) above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets and liabilities and lowest priority to unobservable entity specific inputs.

Particulars	As at 31 March, 2020	As at 31 March, 2019
<b>Level 1 (Quoted prices in active market)</b>		
<b>Financial assets measured at FVOCI</b>		
Investments in quoted equity instruments	2,706.84	8,454.44
Investments in bonds and debentures	-	2,650.50
<b>Financial assets measured at FVTPL</b>		
Investments in mutual funds	3,177.26	4,660.28
<b>Level 3 (Significant unobservable inputs)</b>		
<b>Financial assets measured at FVOCI</b>		
Investments in unquoted equity instruments	3,845.25	5,172.07

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**34 Fair value measurement (Contd.)****(b) Fair value hierarchy (Contd.)**

Particulars	As at 31 March, 2020	As at 31 March, 2019
Investments in preference instruments	1,244.54	754.77
Investments in bonds and debentures	89.55	47.37
<b>Financial assets measured at FVTPL</b>		
Investments in venture capital funds	16,734.96	11,873.50
Security deposits	0.10	2.36
Investments in unquoted equity instruments	-	3,751.39
	<b>27,798.50</b>	<b>37,366.68</b>

**(c) Fair value of assets and liabilities measured at cost/amortised cost**

The carrying amount of financial assets and financial liabilities measured at amortised cost are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amount would be significantly different from the values that would be eventually received or settled. Management assessed that fair values of cash and cash equivalents, other bank balances, loans, other financial assets and other financial liabilities approximate their carrying amounts of these instruments, as disclosed below:

Particulars	As at 31 March 2020		As at 31 March 2019	
	Carrying value	Fair value	Carrying value	Fair value
<b>Financial assets</b>				
Cash and cash equivalents and other bank balances	121.88	121.88	155.70	155.70
Loans	20,127.15	20,127.15	14,322.97	14,322.97
Investments	17,893.11	17,893.11	18,125.54	18,125.54
Other financial assets	525.00	525.00	437.55	437.55
	<b>38,667.14</b>	<b>38,667.14</b>	<b>33,041.76</b>	<b>33,041.76</b>
<b>Financial liabilities</b>				
Borrowings	1,637.36	1,637.36	2,026.36	2,026.36
Other financial liabilities	62.27	62.27	115.78	115.78
	<b>1,699.63</b>	<b>1,699.63</b>	<b>2,142.14</b>	<b>2,142.14</b>

**(d) Valuation process and technique used to determine fair value for investments valued using significant unobservable inputs (level 3)**

Specific valuation techniques used to value financial instruments include:

- (i) Investments in unquoted equity and preference instruments of operational entities are valued by discounting the aggregate future cash flows (both principal and interest cash flows) with risk-adjusted discounting rate.
- (ii) Investments in venture capital funds are valued by use of net asset value certificates from the investee parties.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**35. Maturity analysis of assets and liabilities**

Particulars	As at 31 March 2020		As at 31 March 2019	
	Within 12 months	After 12 months	Within 12 months	After 12 months
<b>ASSETS</b>				
<b>Financial Assets</b>				
(a) Cash and cash equivalents	90.34	-	140.56	-
(b) Other bank balances	31.54	-	15.14	-
(c) Loans (*)	9,704.90	10,548.09	7,825.01	6,557.82
(d) Investments	115.62	45,575.89	3,973.68	51,516.18
(e) Other financial assets	525.00	-	76.29	361.26
	<b>10,467.40</b>	<b>56,123.98</b>	<b>12,030.68</b>	<b>58,435.26</b>
<b>Non-financial Assets</b>				
(a) Current tax assets (net)	-	297.48	-	294.01
(c) Property, plant and equipment	-	72.59	-	105.27
(d) Other non-financial assets	16.25	-	8.72	-
	<b>16.25</b>	<b>370.07</b>	<b>8.72</b>	<b>399.28</b>
<b>Total Assets</b>	<b>10,483.65</b>	<b>56,494.05</b>	<b>12,039.40</b>	<b>58,834.54</b>
<b>LIABILITIES</b>				
<b>Financial Liabilities</b>				
(a) Borrowings (other than debt securities)	1,625.79	11.57	2,008.89	17.47
(b) Other financial liabilities	62.27	-	115.78	-
	<b>1,688.06</b>	<b>11.57</b>	<b>2,124.67</b>	<b>17.47</b>
<b>Non-Financial Liabilities</b>				
(a) Current tax liabilities (net)	465.78	-	162.95	-
(b) Provisions	5.49	40.61	4.34	27.89
(c) Deferred tax liabilities (net)	-	1,080.58	-	1,500.22
(d) Other non-financial liabilities	45.34	-	488.84	-
	<b>516.61</b>	<b>1,121.19</b>	<b>656.13</b>	<b>1,528.11</b>
<b>Total liabilities</b>	<b>2,204.67</b>	<b>1,132.76</b>	<b>2,780.80</b>	<b>1,545.58</b>
<b>Net equity</b>	<b>8,278.98</b>	<b>55,361.29</b>	<b>9,258.60</b>	<b>57,288.96</b>

(\*) Loans given above is gross of provision.

**36. Financial risk management**

The Company is a Non-Banking Financial Company- Systemically Important (NBFC-ND-SI) - Non deposit taking company registered with the Reserve Bank of India. Its business activities is exposed to various financial risks associated with financials products such as credit or default risk, market risk, interest rate risk, liquidity risk and inflationary risk. However, the Company has a robust financial risk management system in place to identify, evaluate, manage and mitigate various risks associated with its financial products to ensure that desired financial objectives are met. The Company's senior management is responsible for establishing and monitoring the risk management framework within its overall risk management objectives and strategies, as approved by the Board of Directors. Such risk management strategies and objectives are established to identify and analyse potential risks faced by the Company, set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and assess risk management performance. Any change in Company's risk management objectives and policies needs prior approval of it's Board of Directors.

**(a) Credit risk**

This risk is common to all investors who invest in bonds and debt instruments and it refers to a situation where a particular bond issuer is unable to make the expected principal payments, interest rate payments, or both. Similarly, a lender bears the risk that the borrower may default in the payment of contractual interest or principal on its debt obligations, or both. The entity continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**36. Financial risk management (Contd.)****(a) Credit risk (Contd.)****Financial instruments**

Risk concentration is minimized by investing in highly rated, investment grade bonds and debt instruments, particularly Government and PSU Bonds which has the least risk of default. The Company lends to borrowers with a good credit score and generally most of the lending is secured against assets pledged by the borrower in favour of the Company. These investments and loans are reviewed by the Board of Directors on a regular basis.

The Company has categorised all its financial assets at low credit risks on account of no past trends of defaults by any parties. Therefore, the provision for expected credit loss has been made as per the Reserve Bank of India's prudential norms at 0.4% of the loan assets (which are not credit impaired).

**(b) Market risk:**

Market risk is a form of systematic risk associated with the day-to-day fluctuation in the market prices of shares and securities and such market risk affects all securities and investors in the same manner. These daily price fluctuations follows its own broad trends and cycles and are more news and transaction driven rather than fundamentals and many a times, it may affect the returns from an investment. Market risks majorly comprises of two types - interest rate risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risks include borrowings and investments.

**Interest rate risk**

Interest rate risk is a type of systematic risk that particularly affects fixed rate debt instruments like bonds and debentures. The value of the fixed-rate debt instruments generally decline due to rise in interest rates and vice versa. The rationale is that a bond is a promise of a future stream of payments; an investor will offer less for a bond that pays-out at a rate lower than the rates offered in the current market. A rising interest rate scenario also affects the Company's interest expenditure on borrowed funds.

The Company monitors the interest rate scenarios on a regular basis and accordingly takes investments decisions as whether to invest in fixed rate debt instruments, shares and securities at a particular point of time. Further, the Company's borrowings are short-term in nature and carry a fixed rate of interest and the company is in a position to pass on the rise in interest rates to its borrowers. However, the borrowings of the Company are not significant to the financial statements.

**a. Interest bearing investments**

Particulars	As at 31 March, 2020	As at 31 March, 2019
Investments at variable interest rate	16,734.96	11,873.50
Investments at fixed interest rate	689.55	3,530.30
<b>Total interest bearing investments</b>	<b>17,424.51</b>	<b>15,403.80</b>
<b>Percentage of investments at variable interest rate</b>	<b>96%</b>	<b>77%</b>
Particulars	Sensitivity analysis on total comprehensive income upon fluctuation of interest rates	
	Increase by 1%	Decrease by 1%
Impact on total comprehensive income for year ended 31 March 2020	167.35	(167.35)
Impact on total comprehensive income for year ended 31 March 2019	118.74	(118.74)
Particulars	As at 31 March, 2020	As at 31 March, 2019
<b>b. Borrowings</b>		
Borrowings at variable interest rate	1,169.89	-
Borrowings at fixed interest rate	467.47	2,026.36
<b>Total borrowings</b>	<b>1,637.36</b>	<b>2,026.36</b>
<b>Percentage of borrowings at variable interest rate</b>	<b>71.45%</b>	<b>0.00%</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**36. Financial risk management (Contd.)****(b) Market risk: (Contd.)****Interest rate risk (Contd.)**

Particulars	Sensitivity analysis on total comprehensive income upon fluctuation of interest rates	
	Increase by 1%	Decrease by 1%
Impact on total comprehensive income for year ended 31 March 2020	11.70	(11.70)
Impact on total comprehensive income for year ended 31 March 2019	-	-

Price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. It arises from financial assets such as investments in equity instruments, bonds, mutual funds etc. The Company is exposed to price risk arising mainly from investments carried at fair value through FVTPL or FVOCI which are valued using quoted prices in active markets (level 1 investments). A sensitivity analysis demonstrating the impact of change in market prices of these instruments from the prices existing as at the reporting date is given below:

Particulars	Carrying value as at	
	31 March, 2020	31 March, 2019
Investments carried at FVTPL or FVOCI valued using quoted prices in active market	5,884.10	15,765.22

Particulars	Sensitivity analysis on total comprehensive income upon fluctuation of market prices	
	Increase by 10%	Decrease by 10%
Impact on total comprehensive income for year ended 31 March 2020	588.41	(588.41)
Impact on total comprehensive income for year ended 31 March 2019	1,576.52	(1,576.52)

**(c) Liquidity risk:**

Liquidity refers to the readiness of the Company to sell and realise its financial assets. Liquidity risk is one of the most critical risk factors for Companies which is into the business of investments in shares and securities. It is the risk of not being able to realise the true price of a financial asset, or is not being able to sell the financial asset at all because of non-availability of buyers. Unwillingness to lend or restricted lending by Banks and Financial Institutions may also lead to liquidity concerns for the entities.

The Company maintains a well-diversified portfolio of investments in shares and securities which are saleable at any given point of time. A dedicated team of market experts are monitoring the markets on a continuous basis, which advises the management for timely purchase or sale of securities. The Company is currently having a mix of both short-term and long-term investments. The management ensures to manage its cash flows and asset liability patterns to ensure that the financial obligations are satisfied in timely manner.

The following table shows the remaining contractual maturities of financial liabilities at the reporting date. The amounts reported are on gross and undiscounted basis.

Particulars	Less than 1 year	Between 1 to 5 years	Over 5 years	Total
<b>As at 31 March 2020</b>				
Borrowings (other than debt securities)	1,625.79	11.57	-	1,637.36
Other financial liabilities	62.27	-	-	62.27
	<b>1,688.06</b>	<b>11.57</b>	-	<b>1,699.63</b>
<b>As at 31 March 2019</b>				
Borrowings (other than debt securities)	2,008.89	17.47	-	2,026.36
Other financial liabilities	115.78	-	-	115.78
	<b>2,124.67</b>	<b>17.47</b>	-	<b>2,142.14</b>

**(d) Inflationary risk:**

Inflationary or purchasing power risk refers to the variation in investor returns caused by inflation. It is the risk that results in increase of the prices of goods and services which results in decrease of purchasing power of money, and likely negatively impact the value of investments. The two important sources of inflation are rising costs of production and excess demand for goods and services in relation to their supply. Inflation and interest rate risks are closely related as interest rates generally go up with inflation.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**36. Financial risk management (Contd.)****(d) Inflationary risk: (Contd.)**

The Company closely monitors the inflation data and analyses the reasons for wide fluctuations thereof and its effect on various sectors and businesses. The main objective is to avoid inflationary risk and accordingly invest in securities and debt instruments that provides higher returns as compared to the inflation in long-term.

**37. Capital management**

For the purpose of Company's capital management, capital includes issued equity share capital, other equity reserves and borrowed capital less cash and cash equivalents. The primary objective of capital management is to maintain an efficient capital structure to reduce the cost of capital, support corporate expansion strategies and to maximize shareholder's value.

The entity manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the entity may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The entity monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The entity's policy is to keep an optimum gearing ratio. The entity includes within net debt, interest bearing loans and borrowings less cash and cash equivalents.

Following table summarizes the capital structure of the Company.

Particulars	As at 31 March, 2020	As at 31 March, 2019
Borrowings	1,637.36	2,026.36
Less: Cash and cash equivalents (including other bank balances)	121.88	155.70
<b>Adjusted net debt</b>	<b>1,515.48</b>	<b>1,870.66</b>
Total equity (*)	63,514.53	66,490.06
<b>Net debt to equity ratio</b>	<b>2.39%</b>	<b>2.81%</b>

(\*) Equity includes capital and all reserves of the Company that are managed as capital.

**38. Dividends**

Particulars	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>Dividend on equity shares paid during the year</b>		
Final dividend for the FY 2018-19 [₹ 2.50 (Previous year - ₹ 2.50) per equity share]	682.11	648.00
Dividend distribution tax on final dividend (net) [refer note (a) below]	1.46	-
	<b>683.57</b>	<b>648.00</b>

Notes :

- Dividend distribution tax on final dividend (net) comprises credit in respect of tax paid under Section 115 O of the Income-tax Act, 1961 by the Company on dividend received from its subsidiaries.
- The Board of Directors at its meeting held on 15 June 2020 have recommended a payment of final dividend of ₹ 0.75 per equity share of face value of ₹ 10 each for the financial year ended 31 March 2020. The same amounts to ₹ 204.63 lakhs. The above is subject to shareholders' approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

**39. Additional disclosures pursuant to the RBI guidelines and notifications:**

(All amounts in ₹ crores, unless otherwise stated)

Particulars	As at 31 March, 2020	As at 31 March, 2019
<b>(i) Capital</b>		
Capital to Risk/Weighted Assets Ratio (CRAR) (%) (*)	82.09%	83.20%
CRAR-Tier I Capital (%)	81.81%	83.08%
CRAR-Tier II Capital (%)	0.28%	0.12%
Amount of subordinated debt raised as Tier-II Capital	-	-
Amount raised by issue of Perpetual Debt Instruments	-	-

(\*) CRAR as at 31 March 2020 has been calculated based on RBI clarification issued vide notification dated 13 March 2020.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**39. Additional disclosures pursuant to the RBI guidelines and notifications: (Contd.)**

(All amounts in ₹ crores, unless otherwise stated)

	As at 31 March, 2020	As at 31 March, 2019
<b>(ii) Investments</b>		
<b>A. Value of Investments</b>		
<b>Gross Value of Investments:</b>		
a) In India	456.92	554.90
b) Outside India	-	-
<b>Provisions for Depreciation:</b>		
a) In India	-	-
b) Outside India	-	-
<b>Net Value of Investments</b>		
a) In India	<b>456.92</b>	<b>554.90</b>
b) Outside India	-	-
<b>B. Movement of provisions held towards depreciation on investments</b>		
Opening Balance	-	-
Add: Provisions made during the year	-	-
Less: Write-off/Write-back of excess provisions during the year	-	-
Closing Balance	-	-
<b>(iii) Derivatives</b>		
The Company does not have any derivatives exposure in the current and previous years.		
<b>(iv) Disclosures relating to Securitisation</b>		
The Company does not have any securitisation transactions in the current and previous years.		
<b>(v) Asset Liability Management</b>		
Disclosures relating to maturity pattern of certain items of assets and liabilities are given in note 41.		
<b>(vi) Exposures</b>		
<b>A) Exposure to Real Estate Sector</b>		
<b>Category</b>		
a) Direct Exposure		
<b>i) Residential Mortgages-</b>	-	-
Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented.		
<b>ii) Commercial Real Estate</b>	-	-
Lending secured by mortgages on commercial real estates (office buildings, retail space, multi-purpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based limits.		
<b>iii) Investments in Mortgage Backed Securities (MBS) and other securitized exposures</b>		
a) Residential	-	-
b) Commercial Real Estate	-	-
<b>Total exposure to Real estate sector</b>	<b>-</b>	<b>-</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**39. Additional disclosures pursuant to the RBI guidelines and notifications: (Contd.)**

(All amounts in ₹ crores, unless otherwise stated)

	As at 31 March, 2020	As at 31 March, 2019
<b>B) Exposure to Capital Market</b>		
i) direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt;	58.69	153.76
ii) advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds;	62.92	-
iii) advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security;	29.66	0.98
iv) advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures/units of equity oriented mutual funds does not fully cover the advances;	-	-
v) secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	-	-
vi) loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources;	-	-
vii) bridge loans to companies against expected equity flows / issues;	-	-
viii) all exposures to Venture Capital Funds (both registered and unregistered)	167.35	118.74
<b>Total Exposure to Capital Market</b>	<b>318.62</b>	<b>273.48</b>
<b>C) Details of financing of parent company products</b> The Company does not have a parent company and accordingly no disclosures required.		
<b>D) Details of Single Borrower Limit (SBL) / Group Borrower Limit (GBL) exceeded by the NBFC</b> There are no instances of exceeding the single and group borrowing limit by the Company during the current and previous year.		
<b>E) Unsecured Advances</b> The Company does not have any unsecured advances for which intangible securities such as charge over rights, license, authority, etc. has been taken.		
<b>(vii) Miscellaneous</b>		
<b>A) Registration obtained from other financial sector regulators</b> The Company does not have any registrations obtained from other financial sector regulators.		
<b>B) Disclosure of Penalties imposed by RBI and other regulators</b> There have been no penalties imposed on the Company by RBI or other financial sector regulators during the current and previous year.		
<b>C) Related Party Transactions</b> Details of all material related party transactions are disclosed in note 32.		
<b>D) Ratings assigned by credit rating agencies and migration of ratings during the year</b> The Company has not obtained credit ratings from any agencies during the year.		
<b>E) Remuneration of Directors</b> Details relating to remuneration of directors are disclosed in note 32.		
<b>F) Management</b> Details relating to management discussion and analysis forms part of the annual report.		



**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**39. Additional disclosures pursuant to the RBI guidelines and notifications: (Contd.)**

(All amounts in ₹ crores, unless otherwise stated)

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>(viii) Additional Disclosures</b>		
<b>A) Provisions and Contingencies</b>		
<b>Break up of 'Provisions and Contingencies' shown under the head Expenditure in Statement of Profit and Loss</b>		
Provisions for depreciation on Investment	-	-
Provision towards NPA	0.68	-
Provision made towards Income tax	7.51	4.25
Other provision and contingencies (employee benefits)	0.13	0.08
<b>B) Draw Down from Reserves</b>		
There have been no instances of draw down from reserves by the Company during the current and previous year.		
	<b>As at 31 March, 2020</b>	<b>As at 31 March, 2019</b>
<b>C) Concentration of Advances, Exposures and NPAs</b>		
<b>a) Concentration of Advances</b>		
Total Advances to twenty largest borrowers	202.53	143.80
Percentage of Advances to twenty largest borrowers to Total Advances	100.00%	100.00%
<b>b) Concentration of Exposures</b>		
Total exposure to twenty largest borrowers/customers	226.95	275.42
Percentage of exposures to twenty largest borrowers / customers to Total Exposure	100.00%	100.00%
<b>c) Concentration of NPAs</b>		
Total exposure to top four NPA accounts	0.68	-
<b>d) Sector-wise NPAs</b>		
	<b>Percentage of NPAs to Total Advances in that sector</b>	
Agriculture & allied activities	-	-
MSME	-	-
Corporate borrowers	0.68	-
Services	-	-
Unsecured personal loans	-	-
Auto loans	-	-
Other personal loans	-	-
<b>e) Movement of NPAs</b>		
i) Net NPAs to Net Advances (%)	0.34%	0.00%
ii) Movement of NPAs (Gross)		
a) Opening Balance	-	-
b) Additions during the year	0.68	-
c) Reductions during the year	-	-
d) Closing balance	<b>0.68</b>	-
iii) Movement of Net NPAs		
a) Opening Balance	-	-
b) Additions during the year	-	-
c) Reductions during the year	-	-
d) Closing balance	-	-

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**39. Additional disclosures pursuant to the RBI guidelines and notifications: (Contd.)**

(All amounts in ₹ crores, unless otherwise stated)

	As at	As at
	31 March, 2020	31 March, 2019
	Percentage of NPAs to Total Advances in that sector	
<b>C) Concentration of Advances, Exposures and NPAs (Contd.)</b>		
<b>e) Movement of NPAs (Contd.)</b>		
iv) Movement of provisions for NPAs (excluding provisions on standard assets)		
a) Opening Balance	-	-
b) Provisions made during the year	0.68	-
c) Write-off/write-back of excess provisions	-	-
d) Closing balance	<b>0.68</b>	-
<b>f) Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)</b>		
The Company did not have any overseas assets during the current and previous year.		
<b>g) Off-balance sheet SPVs sponsored</b>		
(which are required to be consolidated as per accounting norms)		
The Company did not sponsor any SPVs during the current and previous year.		
<b>(ix) Disclosure of customer complaints</b>		
a) No. of complaints pending at the beginning of the year	-	-
b) No. of complaints received during the year	-	-
c) No. of complaints redressed during the year	-	-
d) No. of complaints pending at the end of the year	-	-

**40. Disclosures pursuant to Reserve Bank of India notification no. DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated 13 March 2020 on implementation of IndAS by Non-Banking Financial Companies****Asset Classification as per RBI norms for the year ended 31 March 2020**

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS (*)	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(A)	(B)	(C)	(D)	(E=C-D)	(F)	(G=D-F)
<b>Performing Assets</b>						
Standard	Stage 1	20,184.75	57.50	20,127.25	80.78	(23.28)
	Stage 2	-	-	-	-	-
<b>Subtotal (A)</b>		<b>20,184.75</b>	<b>57.50</b>	<b>20,127.25</b>	<b>80.78</b>	<b>(23.28)</b>
<b>Non-Performing Assets (NPA)</b>						
Substandard	Stage 3	-	-	-	-	-
Loss	Stage 3	68.24	68.24	-	68.24	-
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
<b>Subtotal (B)</b>		<b>68.24</b>	<b>68.24</b>	<b>-</b>	<b>68.24</b>	<b>-</b>
<b>Total (A+B)</b>	<b>Stage 1</b>	<b>20,184.75</b>	<b>57.50</b>	<b>20,127.25</b>	<b>80.78</b>	<b>(23.28)</b>
	<b>Stage 2</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Stage 3</b>	<b>68.24</b>	<b>68.24</b>	<b>-</b>	<b>68.24</b>	<b>-</b>
	<b>Total</b>	<b>20,252.99</b>	<b>125.74</b>	<b>20,127.25</b>	<b>149.02</b>	<b>(23.28)</b>

(\*) Gross carrying amount as per IndAS represents gross carrying amount including accrued interest and after netting off unamortised loan processing fees.

### Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

#### 41. Asset liability management

Particulars	1 - 7 days	8 - 14 days	15 days - 1 month	1 - 2 months	2 - 3 months	3 - 6 months	6 - 12 months	1 - 3 years	3 - 5 years	Over 5 years	Total
<b>Maturity pattern of assets and liability as on 31 March 2020</b>											
Deposits	-	-	-	-	-	-	-	-	-	-	-
Advances	1,786.78	-	69.44	494.44	194.44	5,343.13	1,816.67	10,548.09	-	-	20,252.99
Investments	15.15	-	-	100.47	-	-	-	1,929.08	3,322.61	40,324.20	45,691.51
Borrowings	70.36	-	-	450.47	0.48	1.46	1,103.02	11.57	-	-	1,637.36
Foreign Currency assets	-	-	-	-	-	-	-	-	-	-	-
Foreign Currency liabilities	-	-	-	-	-	-	-	-	-	-	-
<b>Maturity pattern of assets and liability as on 31 March 2019</b>											
Deposits	-	-	-	-	-	-	-	-	-	-	-
Advances	7,775.01	-	-	50.00	-	-	-	6,557.82	-	-	14,382.83
Investments	222.29	-	-	-	-	-	3,751.39	17,606.23	4,689.71	29,220.24	55,489.86
Borrowings	3.88	-	-	0.44	0.44	1.35	2,002.78	17.47	-	-	2,026.36
Foreign Currency assets	-	-	-	-	-	-	-	-	-	-	-
Foreign Currency liabilities	-	-	-	-	-	-	-	-	-	-	-

#### Notes:

- The advances comprise of loans given and does not include interest accrued.
- The above information has been considered as per the Asset Liability Management (ALM) Report compiled by the management and reviewed by the ALM Committee.
- The borrowings does not includes interest accrued and due as on 31 March 2020.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

**42. Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company. The Company is in a single business segment (primary segment) of giving loans and making investments. The entire revenues are billable within India and there is only one geographical segment (secondary segment).

**43. Impact of COVID-19 pandemic**

COVID-19, a global pandemic has affected the world economy including India, leading to significant decline and volatility in financial markets and decline in economic activities. The national lockdown announced on 23 March 2020 affected activities of organizations across the economic ecosystem, impacting earning prospects and valuations of companies and creating huge volatility in the stock markets. As a result, the Company's business is likely to be impacted by lower lending opportunities and decline in carrying value of investments, thereby impacting profitability. The impact of COVID-19 on Company's financial statements remain uncertain and dependent on extent of spread of the pandemic, steps taken by the Government and central bank to mitigate the economic impact, steps taken by the Company and its Investee Companies and the time it takes for economic activities to resume at normal levels as a result of which, actual results may differ.

In accordance with the Reserve Bank of India guidelines relating to COVID-19 Regulatory Package dated 27 March 2020 and 17 April 2020, the Company granted moratorium of up to 3 months on repayment of all instalments and/ or interest, as applicable, falling due between 1 March 2020 and 31 May 2020 to all the eligible borrowers as per the Company's policy, however none of the borrowers availed the moratorium. Further, the Company will be extending moratorium to its borrowers as announced by RBI vide its subsequent notification dated 22 May 2020.

The stock exchanges, banks and financial institutions were permitted to function during the national lockdown and correspondingly the lending and investment activities of the Company remained operational. Basis the relaxations granted post the lockdown period, the Company's registered office have been made operational. The employees are permitted to work in accordance with the guidelines issued by the Ministry of Home Affairs (MHA) and the respective state governments. The Company's capital and liquidity position remains strong and would continue to be the focus area for the Management. There have been no significant changes to the Company's internal financial control other than providing remote access to some of its key employees during the lockdown to facilitate work from home.

Based on the current assessment of the potential impact of the COVID-19 on the Company, management is of the view that the Company is well capitalised with low leverage, widely diversified in terms of its lending and investment activities and has adequate liquidity to service its obligations, sustain its operations and also look at any appropriate investment/lending opportunities.

The Company has maintained adequate provisions on loan assets based on the information available at this point of time including economic forecasts. The extent to which the current pandemic will impact the carrying value of investments and loan receivables is dependent on the future developments, which are highly uncertain at this point in time. The Company believes that it has considered all the possible impact of known events arising out of COVID 19 pandemic in the preparation of these financial statements. The impact assessment of COVID -19 is a continuing process given its nature and duration. The Company will continue to monitor for any material changes to future economic conditions.

**44.** The standalone financial statements are approved for issue by the Board of Directors in its meeting held on 15 June 2020.

As per our Report of even date.

**For Walker Chandio & Co. LLP**  
**Chartered Accountants**  
**Firm's Regn. No. : 001076N/N500013**

**Manish Gujral**  
Partner  
**Membership No. : 105117**

Place : Mumbai  
Date : 15 June, 2020

**For and on behalf of the Board of Directors**  
**Kiran Vyapar Limited**

<b>L. N. Bangur</b> Director <b>(DIN : 00012617)</b> Place : Kolkata	<b>Shreyash Bangur</b> Managing Director <b>(DIN : 00012825)</b> Place : Hyderabad	<b>Ajay Sonthalia</b> Chief Financial Officer Place : Kolkata	<b>Pradip Kumar Ojha</b> Company Secretary Place : Kolkata
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Date : 15 June, 2020

## Schedule to the Balance Sheet of Non-Deposit taking, Non-Banking Financial Company as at 31 March 2020

[As required in terms of Paragraph 19 of Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016.]

	Particulars	₹ in lacs)	
		Amount Outstanding	Amount Overdue
	<b>LIABILITIES SIDE:</b>		
<b>1</b>	<b>Loans and Advance availed by the NBFCs inclusive of interest accrued thereon but not paid:</b>		
	(a) Debentures Secured	-	-
	Unsecured	-	-
	(Other than Falling within the meaning of public deposits*)		
	(b) Deferred Credits	-	-
	(c) Terms Loans	17.47	-
	(d) Inter-Corporate Loans and Borrowings	450.00	-
	(e) Commercial Paper	-	-
	(f) Public Deposits*		
	(g) Other Loans (Short-term borrowings)	1,169.89	-
	* Please see Note 1 below		
<b>2</b>	<b>Break up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):</b>		
	(a) In the form of Unsecured Debentures	-	-
	(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
	(c) Other public deposits	-	-
	* Please see Note 1 below		
	<b>ASSETS SIDE</b>	<b>Amount Outstanding</b>	
<b>3</b>	<b>Break-Up Loans and Advances including Bills Receivable (Other than those included (4) below) :</b>		
	(a) Secured		9,562.39
	(b) Unsecured		10,690.50
<b>4</b>	<b>Break-Up of leased Assets and Stock on Hire and Others Assets Counting towards AFC activities.</b>		
	(i) Lease Assets including Lease Rentals under Sundry Debtors		
	(a) Financial Lease		-
	(b) Operating Lease		-
	(ii) Stock on Hire including Hire Charges under Sundry Debtors		
	(a) Assets on Hire		-
	(b) Repossessed Assets		-
	(iii) Others Loans counting towards AFC activities		
	(a) Loans where assets have been repossessed		-
	(b) Loans other than (a) above		-
<b>5</b>	<b>Break-up of Investments :</b>		
	<b>Current Investments</b>		
	1. Quoted :		
	(i) Shares (a) Equity		-
	(b) Preference		-
	(ii) Debentures and Bonds		-
	(iii) Units of Mutual Funds		-
	(iv) Government Securities		-
	(v) Others (Please specify)		-

		Amount (₹ in lacs)			
6	2. Unquoted :				
	(i) Shares (a) Equity			-	
	(b) Preference			-	
	(ii) Debentures and Bonds			-	
	(iii) Units of Mutual Funds			-	
	(iv) Government Securities			-	
	(v) Others (Please specify)			-	
	<b>Long Term Investments</b>				
	1. Quoted :				
	(i) Shares (a) Equity			2,706.84	
	(b) Preference			-	
	(ii) Debentures and Bonds			-	
	(iii) Units of Mutual Funds			-	
	(iv) Government Securities			-	
	(v) Others (Please specify)			-	
2. Unquoted :					
(i) Shares (a) Equity			6,674.78		
(b) Preference			15,209.56		
(ii) Debentures and Bonds			689.55		
(iii) Units of Mutual Funds			3,177.26		
(iv) Government Securities			-		
(v) Others (Deemed Investment)			498.56		
(vi) Others (Venture Capital Funds)			16,734.96		
<b>6 Borrower group-wise classification of all assets' Financed as in (3) and (4) above. (Please see Note 2 below)</b>					
<b>Category</b>		<b>Amount net of provisions (in ₹ Lacs)</b>			
		<b>Secured</b>	<b>Unsecured</b>	<b>Total</b>	
1. Related Parties					
(a) Subsidiaries		-	-	-	
(b) Companies in the same group		-	10,595.25	10,595.25	
(c) Other related parties		-	-	-	
2. Other than related parties		9,479.51	52.49	9,532.00	
<b>Total</b>		<b>9,479.51</b>	<b>10,647.74</b>	<b>20,127.25</b>	
<b>7 Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) (Please see Note 3 below)</b>					
<b>Category</b>		<b>Market Value/ Break-up or fair value or NAV</b>		<b>Book Value (Net of Provisions)</b>	
1. Related Parties					
(a) Subsidiaries		32,732.58		13,468.56	
(b) Companies in the same group		22,735.20		4,221.11	
(c) Other related parties		-		-	
2. Other than related parties		28,001.84		28,001.84	
<b>Total</b>		<b>83,469.62</b>		<b>45,691.51</b>	

	Particulars	Amount (₹ in lacs)
<b>8</b>	<b>Other Information</b>	
	(i) Gross Non-Performing Assets :	
	(a) Related Parties	Nil
	(b) Other than related parties	68.24
	(ii) Net Non-Performing Assets :	
	(a) Related Parties	Nil
	(b) Other than related parties	-
	(iii) Acquired in satisfaction Debt	-

**Notes :**

- As defined in point xxvii of paragraph 3 of Chapter - II of these directions
- Provisioning norms shall be applicable as prescribed in Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016.
- All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However marketing value in respect of quoted investments and break up fair value/NAV in respect of unquoted investment should be disclosed irrespective of whether they are classified long term or current in (5) above.
- Details of related parties are as furnished by the management.

# Consolidated Financial Statements



**To the Members of Kiran Vyapar Limited****Report on the Audit of the Consolidated Financial Statements****Opinion**

1. We have audited the accompanying consolidated financial statements of Kiran Vyapar Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and its associates as listed in Annexure 1, which comprise the Consolidated Balance Sheet as at 31 March 2020, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the subsidiaries and associates the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under section 133 of the Act, of the consolidated state of affairs of the Group and its associates as at 31 March 2020, and their consolidated loss (including other comprehensive income), consolidated cash flows and the consolidated changes in equity for the year ended on that date.

**Basis for Opinion**

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 16 of the Other Matter section below, is sufficient and appropriate to provide a basis for our opinion.

**Emphasis of Matter- Effects of Covid-19 pandemic**

4. We draw attention to Note 46 of the accompanying consolidated financial statements, which describes the uncertainty relating to outcome of the effects of Covid-19 pandemic on the Group's operations and the consequential impact on the appropriateness of impairment losses recognised towards the loan assets outstanding as at 31 March 2020. Our opinion is not modified in respect of this matter.

**Key Audit Matter**

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

Key audit matter	How our audit addressed the key audit matter
<p><b>Investments in unquoted investments carried at fair value</b></p> <p><b>Refer note 1 and 2 for significant accounting policies and note 40 and 41 for financial disclosures</b></p> <p>As at 31 March 2020, the Group has unquoted investments to ₹ 23,876.53 lacs which includes investments in equity instruments, preference instruments and venture capital funds. These investments represent 22.59% of the total assets of the Group as at 31 March 2020.</p>	<p>Our audit procedures, included, but were not limited to the following:</p> <ul style="list-style-type: none"> <li>• Obtained a detailed understanding of the managements process and controls for determining the fair valuation of unquoted equity investments, preference instruments and venture capital funds. The understanding was obtained by performance of walkthroughs which included inspection of documents produced by the Group and discussion with those involved in the process of valuation.</li> </ul>

**Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the consolidated financial statements for the year ended 31 March 2020 (cont'd)**

<p>The aforesaid investment is not traded in the market. These investments are fair valued using Level 3 inputs. The fair valuation of these investments is determined by a management-appointed independent valuation specialist based on discounted cash flow method for equity and preference instruments, Investment in venture capital funds are valued based on the net asset value declared by the respective funds. The process of computation of fair valuation of investments include use of unobservable inputs and management judgements and estimates which are complex.</p> <p>The key assumptions underpinning management's assessment of fair value of these investments, include application of liquidity discounts; calculation of discounting rates and the estimation of projections of revenues, projections of future cash flows, growth rates, which have been impacted by COVID-19 outbreak in the current year adding to the complexity involved with such accounting estimates.</p> <p>The valuation of these investments was considered to be one of the areas which required significant auditor attention and was one of the matters of most significance in the consolidated financial statements due to the materiality of total value of investments to the consolidated financial statements and the complexity involved in the valuation of these investments.</p> <p>We also draw attention to Note 46 of the accompanying consolidated financial statements, which describe the uncertainties relating to the effects of COVID-19 pandemic outbreak which impact the fair valuation of the above mentioned unquoted investment as on 31 March 2020.</p>	<ul style="list-style-type: none"> <li>• Evaluated the design and tested the operating effectiveness of key controls implemented for fair valuation of the investments;</li> <li>• Obtained the valuation reports done by management' expert and assessed the expert's competence, objectivity and independence in performing the valuation of the investments;</li> <li>• Assessed the appropriateness of valuation methodology used for the fair valuation computation with the help of an auditor's expert and tested the mathematical accuracy of management's model adopted for the different types of investments;</li> <li>• Performed a test of reasonableness and also ensured that the key assumptions used in the cash flow projections including the growth rates, discount rates considering evidence available to support these assumptions and our understanding of the business and assessed the impact of COVID-19 outbreak on these assumptions.</li> <li>• Tested the discount rate and long-term growth rates used in the forecast including comparison to economic and industry forecasts where appropriate;</li> <li>• Ensured the appropriateness of disclosures in relation to these investments in accordance with the accounting standards.</li> <li>• Verified the mathematical accuracy of the valuations model.</li> </ul> <p>Obtained written representations from management and those charged with governance whether they believe significant assumptions used in valuation of the investments are reasonable.</p>
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**Information other than the Consolidated Financial Statements and Auditor's Report thereon**

7. The Holding Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

**Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

8. The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income,

**Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the consolidated financial statements for the year ended 31 March 2020 (cont'd)**

consolidated changes in equity and consolidated cash flows of the Group including its associates in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. Further, in terms of the provisions of the Act, the respective Board of Directors /management of the companies included in the Group and its associate companies covered under the Act are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

9. In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
10. Those Board of Directors are also responsible for overseeing the financial reporting process of the companies included in the Group and of its associates.

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

11. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing 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 consolidated financial statements.
12. As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

## Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the consolidated financial statements for the year ended 31 March 2020 (cont'd)

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group, and its associates, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial statements of such entities included in the financial statements, of which we are the independent auditors. For the other entities included in the financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
13. 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.
  14. 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.
  15. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matter

16. We did not audit the financial statements of three subsidiaries, whose financial statements reflect total assets of ₹ 2,878.97 lacs and net assets of ₹ 3,653.82 lacs as at 31 March 2020, total revenues of ₹ 492.34 lacs and net cash inflows amounting to ₹ 177.87 lacs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (including other comprehensive income) of ₹ 2,494.91 lacs for the year ended 31 March 2020, as considered in the consolidated financial statements, in respect of three associates, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associates, are based solely on the reports of the other auditors.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matter with respect to our reliance on the work done by and the reports of the other auditors.

### Report on Other Legal and Regulatory Requirements

17. As required by section 197(16) of the Act, based on our audit and on the consideration of the report(s) of the other auditor(s), referred to in paragraph 16, on separate financial statements of the subsidiaries and associates, we report that the Holding Company, one subsidiary company and one associate company covered under the Act paid remuneration to their respective directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act. Further, we report that thirteen subsidiary companies and three associate companies covered under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiary and associate companies.
18. As required by Section 143 (3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and other financial information of the subsidiaries and associates, we report, to the extent applicable, that:
  - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
  - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors,

**Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the consolidated financial statements for the year ended 31 March 2020 (cont'd)**

- c) the consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- d) in our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act;
- e) On the basis of the written representations received from the directors of the Holding Company and taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and associate companies covered under the Act, none of the directors of the Group companies and its associate companies covered under the Act, are disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act;
- f) with respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and its subsidiary companies and associate companies covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries and associates:
  - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associates as detailed in Note 35 to the consolidated financial statements;
  - ii. the Group and its associate companies did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2020;
  - iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiary companies and associate companies covered under the Act, during the year ended 31 March 2020;
  - iv. the disclosure requirements relating to holdings as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016, which are not relevant to these consolidated financial statements. Hence, reporting under this clause is not applicable.

**For Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Regn. No. : 001076N/N500013

**Manish Gujral**  
Partner  
Membership No.: 105117  
UDIN : 20105117AAAACK8374

**Place :** Mumbai  
**Date :** 15 June 2020

**Independent Auditor's Report of even date to the members of Kiran Vyapar Limited on the consolidated financial statements for the year ended 31 March 2020 (cont'd)**

**Annexure 1**

**List of entities included in the Statement**

<b>Name of the entity</b>	<b>Relationship</b>
IOTA Mtech Limited	Subsidiary
Samay Industries Limited	Subsidiary
Anantay Greenview Private Limited	Subsidiary
Sarvadeva Greenpark Private Limited	Subsidiary
Sishiray Greenview Private Limited	Subsidiary
Uttaray Greenpark Private Limited	Subsidiary
Satyawatche Greeneries Private Limited	Subsidiary
Magma Realty Private Limited	Subsidiary
Shree Krishna Agency Limited	Subsidiary
Amritpay Greenfield Private Limited	Step-down Subsidiary
Divyay Greeneries Private Limited	Step-down Subsidiary
Sarvay Greenhub Private Limited	Step-down Subsidiary
Soul Beauty and Wellness Center LLP	Significant control of Samay Industries Limited
IOTA Mtech Power LLP	Significant control of IOTA Mtech Limited
Basbey Greenview Private Limited	Step-down Subsidiary
Sukhday Greenview Private Limited	Step-down Subsidiary
Navjyoti Commodity Management Services Limited	Associate
The Kishore Trading Company Limited	Associate
Placid Limited	Associate
LNB Renewable Energy Private Limited	Associate

**Annexure-A to the Independent Auditor's Report of even date to the Members of Kiran Vyapar Limited, on the Consolidated Financial Statements for the year ended 31 March, 2020****Independent Auditor's Report on the internal financial controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

1. In conjunction with our audit of the consolidated financial statements of Kiran Vyapar Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and its associates as at and for the year ended 31 March 2020, we have audited the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies and its associate companies, which are companies covered under the Act, as at that date.

**Responsibilities of Management and Those Charged with Governance for Internal Financial Controls**

2. The respective Board of Directors of the Holding Company, its subsidiary companies and its associate companies, which are companies covered under the Act, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('the ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the 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 for the Audit of Internal Financial Controls with Reference to Financial Statements**

3. Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies and its associate companies, as aforesaid, based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.
4. 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 includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements of the Holding Company, its subsidiary companies and its associate companies as aforesaid.

**Meaning of Internal Financial Controls with reference to Financial Statements**

6. A company's internal financial controls 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 purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Annexure-A to the Independent Auditor's Report of even date to the Members of Kiran Vyapar Limited, on the Consolidated Financial Statements for the year ended 31 March, 2020 (Contd.)****Inherent Limitations of Internal Financial Controls with reference to Financial Statements**

7. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

8. In our opinion and based on the consideration of the reports of the other auditors on internal financial controls with reference to financial statements of the subsidiary companies and associate companies, the Holding Company, its subsidiary companies and its associate companies, which are companies covered under the Act, have in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2020, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

**Other Matter**

9. We did not audit the internal financial controls with reference to financial statements in so far as it relates to two subsidiary companies, which are companies covered under the Act, whose financial statements/financial information reflect total assets of ₹ 671.12 lacs and net assets of ₹ 601.82 lacs as at 31 March 2020, total revenues of ₹ 25.05 lacs and net cash inflows amounting to ₹ 179.25 lacs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss (including other comprehensive income) of ₹ 2,494.91 lacs for the year ended 31 March 2020, in respect of three associate companies and, which are companies covered under the Act, whose internal financial controls with reference to financial statements have not been audited by us. The internal financial controls with reference to financial statements in so far as it relates to such subsidiary companies and associate companies have been audited by other auditors whose reports have been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company, its subsidiary companies and its associate companies, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such subsidiary companies and associate companies is based solely on the reports of the auditors of such companies. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditors.

For **Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Regn. No. : 001076N/N500013

**Manish Gujral**  
Partner  
Membership No.: 105117  
UDIN : 20105117AAAACK8374

**Place** : Mumbai  
**Date** : 15 June 2020



**CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2020**

(All amounts in ₹ lakhs, unless otherwise stated)

	Note	As at 31 March, 2020	As at 31 March, 2019
<b>ASSETS</b>			
<b>Financial Assets</b>			
(a) Cash and cash equivalents	3	1,682.59	879.88
(b) Other bank balances	4	56.54	43.09
(c) Receivables			
- Trade receivables	5	403.53	411.08
(d) Loans	6	26,129.48	21,044.93
(e) Investments	7	70,049.97	89,800.96
(f) Other financial assets	8	1,106.96	1,207.73
		<b>99,429.07</b>	<b>113,387.67</b>
<b>Non-financial Assets</b>			
(a) Inventories	9	1,063.92	1,657.22
(b) Current tax assets (net)	33 (b)	448.94	418.42
(c) Investment property	10	585.58	585.58
(d) Property, plant and equipment	11	4,116.01	4,344.34
(e) Other non-financial assets	12	35.95	55.36
		<b>6,250.40</b>	<b>7,060.92</b>
<b>Total Assets</b>		<b>105,679.47</b>	<b>120,448.59</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>Financial Liabilities</b>			
(a) Borrowings (other than debt securities)	13	2,769.75	3,307.14
(b) Other financial liabilities	14	248.00	224.67
		<b>3,017.75</b>	<b>3,531.81</b>
<b>Non-Financial Liabilities</b>			
(a) Current tax liabilities (net)	33 (c)	541.55	216.82
(b) Provisions	15	54.63	37.72
(c) Deferred tax liabilities (net)	16	880.77	2,346.82
(d) Other non-financial liabilities	17	83.92	527.17
		<b>1,560.87</b>	<b>3,128.53</b>
<b>Equity</b>			
(a) Equity share capital	18	2,698.18	2,698.18
(b) Other equity	19	93,181.94	104,973.40
<b>Total equity attributable to the owners</b>		<b>95,880.12</b>	<b>107,671.58</b>
(c) Non-controlling interest	19	5,220.73	6,116.67
		<b>101,100.85</b>	<b>113,788.25</b>
<b>Total Liabilities and Equity</b>		<b>105,679.47</b>	<b>120,448.59</b>

Notes 1 - 47 form an integral part of these consolidated financial statements.

This is the Consolidated Balance Sheet referred to in our Report of even date.

For Walker Chandiook & Co. LLP  
Chartered Accountants  
Firm's Regn. No. : 001076N/N500013

For and on behalf of the Board of Directors  
Kiran Vyapar Limited

Manish Gujral  
Partner  
Membership No. : 105117

L. N. Bangur  
Director  
(DIN : 00012617)  
Place : Kolkata

Shreyash Bangur  
Managing Director  
(DIN : 00012825)  
Place : Hyderabad

Ajay Sonthalia  
Chief Financial Officer  
Place : Kolkata

Pradip Kumar Ojha  
Company Secretary  
Place : Kolkata

Place : Mumbai  
Date : 15 June, 2020

Date : 15 June, 2020

**STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2020**

(All amounts in ₹ lakhs, unless otherwise stated)

	Notes	Year Ended 31 March, 2020	Year Ended 31 March, 2019
<b>Revenue from operations</b>			
(a) Interest income	20	3,292.47	2,722.63
(b) Dividend income	21	846.88	351.30
(c) Net gain on fair value changes	22	(921.88)	2,687.02
(d) Sale of goods	23	1,937.65	3,514.27
(e) Sale of services	24	417.77	432.54
(f) Sale of power	25	363.06	362.41
		<b>5,935.95</b>	<b>10,070.17</b>
<b>Other income</b>	26	31.05	79.85
<b>Total Income</b>		<b>5,967.00</b>	<b>10,150.02</b>
<b>Expenses</b>			
(a) Finance costs	27	390.15	269.26
(b) Impairment on financial instruments	28	66.43	(29.00)
(c) Purchases of stock-in-trade	29	1,332.48	3,110.62
(d) Changes in inventories of stock-in-trade		593.27	360.53
(e) Employee benefits expenses	30	857.99	2,425.76
(f) Depreciation expense	31	228.27	217.84
(g) Other expenses	32	1,101.55	1,303.46
<b>Total Expenses</b>		<b>4,570.14</b>	<b>7,658.47</b>
<b>Profit before share of profit in Associates</b>		<b>1,396.86</b>	<b>2,491.55</b>
<b>Share of profit/(loss) of Associates (net)</b>		(1,483.75)	250.15
<b>Profit / (loss) before tax</b>		<b>(86.89)</b>	<b>2,741.70</b>
<b>Tax Expense:</b>	33		
(i) Current tax		894.96	625.21
(ii) Deferred tax		(236.56)	(216.64)
(iii) Prior year taxes		51.37	(37.55)
		<b>709.77</b>	<b>371.02</b>
<b>Profit / (loss) for the year</b>		<b>(796.66)</b>	<b>2,370.68</b>
<b>Other Comprehensive Income</b>			
(i) Items that will not be reclassified to profit or loss			
- Fair valuation of equity and preference instruments through other comprehensive income		(10,740.21)	(1,097.47)
- Remeasurement of defined benefit plans		(2.90)	(7.66)
(ii) Associates share of OCI		(1,455.34)	(1,219.71)
(iii) Income tax relating to items that will not be reclassified to profit or loss		1,229.49	73.48
<b>Total other comprehensive income</b>		<b>(10,968.96)</b>	<b>(2,251.36)</b>
<b>Total comprehensive income for the year</b>		<b>(11,765.62)</b>	<b>119.32</b>

**STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2020 (Contd.)**

(All amounts in ₹ in lakhs, unless otherwise stated)

	Notes	Year Ended 31 March, 2020	Year Ended 31 March, 2019
<b>Profit / (loss) for the year attributable to:</b>			
- Owners of the Company		(821.30)	2,263.91
- Non-controlling interest		24.64	106.77
		<b>(796.66)</b>	<b>2,370.68</b>
<b>Other comprehensive income for the year attributable to:</b>			
- Owners of the Company		(10,155.42)	(2,089.32)
- Non-controlling interest		(813.54)	(162.04)
		<b>(10,968.96)</b>	<b>(2,251.36)</b>
<b>Total comprehensive income for the year attributable to:</b>			
- Owners of the Company		(10,976.72)	174.59
- Non-controlling interest		(788.90)	(55.27)
		<b>(11,765.62)</b>	<b>119.32</b>
<b>Earnings per equity share</b>	34		
Basic (₹)		(2.95)	9.25
Diluted (₹)		(2.95)	9.25

**Notes 1 - 47 form an integral part of these consolidated financial statements.**

This is the Consolidated Statement of Profit and Loss referred to in our Report of even date.

**For Walker Chandiook & Co. LLP**  
**Chartered Accountants**  
**Firm's Regn. No. : 001076N/N500013**

**For and on behalf of the Board of Directors**  
**Kiran Vyapar Limited**

**Manish Gujral**  
 Partner  
**Membership No. : 105117**

**L. N. Bangur**  
 Director  
**(DIN : 00012617)**  
 Place : Kolkata

**Shreyash Bangur**  
 Managing Director  
**(DIN : 00012825)**  
 Place : Hyderabad

**Ajay Sonthalia** **Pradip Kumar Ojha**  
 Chief Financial Officer      Company Secretary  
 Place : Kolkata      Place : Kolkata

Place : Mumbai  
 Date : 15 June, 2020

Date : 15 June, 2020

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2020**

(All amounts in ₹ in lakhs, unless otherwise stated)

	Year ended 31 March 2020	Year ended 31 March 2019
<b>A. Cash flow from operating activities</b>		
<b>Profit before share of profit in associate</b>	<b>1,396.86</b>	<b>2,491.55</b>
Adjustment for :		
Net loss on fair value changes	921.88	(2,687.02)
Share of profit/(loss) from LLP	13.33	(39.95)
Provisions/ liabilities written back	(6.93)	(2.04)
Depreciation	228.27	217.84
Impairment on financial instruments	66.43	(29.00)
Share based payments to employees	-	1,283.05
Provision for expected credit loss	-	(15.43)
<b>Operating profit before working capital changes</b>	<b>2,619.84</b>	<b>1,219.00</b>
<b>Adjustments for changes in working capital</b>		
Decrease/ (increase) in trade receivables	14.48	(45.39)
Decrease / (increase) in loans	(5,150.98)	1,437.59
(Increase) in other financial assets	(82.73)	(85.44)
Decrease in inventories	593.30	360.52
Decrease in non-financial assets	19.28	15.58
Increase/ (decrease) in other financial liabilities	28.16	(87.79)
Increase/(decrease) in provisions	14.01	(1.74)
Increase/ (decrease) in other non-financial liabilities	(443.25)	428.12
<b>Cash generated from/ (used in) operating activities</b>	<b>(2,387.89)</b>	<b>3,240.45</b>
Income tax paid (net of refunds)	(652.12)	(980.46)
<b>Net cash generated from/ (used in) operating activities (A)</b>	<b>(3,040.01)</b>	<b>2,259.99</b>
<b>B. Cash flow from investing activities</b>		
Purchase of property, plant and equipments	(6.84)	(268.74)
Sale of property, plant and equipments	7.04	-
Purchase of investments	(20,047.11)	(41,783.38)
Sale of investments	25,194.16	41,982.90
Withdrawal of investments from LLP	170.17	47.63
(Investments made in) / redemption of deposits	1.19	(4.79)
<b>Net cash generated from/ (used in) investing activities (B)</b>	<b>5,318.61</b>	<b>(26.38)</b>
<b>C. Cash flow from financing activities</b>		
Repayment of borrowings (net)	(537.39)	(1,075.15)
Withdrawal of capital by minorities	(107.05)	(142.63)
Dividend paid	(676.60)	(648.04)
Dividend tax paid	(140.21)	(133.62)
Proceeds from issue of share capital	-	136.42
<b>Net cash (used in) financing activities (C)</b>	<b>(1,461.25)</b>	<b>(1,863.02)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>817.35</b>	<b>370.59</b>
Cash and cash equivalents as at beginning of the year	905.93	535.34
Cash and cash equivalents as at end of the year	<b>1,723.28</b>	<b>905.93</b>

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2020 (Contd.)**

(All amounts in ₹ in lakhs, unless otherwise stated)

	Year ended 31 March 2020	Year ended 31 March 2019
<b>Notes:</b>		
(i) The above consolidated Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, "Statement of Cash Flows".		
(ii) Cash and cash equivalents comprises of:		
Cash on hand	4.77	5.35
Balances with banks in current account	853.10	599.64
Balances with banks in dividend accounts	9.27	7.20
Bank deposit with remaining maturity of less than 3 months	815.45	267.69
	<b>1,682.59</b>	<b>879.88</b>
Add: Other bank balances (Balances with banks in current account)	40.69	26.05
	<b>1,723.28</b>	<b>905.93</b>

This is the Consolidated Cash Flow Statement referred to in our Report of even date.

**For Walker Chandiook & Co. LLP**  
**Chartered Accountants**  
**Firm's Regn. No. : 001076N/N500013**

**For and on behalf of the Board of Directors**  
**Kiran Vyapar Limited**

**Manish Gujral**  
Partner  
**Membership No. : 105117**

**L. N. Bangur**  
Director  
**(DIN : 00012617)**  
Place : Kolkata

**Shreeyash Bangur**  
Managing Director  
**(DIN : 00012825)**  
Place : Hyderabad

**Ajay Sonthalia** **Pradip Kumar Ojha**  
Chief Financial Officer    Company Secretary  
Place : Kolkata    Place : Kolkata

Place : Mumbai  
Date : 15 June, 2020

Date : 15 June, 2020

**Consolidated Statement of Changes in Equity for the year ended 31 March 2020**

(All amounts in ₹ lakhs, unless otherwise stated)

**A. Equity Share Capital**

	As at 31 March 2020	As at 31 March 2019
Balance at the beginning of the year	2,698.18	2,561.76
Changes in equity share capital during the year	-	136.42
Balance at the end of the year	<b>2,698.18</b>	<b>2,698.18</b>

**B. Other Equity**

Particulars	Reserves and Surplus						Other	Total attributable to the owners of the Company	Non- controlling interest	Total		
	General Securities Reserve	General Reserve	Capital Reserve	Impair- ment Reserve	Statutory Reserve	Share capital cancellation reserve					Employee stock option / share purchase outstanding account	Retained Earnings
<b>Balance as at 01 April 2018</b>	9,788.55	40.00	19,535.49	-	1,857.93	59.52	-	63,344.06	9,671.81	104,297.36	6,314.57	110,611.93
Profits for the year	-	-	-	-	-	-	-	2,370.68	-	2,370.68	-	2,370.68
Share based payments to the employees (Refer Note 36)	-	-	-	-	-	-	1,283.05	-	-	1,283.05	-	1,283.05
Exercise of employee stock options (Refer Note 36)	-	-	-	-	-	-	(1,283.05)	-	-	(1,283.05)	-	(1,283.05)
Transferred to statutory reserves	-	-	-	-	360.30	-	-	(360.30)	-	-	-	-
Dividend (refer note 43)	-	-	-	-	-	-	-	(647.98)	-	(647.98)	-	(647.98)
Dividend distribution tax (refer note 43)	-	-	-	-	-	-	-	(133.62)	-	(133.62)	-	(133.62)
<b>Items of other comprehensive income:</b>	-	-	-	-	-	-	-	-	-	-	-	-
- Remeasurement of defined benefit plans	-	-	-	-	-	-	-	(7.66)	-	(7.66)	-	(7.66)
- Net fair value gain on investment in equity and preference instruments through OCI	-	-	-	-	-	-	-	-	(1,097.47)	(1,097.47)	-	(1,097.47)
- Share of OCI in associate	-	-	-	-	-	-	-	-	(1,219.71)	(1,219.71)	-	(1,219.71)
- Tax impact	-	-	-	-	-	-	-	(106.77)	73.48	73.48	(55.27)	73.48
Less: Minority interest	-	-	-	-	-	-	-	-	162.04	55.27	(55.27)	-
Less: Distribution to minority interest	-	-	-	-	-	-	-	-	-	-	(142.63)	(142.63)
Add: Securities premium received during the year	-	1,283.05	-	-	-	-	-	-	-	1,283.05	-	1,283.05
<b>Balance at 31 March 2019</b>	<b>9,788.55</b>	<b>1,323.05</b>	<b>19,535.49</b>	<b>-</b>	<b>2,218.23</b>	<b>59.52</b>	<b>-</b>	<b>64,458.41</b>	<b>7,590.15</b>	<b>104,973.40</b>	<b>6,116.67</b>	<b>111,090.07</b>

**Consolidated Statement of Changes in Equity for the year ended 31 March 2020**

(All amounts in ₹ lakhs, unless otherwise stated)

**B. Other Equity (Contd.)**

Particulars	Reserves and Surplus							Other		Non-controlling interest	Total	
	General Reserve	Securities Premium Reserve	Capital Reserve	Impairment Reserve	Statutory Reserve	Share capital cancellation reserve	Employee stock option / share purchase outstanding account	Retained Earnings	Fair valuation of equity instruments through Other Comprehensive Income			Total attributable to the owners of the Company
Loss for the year	-	-	-	-	-	-	-	(796.66)	-	(796.66)	-	(796.66)
Transferred to statutory reserves	-	-	-	-	156.27	-	-	(156.27)	-	-	-	-
Transferred to impairment reserves (Refer Note 45)	-	-	-	23.28	-	-	-	(23.28)	-	-	-	-
Dividend (Refer Note 43)	-	-	-	-	-	-	-	(674.53)	-	(674.53)	-	(674.53)
Dividend distribution tax (Refer Note 43)	-	-	-	-	-	-	-	(140.21)	-	(140.21)	-	(140.21)
<b>Items of other comprehensive income:</b>												
- Remeasurement of defined benefit plans	-	-	-	-	-	-	-	(2.90)	-	(2.90)	-	(2.90)
- Net fair value gain on investment in equity and preference instruments through OCI	-	-	-	-	-	-	-	(10,740.21)	(10,740.21)	(10,740.21)	-	(10,740.21)
- Share of OCI in associate	-	-	-	-	-	-	-	(1,455.34)	(1,455.34)	(1,455.34)	-	(1,455.34)
- Tax impact	-	-	-	-	-	-	-	0.84	1,228.65	1,229.49	-	1,229.49
Less: Minority interest	-	-	-	-	-	-	-	(24.64)	813.54	788.90	(788.90)	-
Less: Distribution to minority interest	-	-	-	-	-	-	-	-	-	-	(107.04)	(107.04)
<b>Balance at 31 March 2020</b>	<b>9,788.55</b>	<b>1,323.05</b>	<b>19,535.49</b>	<b>23.28</b>	<b>2,374.50</b>	<b>59.52</b>	<b>-</b>	<b>62,640.76</b>	<b>(2,563.21)</b>	<b>93,181.94</b>	<b>5,220.73</b>	<b>98,402.67</b>

Notes 1 - 47 form an integral part of these consolidated financial statements.

This is the Consolidated Statement of Changes in Equity referred to in our Report of even date.

**For Walker Chandiook & Co. LLP**  
**Chartered Accountants**  
**Firm's Regn. No. : 001076N/N500013**

**For and on behalf of the Board of Directors**  
**Kiran Vyapar Limited**

**Manish Gujral**  
 Partner

**Membership No. : 105117**

Place : Mumbai

Date : 15 June, 2020

**L. N. Bangur**  
 Director  
**(DIN : 00012617)**  
 Place : Kolkata

**Shreyash Bangur**  
 Managing Director  
**(DIN : 00012825)**  
 Place : Hyderabad

**Ajay Sonthalia**  
 Chief Financial Officer  
 Place : Kolkata

**Pradip Kumar Ojha**  
 Company Secretary  
 Place : Kolkata

Date : 15 June, 2020

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**1 (a) Group Information**

Kiran Vyapar Limited (“the Holding Company” or “the Parent Company”) is a public limited company domiciled in India and registered under the provisions of the Companies Act, 1956 and is listed on Bombay Stock Exchange & The Calcutta Stock Exchange. The Holding Company is a non-deposit taking Systemically Important Non-Banking Financial Company (“NBFC”) registered with Reserve Bank of India (“the RBI”) and is engaged in the business of giving loans and making investments.

**A. Subsidiaries (including step-down subsidiaries) / Associates/ Joint ventures**

Name of the entity	Principal activities	Country of incorporation	Percentage of interest	
			31-Mar-20	31-Mar-19
<b>Direct subsidiaries</b>				
IOTA Mtech Limited	Investment activities	India	100.00%	100.00%
Samay Industries Limited	Trading	India	82.70%	82.70%
Anantay Greenview Private Limited	Investment activities	India	99.62%	99.62%
Sarvadeva Greenpark Private Limited	Investment activities	India	99.69%	99.69%
Sishiray Greenview Private Limited	Investment activities	India	99.72%	99.72%
Uttaray Greenpark Private Limited	Trading	India	99.62%	99.62%
Satyawatche Greeneries Private Limited	Trading	India	99.62%	99.62%
Magma Realty Private Limited	Real estate	India	99.17%	99.17%
Shree Krishna Agency Limited	NBFC	India	94.89%	94.89%
<b>Step-down subsidiaries</b>				
Amritpay Greenfield Private Limited	Investment activities	India	94.44%	94.44%
Divyay Greeneries Private Limited	Investment activities	India	94.89%	94.89%
Sarvay Greenhub Private Limited	Investment activities	India	94.65%	94.65%
Soul Beauty and Wellness Center LLP	Beauty and wellness	India	57.89%	57.89%
IOTA Mtech Power LLP	Generation of renewable power	India	90.00%	90.00%
Basbey Greenview Private Limited	Investment activities	India	89.79%	89.79%
Sukhday Greenview Private Limited	Investment activities	India	89.01%	89.01%
<b>Associates</b>				
Navjyoti Commodity Management Services Limited	Agri commodity warehousing services	India	38.44%	38.44%
The Kishore Trading Company Limited	Investment activities	India	34.38%	34.38%
Placid Limited	NBFC	India	31.27%	31.27%
LNB Renewable Energy Private Limited	Generation of renewable power	India	29.32%	29.32%

These consolidated financial statements are approved by the Parent Company’s Board of Directors on 15 June 2020.

**(b) Basis of preparation of consolidated financial statements**

These consolidated financial statements has been prepared in accordance with Indian Accounting Standards notified under section 133 of the Companies Act 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time (‘Ind AS’) along with other relevant provisions of the Act; the Master Direction – Non-Banking Financial Company – Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 (‘the NBFC Master Directions’) issued by Reserve Bank of India (RBI) and the regulatory guidance on implementation of Ind AS notified by the RBI vide notification dated 13 March 2020.

The Guidance Note on Division III - Schedule III to the Companies Act, 2013 issued by the Institute of Chartered Accountants of India (“ICAI”) has been followed insofar as they are not inconsistent with any of these Directions.



**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

These consolidated financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these consolidated financial statements.

**(c) Basis of consolidation****Subsidiaries**

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries. Control is achieved when the Parent Company has:

- Controlling power over the investee
- Is exposed or has rights to variable returns from its involvement with the investee, and
- Has the ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Parent Company has less than a majority of the voting or similar rights of an investee, the Parent Company considers all relevant facts and circumstances in assessing whether it has controlling power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Right arising from other contractual arrangements;
- The Company's voting rights and potential voting rights
- The size of the Company's holding of voting rights relative to the size and dispersion of the holdings of the other voting right holders.

The Parent Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Parent Company obtains control over the subsidiary and ceases when the Parent Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Parent Company gains control until the date the Parent Company ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent company, i.e., year ended on 31 March 2020. When the end of the reporting period of the Parent is different from that of a subsidiary, the subsidiary prepares, for consolidation purposes, additional financial information as of the same date as the financial statements of the Parent to enable the Parent to consolidate the financial information of the subsidiary, unless it is impracticable to do so.

**Associates**

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies. The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its associate is accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is not tested for impairment individually.

The Consolidated Statement of Profit and Loss reflects the Group's share of the results of operations of the associate. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate.

If the Group's share of losses of an associate exceeds its interest in that associate (which includes any long-term interest that, in substance, form part of the Group's net investment in the associate), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognized.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss as Share of profit of an associate in the Consolidated Statement of Profit or Loss.

Upon loss of significant influence over an associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in the Statement of Profit or Loss.

### Consolidation procedure:

The consolidated financial statements of the Parent Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intragroup transactions and the unrealised profits/losses, unless cost/revenue cannot be recovered.

Offset (eliminate) the carrying amount of the Parent's investment in each subsidiary and the Parent's portion of equity of each subsidiary.

Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipments, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Parent Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

### (d) Presentation of consolidated financial statements

The Group presents its balance sheet in order of liquidity.

Financial assets and financial liabilities are generally reported gross in the balance sheet. They are only offset and reported net when, in addition to having an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, the parties also intend to settle on a net basis in all of the following circumstances:

- The normal course of business.
- The event of default.
- The event of insolvency or bankruptcy of the Parent Company and/or its counterparties.

### (e) Significant accounting judgements, estimates and assumptions

The preparation of these consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities,

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

and the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

**Business model assessment**

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Group monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

**Fair value of financial instruments**

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility.

**Provisions and other contingent liabilities**

The Group operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration and regulatory investigations and proceedings in the ordinary course of the Group's business. When the Group can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Group records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed. Given the subjectivity and uncertainty of determining the probability and amount of losses, the Group takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

**(f) Application of new accounting pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

**2 Significant accounting policies****2.01 Revenue recognition**

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance found within Ind AS.

The Group recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ in lakhs, unless otherwise stated)

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Group allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation.

### Interest income (Effective interest rate method)

Under Ind AS 109 interest income is recorded using the effective interest rate (EIR) method for all financial instruments measured at amortised cost, debt instrument measured at FVOCI and debt instruments designated at FVTPL. The EIR is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset. The EIR (and therefore, the amortised cost of the asset) is calculated by taking into account any discount or premium on acquisition, fees and costs that are an integral part of the EIR. The Group recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loan. Hence, it recognises the effect of potentially different interest rates charged at various stages, and other characteristics of the product life cycle (including prepayments, penalty interest and charges). If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk. The adjustment is booked as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortised through interest income in the Consolidated Statement of Profit and Loss.

The Group calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. When a financial asset becomes credit-impaired and is, therefore, regarded as 'Stage 3', the Group calculates interest income by applying the effective interest rate to the net amortised cost of the financial asset. If the financial assets cures and is no longer credit-impaired, the Group reverts to calculating interest income on a gross basis. For purchased or originated credit-impaired (POCI) financial assets, the Group calculates interest income by calculating the credit-adjusted EIR and applying that rate to the amortised cost of the asset. The credit-adjusted EIR is the interest rate that, at original recognition, discounts the estimated future cash flows (including credit losses) to the amortised cost of the POCI assets. Interest income on all trading assets and financial assets mandatorily required to be measured at FVTPL is recognised using the contractual interest rate in net gain on fair value changes.

### Dividend income

Dividend income (including from FVTOCI investments) is recognised when the Group's right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably.

### Trading income

Trading income includes all gains and losses from changes in fair value and the related interest income or expense and dividends, for financial assets and financial liabilities held for trading.

### Sale of goods

Revenue from sale of goods is recognized when the Group transfers all significant risks and rewards of ownership to the buyer, while the Group retains neither continuing managerial involvement nor effective control over the goods sold.

### Rendering of services

Revenue from services is recognized over time by measuring progress towards satisfaction of performance obligation for the services rendered.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

**2.02 Financial instruments****Point of recognition**

Financial assets and liabilities, with the exception of loans, debt securities, deposits and borrowings are initially recognised on the trade date, i.e., the date that the Group becomes a party to the contractual provisions of the instrument. This includes regular way trades: purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place. Loans are recognised when funds are transferred to the customers' account. The Group recognises debt securities, deposits and borrowings when funds reach the Group.

**Initial recognition**

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments, as per the principles of the Ind AS. Financial instruments are initially measured at their fair value, except in the case of financial assets and financial liabilities recorded at FVTPL, transaction costs are added to, or subtracted from, this amount. Trade receivables are measured at the transaction price. When the fair value of financial instruments at initial recognition differs from the transaction price, the Group accounts for the same, as mentioned below:

When the transaction price of the instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Group recognises the difference between the transaction price and fair value in net gain on fair value changes. In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in profit or loss when the inputs become observable, or when the instrument is derecognised.

**Subsequent measurement of financial liabilities**

All financial liabilities of the Group are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Consolidated Statement of Profit and Loss.

**Subsequent measurement of financial assets**

For subsequent measurement, the Group classifies a financial asset in accordance with the below criteria:

- i. The Group's business model for managing the financial asset; and
- ii. The contractual cash flow characteristics of the financial asset.

Based on the above criteria, the Group classifies its financial assets into the following categories:

- (a) Financial assets measured at amortized cost
- (b) Financial assets measured at fair value through other comprehensive income (FVTOCI)
- (c) Financial assets measured at fair value through profit or loss (FVTPL)

**(a) Financial assets measured at amortized cost:**

A Financial asset is measured at the amortized cost if both the following conditions are met:

- (i) The Group's business model objective for managing the financial asset is to hold financial assets in order to collect contractual cash flows; and
- (ii) 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.

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ in lakhs, unless otherwise stated)

This category applies to cash and cash equivalents, other bank balances, trade receivables, loans and other financial assets of the Group. Such financial assets are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash receipts are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial asset over the relevant period of the financial asset to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest income over the relevant period of the financial asset. The same is included under other income in the Consolidated Statement of Profit and Loss. The amortized cost of a financial asset is also adjusted for loss allowance, if any.

### (b) Financial assets measured at FVTOCI:

A financial asset is measured at FVTOCI if both of the following conditions are met:

- (i) The Group's business model objective for managing the financial asset is achieved both by collecting contractual cash flows and selling the financial assets; and
- (ii) 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.

This category applies to certain investments in debt and equity instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Consolidated Statement of Profit and Loss under 'Other Comprehensive Income (OCI)'. However, the Group recognizes interest income and impairment losses and its reversals in the Consolidated Statement of Profit and Loss. On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is reclassified from equity to the Consolidated Statement of Profit and Loss, except for instruments which the Group has irrevocably elected to be classified as equity through OCI at initial recognition, when such instruments meet the definition of definition of Equity under Ind AS 32 Financial Instruments: Presentation and they are not held for trading. The Group has made such election on an instrument by instrument basis.

Gains and losses on these equity instruments are never recycled to profit or loss. Dividends are recognised in the statement of profit or loss as dividend income when the right of the payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Equity instruments at FVOCI are not subject to an impairment assessment.

### (c) Financial assets measured at FVTPL:

A financial asset is measured at FVTPL unless it is measured at amortized cost or at FVTOCI as explained above. This is a residual category applied to all other investments of the Group excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Consolidated Statement of Profit and Loss.

### Financial assets held for sale:

The Group classifies financial assets as held for trading when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is evidence of a recent pattern of short-term profit taking. Held-for-trading assets and liabilities are recorded and measured in the balance sheet at fair value. Changes in fair value are recognised in net gain on fair value changes.

Interest and dividend income or expense is recorded in net gain on fair value changes according to the terms of the contract, or when the right to payment has been established. Included in this classification are debt securities, equities, and customer loans that have been acquired principally for the purpose of selling or repurchasing in the near term.

### De-recognition:

#### (a) Financial asset:

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized (i.e. removed from the Group's balance sheet) when any of the following occurs:

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

- i. The contractual rights to cash flows from the financial asset expires;
- ii. The Group transfers its contractual rights to receive cash flows of the financial asset and has substantially transferred all the risks and rewards of ownership of the financial asset. A regular way purchase or sale of financial assets has been derecognised, as applicable, using trade date accounting.
- iii. The Group retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial asset);
- iv. The Group neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Group has neither transferred nor retained substantially all of the risks and rewards of the Financial asset, but retains control of the financial asset, the Group continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Group also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

On de-recognition of a financial asset, (except as mentioned in ii above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Consolidated Statement of Profit and Loss.

**(b) Financial liability:**

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in profit or loss.

**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 for financial assets.

ECL is the weighted-average of difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate, with the respective risks of default occurring as the weights. When estimating the cash flows, the Group is required to consider:

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

**Trade receivables**

In respect of trade receivables, the Group applies the simplified approach of Ind AS 109, which requires measurement of loss allowance at an amount equal to lifetime expected credit losses. Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

**Other financial assets**

In respect of its other financial assets, the Company assesses if the credit risk on those financial assets has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the Company measures the loss allowance at an amount equal to 12-month expected credit losses, else at an amount equal to the lifetime expected credit losses.

When making this assessment, the Group uses the change in the risk of a default occurring over the expected life of the financial asset. To make that assessment, the Group compares the risk of a default occurring on the financial asset as at the balance sheet date with the risk of a default occurring on the

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financial asset as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. The Group assumes that the credit risk on a financial asset has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the balance sheet date.

### Offsetting of financial instruments:

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### 2.03 Fair value measurement

The Group measures its financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

- Level 1 (unadjusted) - Those where the inputs used in the valuation are unadjusted quoted prices from active markets for identical assets or liabilities that the Group has access to at the measurement date. The Group considers markets as active only if there are sufficient trading activities with regards to the volume and liquidity of the identical assets or liabilities and when there are binding and exercisable price quotes available on the balance sheet date.

- Level 2 - Those where the inputs that are used for valuation and are significant, are derived from directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets or liabilities in active markets, quoted prices for identical instruments in inactive markets and observable inputs other than quoted prices such as interest rates and yield curves, implied volatilities, and credit spreads. In addition, adjustments may be required for the condition or location of the asset or the extent to which it relates to items that are comparable to the valued instrument. However, if such adjustments are based on unobservable inputs which are significant to the entire measurement, the Group will classify the instruments as Level 3.

- Level 3 - Those that include one or more unobservable input that is significant to the measurement as whole.

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

### 2.04 Income Taxes

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

#### Current tax

Current tax is the amount of income taxes payable in respect of taxable profit for a period. Taxable profit differs from 'profit before tax' as reported in the Consolidated Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible under the Income tax Act, 1961. Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the



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underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

**Deferred tax**

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit under Income tax Act, 1961.

Deferred tax liabilities are generally recognized for all taxable temporary differences. However, in case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax liabilities are not recognized. Also, for temporary differences if any that may arise from initial recognition of goodwill, deferred tax liabilities are not recognized.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction (other than business combination) that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

The Group has not recognised a deferred tax liability for all taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint arrangements, except to the extent that both of the following conditions are satisfied:

- the parent, investor, joint venture or joint operator is able to control the timing of the reversal of the temporary difference; and
- it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

**Presentation of current and deferred tax:**

Current and deferred tax are recognized as income or an expense in the Consolidated Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income. The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Group has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Group.

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Group will pay normal income tax during the specified period. Further, the MAT credit is not set-off against the deferred tax liabilities, since the Group does not have a legally enforceable right to set-off.

**2.05 Provisions and contingencies**

The Group recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to

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settle such obligation and the amount of such obligation can be reliably estimated. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

### 2.06 Cash and cash equivalents

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash and cheques in hand, bank balances, demand deposits with banks where the original maturity is three months or less and other short term highly liquid investments.

### 2.07 Employee Benefits

#### Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related service. The Group recognizes the undiscounted amount of short-term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

#### Post-employment benefits

##### (i) Defined contribution plans

Defined contribution plans are employee state insurance scheme and Government administered pension fund scheme for all applicable employees.

#### Recognition and measurement of defined contribution plans:

The Group recognizes contribution payable to a defined contribution plan as an expense in the Consolidated Statement of Profit and Loss when the employees render services to the Group during the reporting period. If the contributions payable for services received from employees before the reporting date exceeds the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

##### (ii) Defined benefits plans

#### Gratuity scheme:

Gratuity is a post employment benefit and is a defined benefit plan. The cost of providing defined benefits is determined using the Projected Unit Credit method with actuarial valuations being carried out at each reporting date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, if any. Any defined benefit asset (negative defined benefit obligations resulting from this calculation) is recognized representing the present value of available refunds and reductions in future contributions to the plan.

#### Recognition and measurement of defined benefit plans

All expenses represented by current service cost, past service cost, if any, and net interest on the defined benefit liability / (asset) are recognized in the Consolidated Statement of Profit and Loss. Remeasurements of the net defined benefit liability / (asset) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liability/asset), are recognized in Other Comprehensive Income. Such remeasurements are not reclassified to the Consolidated Statement of Profit and Loss in the subsequent periods.

The Group does not presents the above liability/(asset) as current and non-current in the Balance Sheet as per the principles of Division III financial statements as per the MCA notification dated 11 October 2018.

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**(iii) Other long-term employee benefits:**

Entitlements to compensated absences are recognized as and when they accrue to employees and they are considered to be a financial liability, since the accumulated leaves can be encashed at the end of every year.

**2.08 Lease accounting**

The Group has adopted Ind AS 116 - Leases w.e.f. 1 April 2019, using the modified retrospective method. The Group has applied the standard to its leases with the cumulative impact recognised on the date of initial application i.e., 1 April 2019. Accordingly, previous period information has not been restated.

The Group's lease asset classes primarily consist of leases for land and buildings. The Group assesses whether a contract is or contains a lease, at inception of a contract. A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- (i) the contract involves the use of an identified asset;
- (ii) the Group has substantially all of the economic benefits from use of the asset through the period of the lease; and
- (iii) the Group has the right to direct the use of the asset.

**Recognition and initial measurement**

At lease commencement date, the Group recognises a right-of-use asset ('ROU') and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease (if any), and any lease payments made in advance of the lease commencement date (net of any incentives received).

**Subsequent measurement**

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Parent Company also assesses the right-of-use asset for impairment when such indicators exist.

At lease commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate. Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed payments) and variable payments based on an index or rate. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is re-measured to reflect any reassessment or modification, or if there are changes in the in-substance fixed payments. When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset.

**Presentation**

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in the Consolidated Statement of Profit and Loss on a straight-line basis over the lease term.

**2.09 Borrowing Cost**

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs, if any, directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized, if any. All other borrowing costs are expensed in the period in which they occur.

**2.10 Inventories**

Inventories are stated at the lower of cost and net realisable value. The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present

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location and condition. Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses. Provision for obsolescence and slow moving inventory is made based on management's best estimates of net realisable value of such inventories.

### 2.11 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) of the Group. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Group.

### 2.12 Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

### 2.13 Property, plant and equipment and investment property

#### Measurement at recognition

An item of property, plant and equipment that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, items of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment comprises of its purchase price including import duties and other non-refundable purchase taxes or levies, directly attributable cost of bringing the asset to its working condition for its intended use and the initial estimate of decommissioning, restoration and similar liabilities, if any. Any trade discounts and rebates are deducted in arriving at the purchase price. Cost includes cost of replacing a part of a plant and equipment if the recognition criteria are met. Items such as spare parts, stand-by equipment and servicing equipment that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Costs in nature of repairs and maintenance are recognized in the Consolidated Statement of Profit and Loss as and when incurred.

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

Investment Property consists of freehold land held by the group to earn rentals or capital appreciation. The Group follows cost model for measurement of investment property.

#### Capital work-in-progress and capital advances:

Cost of assets not ready for intended use, as on the balance sheet date, is shown as capital work-in-progress. Advances given towards acquisition of fixed assets outstanding at each balance sheet date are disclosed as other non-financial assets.

#### Depreciation

Depreciation on each part of an item of property, plant and equipment is provided using the written down value method (except in case of two subsidiaries where it is provided on straight line method) based on the useful life of the asset as prescribed in Schedule II to the Act. Depreciation is calculated on a pro-rata basis from the date of installation till date the assets are sold or disposed. Leasehold improvements are amortised over the underlying lease term on a straight line basis. Individual assets costing less than ₹ 5,000 are depreciated in full in the year of acquisition.

#### De-recognition

The carrying amount of an item of property, plant and equipment or investment property is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an item of property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the item and is recognized in the Consolidated Statement of Profit and Loss when the item is derecognized.

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**2.14 Impairment of non-financial assets**

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. 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.

In assessing the 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. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

**2.15 Trade receivables**

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. The Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated for changes in the forward-looking estimates.

**2.16 Share based payments**

The Group has equity-settled share-based remuneration plan for its employees. None of the plans are cash-settled. Where employees are rewarded using share-based payments, the fair value of employees' services is determined indirectly by reference to the fair value of the equity instruments offered. This fair value is appraised at the offer date and excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions).

All share-based remuneration is ultimately recognised as an expense in the Statement of Profit or Loss with a corresponding credit to equity. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of shares expected to vest.

Upon exercise of shares offered, the proceeds received, net of any directly attributable transaction costs, are allocated to share capital up to the nominal (or par) value of the shares issued with any excess being recorded as securities premium.

**2.17 Earnings per equity share**

Basic earnings per equity share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the period. The weighted-average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

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	<b>As at 31 March, 2020</b>	<b>As at 31 March, 2019</b>
<b>3. Cash and cash equivalents</b>		
Cash on hand	4.77	5.35
Balances with banks in current account	853.10	599.64
Balances with banks in dividend accounts	9.27	7.20
Bank deposits with original maturity of 3 months or less	815.45	267.69
	<b>1,682.59</b>	<b>879.88</b>
<b>4. Other bank balances</b>		
Bank deposit with remaining maturity of more than 3 months but less than 12 months	15.85	17.04
Balances with banks in current account (*)	40.69	26.05
	<b>56.54</b>	<b>43.09</b>
(*) Consists of balances in bank accounts controlled by portfolio management service agents.		
<b>5. Receivables</b>		
(i) Trade Receivables		
- Considered good, Unsecured	407.28	421.76
Less: Allowance for expected credit loss [refer note (a) below]	(3.75)	(10.68)
	<b>403.53</b>	<b>411.08</b>
	<b>Year ended 31 March, 2020</b>	<b>Year ended 31 March, 2019</b>
<b>(a) Movement in impairment allowance during the period is as follows:</b>		
Balance at the beginning of the year	10.68	26.11
Less: Provision reversed during the year	(6.93)	(15.43)
Balance at the end of the year	<b>3.75</b>	<b>10.68</b>

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6. Loans	As at 31 March 2020			As at 31 March 2019				
	Amortised Cost	At fair value through profit and loss	Designated at fair value through profit and loss	Total	Amortised Cost	At fair value through profit and loss	Designated at fair value through profit and loss	Total
<b>(A) Loans</b>								
Security deposits	3.85	45.68	-	49.53	2.88	50.86	-	53.74
Loans repayable on demand								
- To related parties (refer note 38)	16,057.22	-	-	16,057.22	20,320.30	-	-	20,320.30
- To others	568.50	-	-	568.50	701.52	-	-	701.52
Term Loans	9,257.99	-	-	9,257.99	-	-	-	-
Interest accrued	349.39	-	-	349.39	56.09	-	-	56.09
<b>Total (A) - Gross</b>	<b>26,236.95</b>	<b>45.68</b>	-	<b>26,282.63</b>	<b>21,080.79</b>	<b>50.86</b>	-	<b>21,131.65</b>
Less: Impairment allowance (refer note (a) below)	(153.15)	-	-	(153.15)	(86.72)	-	-	(86.72)
<b>Total (A) - Net</b>	<b>26,083.80</b>	<b>45.68</b>	-	<b>26,129.48</b>	<b>20,994.07</b>	<b>50.86</b>	-	<b>21,044.93</b>
<b>(B) Security</b>								
Secured by tangible assets	9,562.40	-	-	9,562.40	98.02	-	-	98.02
- Secured by pledge of shares	9,562.40	-	-	9,562.40	98.02	-	-	98.02
Secured by intangible Assets	-	-	-	-	-	-	-	-
Covered by Bank/Government Guarantees	-	-	-	-	-	-	-	-
Unsecured	16,674.55	45.68	-	16,720.23	20,982.77	50.86	-	21,033.63
<b>Total (B) - Gross</b>	<b>26,236.95</b>	<b>45.68</b>	-	<b>26,282.63</b>	<b>21,080.79</b>	<b>50.86</b>	-	<b>21,131.65</b>
Less: Impairment allowance (refer note (a) below)	(153.15)	-	-	(153.15)	(86.72)	-	-	(86.72)
<b>Total (B) - Net</b>	<b>26,083.80</b>	<b>45.68</b>	-	<b>26,129.48</b>	<b>20,994.07</b>	<b>50.86</b>	-	<b>21,044.93</b>
<b>(C) Other details</b>								
<b>(I) Loans in India</b>								
- Public Sector	-	-	-	-	-	-	-	-
- Others	26,236.95	45.68	-	26,282.63	21,080.79	50.86	-	21,131.65
<b>Total (C) (I) - Gross</b>	<b>26,236.95</b>	<b>45.68</b>	-	<b>26,282.63</b>	<b>21,080.79</b>	<b>50.86</b>	-	<b>21,131.65</b>
Less: Impairment allowance (refer note (a) below)	(153.15)	-	-	(153.15)	(86.72)	-	-	(86.72)
<b>Total (C) (I) - Net</b>	<b>26,083.80</b>	<b>45.68</b>	-	<b>26,129.48</b>	<b>20,994.07</b>	<b>50.86</b>	-	<b>21,044.93</b>
<b>(II) Loans outside India</b>								
<b>Total (C) (II) - Gross</b>	-	-	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-	-	-
<b>Total (C) (II) - Net</b>	-	-	-	-	-	-	-	-
<b>Total (C) (I) and (II) - Net</b>	<b>26,083.80</b>	<b>45.68</b>	-	<b>26,129.48</b>	<b>20,994.07</b>	<b>50.86</b>	-	<b>21,044.93</b>





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	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(a) Investments in Mutual funds - Quoted (Measured at FVTPL)</b>					
Goldman Sachs Liquid Exchange Traded Scheme	1,000	5	0.05	4	0.04
HDFC Charity Fund (Growth)	10	1,000,000	100.47	1,000,000	100.08
HDFC Corporate Bond Fund (Growth)	10	1,858,147	425.77	7,387,972	1,537.47
HDFC Equity Fund (Growth) (*)	10	49,359	225.93	90,646	617.49
HDFC Floating Rate Debt Fund - (Growth)	10	645,380	226.62	55,196	17.94
HDFC Floating Rate Income Fund - Short term Plan - (Growth)	10	-	-	1,249,717	406.18
HDFC Floating Rate Income Fund - Short Term Plan (Dividend)	10	65,515	6.60	91,296	9.20
HDFC Low Duration Fund - Retail - Regular Plan - (Daily Dividend)	10	30,381	3.09	28,949	2.94
HDFC Medium Term Opportunities Fund (Growth)	10	-	-	176,646	36.76
HDFC Small Cap Fund - Regular Plan (Growth) (*)	10	4,574,588	625.99	2,408,470	1,075.12
HDFC Top 100 Regular Fund (Dividend) (*)	10	2,104,733	612.65	-	-
HDFC Top 100 Fund (Growth)	10	-	-	46,353	233.02
ICICI Prudential Multi Asset Fund (Dividend)	10	-	-	3,555,741	750.07
IDFC Money Manager Fund - Treasury Plan (Growth)	10	-	-	202,838	58.42
IDFC Money Manager Fund - Treasury Plan - Growth (Regular Plan)	10	175,682	53.65	139,673	40.23
IDFC Premier Equity Fund (Growth)	10	138,172	99.30	138,172	129.69
JM Large Cap Fund - Dividend Option	10	6,013,470	701.68	-	-
Kotak Emerging Equity Scheme (Growth) (*)	10	-	-	983,782	382.72
Motilal Oswal Most Focused Midcap 30 Fund (Growth) (*)	10	4,503,933	866.38	4,503,933	1,143.10
Motilal Oswal Most Focused Multicap 35 (Growth) (*)	10	4,309,003	839.68	4,309,003	1,119.48
			<b>4,787.86</b>		<b>7,659.95</b>
(*) Pledged against borrowings					
<b>Investments through portfolio managers: (Measured at FVTPL)</b>					
HDFC Liquid Fund - (Dividend)	1,000	973	38.02	352	3.59
ICICI Prudential Money Market Fund - (Dividend)	100	15,152	15.15	128,917	129.22
Aditya Birla Sunlife Liquid Fund - (Growth)	100	-	-	7,423	22.19
			<b>53.17</b>		<b>155.00</b>
<b>Total investments in mutual funds</b>			<b>4,841.03</b>		<b>7,814.95</b>
<b>(b) Investment in Government Securities</b>					
<b>Bonds, quoted (Measured at amortised cost)</b>					
8.20 % NHAI Tax Free Bonds (#)	1,000	-	-	230	2.43
			-		<b>2.43</b>
(#) Pledged against borrowings until 27 August 2018.					
<b>Total investment in Government securities</b>			-		<b>2.43</b>
<b>(c) Investment in other approved securities</b>					
<b>Venture capital funds, unquoted (Measured at FVTPL)</b>					
Ask Real Estate Opportunity Fund - II	100,000	5,000	6,624.56	3,500	4,418.25
Anthill Early Stage Fund	100,000	100	93.03	50	47.05
BPEA Credit India Fund - II	100	465,000	474.30	305,000	312.17
Baring Private Equity India	100,000	200	229.93	150	171.70

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(c) Investment in other approved securities (Contd.)</b>					
<b>Venture capital funds, unquoted (Contd.)</b>					
(Measured at FVTPL) (Contd.)					
Chiratae Trust Class A1 and A2	100,000	1,319	2,106.82	990	1,436.75
Chiratae Ventures India Fund IV	100,000	1,085	1,052.20	-	-
Contrarian Vridhi Fund	10,000	337	90.17	500	73.75
Grand Anicut Fund - I	1,000	100,000	1,000.00	100,000	995.95
India Quotient Investment Fund	95,194	600	369.54	570	406.58
India Realty Excellence Fund - III	100	495,726	600.55	451,162	502.60
KAE Capital Fund - II	100,000	258	510.19	300	334.92
Kotak India Whizdom Fund	10	5,000,000	402.77	5,000,000	553.05
Malabar Value Fund	100	257,625	184.13	257,625	299.30
Pandara Trust Scheme - I (Class A, Series 2)	100,000	379	672.75	393	630.72
SBI FM Special Situation Fund	250	5,000	126.35		
Sixth Sense India Opportunities - II	1,000	50,000	599.41	20,000	216.39
Trifecta Venture Debt Fund - I	100	491,413	527.27	457,513	520.41
TVS Shriram Growth Fund - III	100	33,000	330.00	5,000	23.52
Zodius Technology Fund	10	3,791,712	379.17	4,245,543	571.60
Zodius Technology Opportunities Fund	10	2,783,359	278.34	2,866,156	289.56
Yournest India VC Fund - II	10,000	800	83.48	700	69.23
<b>Total investment in Other approved securities</b>			<b>16,734.96</b>		<b>11,873.50</b>
<b>(d) Investment in Debt securities</b>					
<b>Non-convertible debentures, unquoted</b>					
(Measured at amortised cost)					
Best View Infracon Limited	100,000	60	600.00	83	830.00
			<b>600.00</b>		<b>830.00</b>
<b>Compulsorily convertible debentures, quoted</b>					
(Measured at FVTOCI)					
Piramal Enterprises Limited	100,000	-	-	2,325	2,650.50
			-		<b>2,650.50</b>
<b>Investments through portfolio managers:</b>					
<b>Compulsory convertible debentures, unquoted</b>					
(Measured at FVTOCI)					
Hero Electric Vehicles Private Limited	10	26,709	47.37	26,709	47.37
SHR Lifestyle Private Limited	10	1,867	42.18	-	-
			<b>89.55</b>		<b>47.37</b>
<b>Total investment in debt securities</b>			<b>689.55</b>		<b>3,527.87</b>
<b>Measured at amortised cost</b>			<b>600.00</b>		<b>830.00</b>
<b>Measured at FVTOCI</b>			<b>89.55</b>		<b>2,697.87</b>
<b>(e) Investment in Equity instruments</b>					
<b>Unquoted (Non-trade, measured at FVTOCI)</b>					
Apurva Export Private Limited	10	50,000	420.18	50,000	524.83
Bengal Coal Co. Limited	100	150	-	150	-
Chakrine Greenfield Private Limited	10	1,500	0.02	1,500	0.02

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(e) Investment in Equity instruments (Contd.)</b>					
<b>Unquoted (Non-trade, measured at FVTOCI) (Contd.)</b>					
Dishay Greenhub Private Limited	10	1,600	0.02	1,600	0.02
Gold Square Sales India Private Limited	10	10	-	10	-
Hind Cycle Limited	100	50	-	50	-
Hindustan Mercantile Bank Limited	100	5	-	5	-
Hope Metal Industries (I) Limited	10	640	-	640	-
Indian Standard Wagon Co. Limited	10	425	-	425	-
Kapilay Greeneries Private Limited	10	1,700	2.49	1,700	2.05
M.B. Commercial Co. Limited	10	37,000	1,381.12	37,000	908.26
Maharaja Shree Umaid Mills Limited	10	504,400	158.38	504,400	182.59
Megna Mills Limited	10	3,500	-	3,500	-
Momark Services Private Limited	10	-	-	100	0.16
Mysore Silk Filatures Limited	10	200	-	200	-
Nazara Technologies Limited	4	66,200	481.94	66,200	481.94
Punjab Sugar Mills Limited	100	15	-	15	-
Shree Godawari Boards Private Limited	100	275	-	275	-
Suryoday Small Finance Bank Limited	10	1,164,569	3,027.88	1,637,013	3,846.98
The Catholic Syrian Bank Limited	10	-	-	344,079	602.14
The Swadeshi Cotton Mills Co. Limited	10	900	-	900	-
Union Jute Co. Limited	100	50	-	50	-
Virochanaye Greenfield Private Limited	10	1,900	0.02	1,900	0.02
Walford Transport Limited	1	18,000	-	18,000	-
Winsome Park Private Limited	10	812,000	74.46		
			<b>5,546.51</b>		<b>6,549.01</b>
<b>Unquoted</b>					
(Held for sale, measured at FVTPL)					
Suryoday Small Finance Bank Limited	10	-	-	555,556	1,305.56
The Catholic Syrian Bank Limited	10	-	-	1,397,617	2,445.83
			-		<b>3,751.39</b>
			<b>5,546.51</b>		<b>10,300.40</b>
<b>Quoted (Non-trade, measured at FVTOCI)</b>					
20 Microns Limited	5	70,000	17.99	70,000	26.71
3M India Limited	10	917	172.65	1,157	278.47
Aarti Industries Limited	5	13,250	101.59	3,425	53.88
Aarti Surfactants Limited	5	342	-	-	-
ACE Laboratories Limited	10	1,771	-	1,771	-
Aditya Birla Capital Limited	10	60,000	25.32	60,000	58.59
Aegis Logistics Limited	1	52,200	72.79	16,490	33.47
Akash Optifibre Limited	5	150,000	4.62	150,000	28.28
Akzo Nobel India Limited	10	13,480	297.77	19,582	350.18
Amara Raja Batteries Limited	1	5,810	27.77	5,810	41.77
Ambika Cotton Mill Limited	10	1,000	5.30	1,000	11.15
Ambuja Cements Limited	2	13,000	20.24	13,000	30.56
APS Star Ind. Limited	10	51	-	51	-
Apollo Hospitals Enterprises Limited	5	200	2.22	-	-

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(e) Investment in Equity instruments (Contd.)</b>					
<b>Quoted (Non-trade, measured at FVTOCI) (Contd.)</b>					
Arvind Fashions Limited	4	10,780	15.80	10,780	112.83
Arvind Limited	10	53,900	10.59	53,900	48.94
Ashok Leyland Limited					
(Number of shares pledged against borrowings: 186,500; P.Y. : Nil)	1	327,500	140.99	327,500	299.00
Bajaj Electricals Limited	2	50,649	135.46	87,094	486.74
Bajaj Finserv Limited (Number of shares pledged against borrowings: 580; Previous year : Nil)	5	1,180	54.18	-	-
Balkrishna Industries Limited	2	16,750	132.60	16,750	166.59
Bandhan Bank Limited	10	5,000	10.18	5,000	26.25
Bankura Damodar River Railway & Holding Co. Limited	10	125	-	125	-
Bharat Electronics Limited	1	9,900	7.36	9,900	9.24
BLS International Services Limited	1	61,000	17.78	61,000	69.78
Bosch Limited	10	400	37.64	400	72.66
Can Fin Homes Limited	2	35,250	98.37	35,250	122.86
Century Plyboards Limited	1	173,445	192.45	170,236	353.75
Century Textiles & Industries Limited	10	14,000	41.45	14,129	131.76
Coal India Limited	10	30,000	42.00	30,000	71.04
Container Corporation of India Limited	5	51,800	171.79	52,312	274.45
Daewoo Motors Limited	10	2,000	-	2,000	-
Dalmia Bharat Limited	2	78,300	384.14	-	-
Digicontent Limited	2	12,500	0.53	-	-
Dilip Buildcon Limited	10	52,900	111.65	52,800	339.74
Dr. Lal Pathlabs Limited	10	10,000	0.42	-	-
Dynasty Walford Limited	1	18,000	-	18,000	-
Emami Limited	1	52,888	89.89	-	-
Everest Kanto Cylinder Limited	2	106,000	11.50	106,000	28.68
Excel Industries Limited	5	-	-	1,450	52.79
Expleo Solutions Limited	10	17,367	24.93	17,364	88.00
Finolex Cables Limited	2	21,100	42.99	21,078	100.62
Foseco India Limited	10	1,000	9.17	1,000	13.50
Fusion Polymers Limited	10	800	-	800	-
Future Lifestyle Limited	2	14,677	17.33	14,677	71.29
GEE Limited	2	45,000	10.49	45,000	15.75
Gillette India Limited	10	2,125	116.24	2,125	139.50
GSK Consumers Limited	10	1,870	186.52	-	-
Glenmark Pharmaceutical	1	15,000	30.91	10,000	64.56
Godrej Industries Limited	1	27,009	76.57	27,009	144.78
Granuels India Limited	1	50,000	71.80	50,000	57.15
Gujarat Narmada Valley Fertilizers & Chemicals Limited	10	37,100	42.55	37,100	113.86
Gujarat Steel Tubes Limited	10	30	-	30	-
Havells India Limited	1	15,000	71.98	15,000	115.65
HCL Technologies Limited	2	1,000	4.37	-	-
HDFC Bank Limited (Number of shares pledged against borrowings: 18,300; Previous year: Nil)	2	19,900	171.52	7,950	184.16

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(e) Investment in Equity instruments (Contd.)</b>					
<b>Quoted (Non-trade, measured at FVTOCI) (Contd.)</b>					
HDFC Limited	2	8,273	135.11	8,273	162.75
HDFC AMC Limited	5	5,225	110.38	-	-
HEG Limited	10	50	0.24	50	1.05
Hester Biosciences Limited	10	2,725	25.08	-	-
Himatsingka Seide Limited	5	40,400	24.06	40,400	88.14
Honeywell Automation India Limited	10	595	154.05	-	-
HT Media Limited	2	144,428	14.44	90,000	40.37
Huhtamaki PPL Limited	2	26,409	51.66	16,032	31.54
Hyderabad Industries Limited	10	290	1.83	290	5.36
Hyderabad Lamps Limited	10	1,900	-	1,900	-
Idea Cellular Limited	10	1,123	2.09	-	-
Igarashi Motors India Limited	10	29,833	55.05	30,965	108.36
Incab Industries Limited	10	4,100	-	4,100	-
Indian Energy Exchange Limited	10	75,000	95.96	1,962,081	3,225.66
Indo Count Industries Limited	2	525	0.12	525	0.25
Indoco Remedies Limited	2	5,000	10.47	5,000	10.14
Ineos Styrolution India	10	1,500	7.70	3,000	15.72
ISPL Industries Limited	10	1,000	-	1,000	-
ITC Limited	1	33,398	57.34	33,490	99.36
J.K. Cement Limited (Number of shares pledged against borrowings: 23,900; Previous year: Nil)	10	39,604	370.52	52,735	454.07
J.K.Cotton Spinning & Weaving Mills Limited	10	200	-	200	-
JK Paper Limited	10	-	-	146,500	209.35
JK Tyre & Industries Limited	2	125,000	51.00	83,000	76.15
JSW Steel Limited	1	44,680	65.34	44,680	130.84
Kaveri Seeds Company Limited	2	4,776	16.28	5,000	22.96
Kesar Petro Products Limited	1	9	-	9	-
Kesoram Textiles Limited	2	3,400	0.62	3,400	2.36
Kiran Vyapar Limited	10	302,400	0.53	302,400	0.53
Kotak Mahindra Bank Limited	5	3,775	48.93	3,775	50.42
KSB Pumps Limited	10	3,000	12.73	3,000	20.64
Larsen & Toubro Finance Holding Limited	10	182,300	93.52	182,300	277.92
Larsen & Toubro Limited (Number of shares pledged against borrowings: 18,255; Previous year: Nil)	2	42,099	340.37	46,099	638.03
Lasa Supergeneric Limited	10	15,000	4.26	15,000	3.46
LG Balakrishnan & Brothers Limited	10	47,240	76.84	47,140	181.94
Lumax Industries	10	9,904	85.92	9,904	180.12
Lupin Limited	2	21,500	126.79	31,600	233.56
Mangalore Chemical Fertilizers Limited	10	89,440	21.69	160,110	65.80
Marico Limited	1	4,000	10.99	4,000	13.81
Maruti Suzuki India Limited	5	3,760	161.24	3,760	250.86
Mayur Uniquoters Limited	5	16,972	25.44	16,972	59.50
MMP Industries Limited	10	315,900	184.96	207,600	383.13
Mohota Industries Limited	10	560,000	23.80	560,034	197.69

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(e) Investment in Equity instruments (Contd.)</b>					
<b>Quoted (Non-trade, measured at FVTOCI) (Contd.)</b>					
Motherson Sumi Systems Limited	1	252,810	154.34	252,810	377.32
MRF Limited	10	150	87.25	150	86.98
Nagarjuna Oil Refinery Limited	1	750	0.01	750	0.01
Natco Pharma Limited	2	7,000	35.43	7,000	40.01
Navneet Education Limited	2	52,000	33.57	-	-
NBCC (India) Limited	2	468,260	76.35	468,180	310.41
NHPC Limited	10	125,000	24.94	125,000	30.94
Nippon Life India Asset Management Limited	10	12,500	31.15	-	-
NMDC Limited	1	30,000	24.00	30,000	31.25
OCL India Limited	2	7,500	36.80	68,300	676.07
Omkar Speciality Chemicals Limited	10	15,000	0.35	15,000	2.38
On Mobile Global Limited	10	185,000	26.18	185,000	77.61
Orient Refractories Limited	1	128,801	150.76	128,801	305.64
Parag Milk Foods Limited	10	41,856	26.73	-	-
PI Industries Limited	1	-	-	24,406	251.70
Piramal Enterprises Limited (Number of shares pledged against borrowings: 13,000; Previous year: Nil)	2	54,250	509.68	33,972	935.83
Port Shipping Co. Limited	10	37,500	-	37,500	-
PPAP Automotive Limited	10	10,000	14.30	5,000	14.34
Premier Cable Co. Limited	10	500	-	500	-
Presidency Export & Industries Limited	5	45	-	45	-
Punjab National Bank Limited	2	104,100	33.68	-	-
Rain Industries Limited	2	72,000	40.21	72,472	74.28
Rane Brake Lining Limited	10	23,155	80.64	23,155	139.17
RBL Bank Limited	10	11,000	14.92	5,000	34.07
Reliance Industries Limited (Number of shares pledged against borrowings: 4,000; Previous year: Nil)	10	10,550	117.46	23,400	318.96
Richmen Silk Limited	10	1,000	-	1,000	-
Sadbhav Engineering Limited	1	62,075	16.82	62,075	154.66
Safari Industries Limited	2	28,000	112.43	28,000	202.87
Saint-Gobain Sekurit Limited	10	22,692	7.00	22,692	13.20
Sequent Scientific Limited	2	60,000	46.68	-	-
Shree Synthetics Limited	10	15	-	15	-
Sijua (Jherriah) Electric Supply Co. Limited	10	133	-	133	-
Sintex Industries Limited	1	19,500	0.12	19,500	1.65
Sintex Plastics Technology Limited	1	19,500	0.13	19,500	3.90
Siyaram Silk Mills Limited	2	15,755	23.22	15,755	70.18
Spentex Industries Limited	10	100	-	100	-
State Bank of India Limited	1	26,235	51.64	26,235	84.16
Steel Authority of India Limited	10	376,700	86.83	376,600	202.23
Sterlite Technologies Limited	2	226,550	144.54	226,380	494.87
Subros Limited	2	15,000	19.61	15,000	40.16
Sukhjit Starch & Chemicals Limited	10	1,320	1.76	660	1.69
Sumitomo Chemical India Limited	10	36,974	68.29	-	-

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(e) Investment in Equity instruments (Contd.)</b>					
<b>Quoted (Non-trade, measured at FVTOCI) (Contd.)</b>					
Sun Pharmaceuticals Industries Limited	1	30,480	107.37	30,480	146.07
Sun TV Network Limited	5	10,570	30.22	-	-
Supreme Industries Limited	2	7,500	65.15	7,500	83.54
Suven Life Sciences Limited	1	8,000	1.71	15,000	39.14
Suven Pharma Limited	1	7,500	16.12	-	-
Swetha Engineering Limited	10	22,700	-	22,700	-
Tata Global Beverages Limited	1	-	-	99,850	202.84
The Catholic Syrian Bank Limited	10	344,079	406.19	-	-
The Jammu and Kashmir Bank Limited	1	234,335	29.17	94,335	50.71
The Peria Karamalai Tea & Produce Co. Limited	20	523,670	358.71	523,670	897.57
Titan Company Limited (Number of shares pledged against borrowings: 10,300; Previous year: Nil)	1	31,850	297.38	21,550	245.13
TRF Limited	10	105	0.05	105	0.12
Triveni Turbine Limited	1	50,000	29.25	50,000	53.70
Ultratech Cement Limited	10	1,766	57.30	-	-
Unichem Laboratories Limited	2	15,000	22.70	15,000	29.19
Uniply Industries Limited	2	145,000	6.60	145,000	57.13
Universal Office Automation Limited	10	1,000	0.01	1,000	0.01
VA Tech Wabag Limited	2	103,002	84.82	103,002	341.61
Vardhman Textiles Limited	10	16,573	103.59	13,000	140.24
Varun Beverages Limited	10	34,718	183.84	15,189	131.40
VRL Logistics Limited	10	76,600	118.16	76,600	216.21
West Coast Paper Mills Limited	2	-	-	47,976	128.89
ZEE Entertainment Enterprises Limited	1	26,000	32.23	-	-
Zuari Agro Chemicals Limited	10	25,000	15.51	12,000	22.76
			<b>9,863.65</b>		<b>19,693.62</b>
<b>Investments through portfolio managers:</b>					
<b>Quoted (Measured at FVTOCI)</b>					
3M India Limited	10	398	75.28	466	113.06
A I A Engineering Limited	2	-	-	604	10.85
Aarti Drugs Limited	10	4,043	20.31	4,096	26.10
Aarti Industries Limited	5	12,421	95.21	7,027	110.86
Aavas Financiaris Limited	10	3,341	39.60	-	-
Arti Surfactants Limited	5	855	0.80	-	-
Aegis Logistics Limited	1	65,671	91.58	67,956	138.09
AIA Engineering Limited	2	3,244	45.20	2,487	44.67
Amber Enterprises India Limited	10	1,205	14.83	-	-
Apl Apollo Tubes Limited	10	4,670	58.22	3,072	44.29
Apollo Tricoat Tubes Limited	2	7,423	20.21	-	-
Aptech Limited	10	3,487	2.91	2,561	4.55
Arvind Fashions Limited	4	1,389	2.04	4,536	47.32
Arvind Limited	10	3,468	0.68	2,620	2.38
Ashiana Housing Limited	5	-	-	4,319	5.02
Ashok Leyland Limited	1	-	-	48,478	44.26

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(e) Investment in Equity instruments (Contd.)</b>					
<b>Investments through portfolio managers (Contd.)</b>					
<b>Quoted (Measured at FVTOCI) (Contd.)</b>					
Asian Paints Limited	1	10,203	170.05	11,338	169.15
Astral Poly Technik Limited	1	12,575	116.25	11,308	130.98
AU Small Finance Bank Limited	10	21,854	111.10	5,155	30.70
Aurobindo Pharma Limited	1	2,101	8.68	1,084	8.50
Avenue Supermarts Limited	10	1,755	38.62	-	-
Axis Bank Limited	2	14,088	53.39	4,806	37.35
Bajaj Electricals Limited	2	23,675	63.56	21,326	119.02
Bajaj Finance Limited	2	9,870	218.72	14,030	424.41
Bajaj Finserv Limited	5	4,474	205.35	5,695	400.76
Balaji Amines Limited	2	3,137	7.89	-	-
Balkrishna Industries Limited	2	6,941	54.95	15,016	149.49
Balrampur Chini Mills Limited	1	-	-	25,292	34.68
Bandhan Bank Limited	10	1,300	2.65	-	-
Bank of Baroda Limited	2	7,287	3.90	7,000	9.01
Berger Paints Limited	1	20,687	102.90	-	-
Bharat Forge Limited	2	4,016	9.44	10,168	52.10
Bharat Petroleum Corporation Limited	10	8,406	26.64	19,040	75.69
Bharti Airtel Limited	5	1,617	7.13	19,549	65.10
Bombay Burmah Trading Corporation Limited	2	925	6.78	555	7.21
Britannia Industries Limited	2	9,666	259.98	9,248	285.03
BSE Limited	2	823	2.44	447	2.73
Canfin Homes Limited	2	3,320	9.26	1,150	4.01
Century Textiles Industries Limited	10	4,700	13.92	-	-
Chaman Lal Setia Exports Limited	2	20,827	7.16	20,827	17.54
Chambal Fertilizers Chemicals Limited	10	7,581	8.22	23,392	39.07
Cholamandalam Financial Holdings Limited	1	2,950	8.56	2,950	14.35
Cholamandalam Investment & Finance Co Limited	2	52,155	79.77	10,431	150.99
Coal India Limited	10	-	-	10,875	25.80
Coromandel International Limited	1	2,077	11.34	9,772	49.59
Crompton Greaves Consumer Electricals Limited	2	16,575	34.61	12,975	29.48
Dabur India Limited	1	60,635	273.01	39,710	162.43
Dalmia Bharat Limited	2	16,803	82.37	-	-
DCB Bank Limited	10	-	-	38,560	78.93
Deepak Nitrate Limited	2	6,997	26.94	-	-
DFM Foods Limited	2	1,325	2.31	-	-
Divis Laboratories Limited	2	8,667	172.26	7,042	119.94
Dollar Industries Limited	2	1,175	1.29	1,175	3.37
Dr Reddys Laboratories Limited	5	1,145	35.73	-	-
Edelweiss Financial Services Limited	1	25,971	9.97	-	-
Eicher Motors Limited	10	90	11.79	1,009	207.33
Endurance Technologies Limited	10	439	2.64	422	4.90
Equitas Holdings Limited	10	3,324	1.42	5,575	7.63
Escorts Limited	10	1,953	12.94	5,591	44.51



**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(e) Investment in Equity instruments (Contd.)</b>					
<b>Investments through portfolio managers (Contd.)</b>					
<b>Quoted (Measured at FVTOCI) (Contd.)</b>					
Exide Industries Limited	1	2,084	2.74	4,025	8.80
Fine Organic Limited	5	490	9.34	-	-
Five Core Electronics Limited	10	3,734	-	3,734	1.47
GE Power India Limited	10	2,188	10.39	-	-
Glaxo Smithkline Pharmaceuticals Limited	10	1,461	18.37	-	-
Godrej Properties Limited	5	2,514	15.17	-	-
Garware Technical Fibres Limited	10	2,345	25.19	2,345	26.53
Greaves Cotton Limited	2	5,401	3.76	4,688	6.53
Gruh Finance Limited	2	-	-	37,112	102.43
Gujarat Ambuja Exports Limited	2	6,789	7.11	5,389	11.84
Gulf Oil Lubricants India Limited	2	-	-	2,154	18.13
Havells India Limited	1	48,373	232.17	43,065	332.68
HDFC Bank Limited	2	28,933	252.84	16,520	383.07
HDFC Standard Life Insurance Company Limited	10	17,704	78.14	21,075	79.77
Hemisphere Properties India Limited	10	2,515	4.20	-	-
Heritage Foods Limited	5	1,745	3.71	-	-
Hero Motocorp Limited	2	-	-	922	23.54
Hester BioScience Limited	10	1,008	9.28	-	-
Himadri Speciality Chemical Limited	1	28,900	8.51	28,900	33.61
Honda Siel Power Products Limited	10	666	5.60	845	9.20
Hindustan Unilever Limited	1	5,211	119.76	-	-
Honeywell Automation India Limited	10	273	70.85	-	-
ICICI Bank Limited	2	50,790	164.45	41,161	164.85
ICICI Lombard General Insurance Company Limited	10	15,875	171.35	14,219	146.92
ICICI Securities Limited	5	2,492	6.89	1,125	2.72
Indiamart InterMesh Limited	10	200	3.87	-	-
Indian Energy Exchange Limited	1	7,465	9.55	7,750	12.79
Indusind Bank Limited	10	3,668	12.89	17,205	306.27
Interglobe Aviation Limited	10	-	-	1,809	25.84
Intrasoft Technologies Limited	10	2,012	0.42	1,561	2.04
Infosys Limited	5	6,036	38.72	-	-
IPCA Lab Limited	2	3,277	45.62	3,604	35.39
ITC Limited	1	14,367	24.67	11,345	33.72
Jindal Steel Power Limited	1	5,332	4.38	-	-
Jubilant Foodworks Limited	10	1,065	15.67	1,798	25.96
J S W Energy Limited	10	18,075	7.72	15,740	11.43
Kajaria Ceramics Limited	1	1,831	6.89	2,083	12.30
Kansai Nerolac Paints Limited	1	-	-	19,893	91.21
Kaveri Seed Company Limited	2	2,816	9.63	28,650	131.64
Kei Industries Limited	2	4,908	13.17	2,601	11.07
Kotak Mahindra Bank Limited	5	15,061	195.23	17,368	231.78
Kpit Technologies Limited	10	5,116	1.80	16,325	14.32
KSB Pumps Limited	10	1,581	6.72	1,581	10.87

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(e) Investment in Equity instruments (Contd.)</b>					
<b>Investments through portfolio managers (Contd.)</b>					
<b>Quoted (Measured at FVTOCI) (Contd.)</b>					
La Opala RG Limited	2	903	1.33	3,083	6.69
Larsen & Toubro Limited	2	3,632	29.36	4,651	64.43
Larsen & Toubro Finance Limited	10	6,623	15.58	-	-
LIC Housing Finance Limited	2	884	18.13	-	-
Maharashtra Scooters Limited	10	5,466	19.23	-	-
Maithan Alloys Limited	10	46,884	44.42	-	-
Manappuram Finance Limited	2	547	23.46	-	-
Marico Limited	1	4,300	11.82	2,125	7.37
Maruti Suzuki India Limited	5	17,931	68.96	1,844	123.04
Max Financial Services Limited	2	17,659	42.21	-	-
Mayur Uniquoters Limited	5	4,425	6.63	4,425	15.34
Minda Industries Limited	2	-	-	22,411	73.21
Motherson Sumi Systems Limited	1	212	123.47	43,221	64.51
MRF Limited	10	3,094	27.62	219	127.15
Muthoot Finance Limited	10	11,460	93.92	7,475	46.02
Nagarjuna Construction Co. Limited	1	11,360	2.13	11,241	12.69
Navin Fluorine International Limited	2	3,964	154.59	5,125	36.26
NBCC (India) Limited	1	1,090	184.51	-	-
Nestle India Limited	10	4,801	12.41	471	51.78
OCL India Limited	1	-	-	15,267	151.14
Page Industries Limited	10	52	8.80	1,061	264.92
PC Jeweller Limited	10	8,753	17.48	-	-
Petronet LNG Limited	10	24,576	178.00	15,834	39.83
P I Industries Limited	1	12,433	166.76	15,704	161.96
Pidilite Industries Limited	1	1,940	14.40	11,409	141.74
Polycab India Limited	10	2,567	8.34	-	-
Power Mech Projects Limited	10	2,008	6.50	2,008	18.71
Procter and Gamble Hygiene and Healthcare Limited	10	2,597	12.07	866	93.82
Quess Corp Limited	10	1,449	90.45	3,005	22.44
Radico Khaitan Limited	2	2,601	6.98	2,260	8.93
Ramkrishna Forgings Limited	10	1,623	2.48	1,623	8.52
Relaxo Footwears Limited	1	993	5.95	1,000	7.71
Repro India Limited	10	918	3.00	705	4.17
Sanofi India Limited	10	14,365	11.18	-	-
Sequent Scientific Limited	2	565	99.30	-	-
S R F Limited	10	326	9.07	500	12.02
SBI Life Insurance Company Limited	10	19,694	18.86	12,450	72.58
Shakti Pumps India Limited	10	-	-	2,660	10.52
Sheela Foam Limited	5	1,545	19.87	695	8.75
Shree Cement Limited	10	38	6.68	312	58.14
Sonata Software Limited	1	3,200	5.25	-	-
State Bank of India Limited	1	10,968	70.30	-	-
Sterling & Wilson Solar Limited	1	2,794	2.15	-	-

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(e) Investment in Equity instruments (Contd.)</b>					
<b>Investments through portfolio managers (Contd.)</b>					
<b>Quoted (Measured at FVTOCI) (Contd.)</b>					
Sterlite Technologies Limited	2	1,810	4.66	-	-
Sudarshan Chemical Industries Limited	2	-	-	4,042	13.90
Sun Pharmaceuticals Industries Limited	10	13,856	39.62	-	-
Sun TV Network Limited	5	4,360	4.91	13,856	87.03
Supreme Industries Limited	2	-	-	7,036	55.81
Suven Pharmaceuticals Limited	1	7,070	14.21	-	-
Symphony Limited	2	535	4.17	350	4.83
Syngene International Limited	10	3,614	8.68	1,807	10.76
Tata Communications Limited	10	3,398	7.92	2,054	12.59
Tata Consultancy Services Limited	1	1,068	5.84	2,788	78.62
Tata Power Co Limited	1	-	-	8,564	6.32
TCI Express Limited	2	3,556	24.05	1,175	8.77
Tech Mahindra Limited	5	15,701	146.57	2,932	22.75
The Anup Engineering Limited	10	-	-	97	0.54
Thermax Limited	2	-	-	3,049	29.62
Thyrocare Technologies Limited	10	-	-	828	4.42
Titan Company Limited	1	16,146	22.04	1,852	21.09
TTK Prestige Limited	10	86	4.18	55	4.80
Tourism Finance Corporation of India Limited	10	5,167	14.15	-	-
Tube Investment India Limited	1	24,379	79.60	-	-
United Spirits Limited	2	14,086	73.47	650	3.60
UPL Limited	2	-	-	17,505	167.85
Va Tech Wabag Limited	2	3,599	2.96	3,599	11.84
VIP Industries Limited	2	7,030	16.88	2,125	10.27
Xelpmoc Design and Tech Limited	10	2,268	1.12	2,268	1.51
Zee Entertainment Enterprises Limited	1	2,603	33.82	18,464	82.26
Zydus Wellness Limited	10	-	-	2,603	33.95
			<b>6,512.07</b>		<b>8,249.47</b>
<b>Unquoted (Measured at FVTOCI)</b>					
Foodlink Services India Private Limited	100	7,466	242.57	7,466	240.85
Foodlink F&B Holding India Private Limited	10	52	0.01	-	-
SHR Lifestyle Private Limited	10	814	18.39	-	-
			<b>260.97</b>		<b>240.85</b>
<b>Total Investment in Equity instruments</b>			<b>22,183.20</b>		<b>38,484.34</b>
<b>Measured at FVTOCI</b>			<b>22,183.20</b>		<b>34,732.95</b>
<b>Measured at FVTPL</b>			<b>-</b>		<b>3,751.39</b>
<b>(f) Investment in associates</b>					
<b>Equity instruments, unquoted</b>					
(Accounted as per equity method)					
Placid Limited	10	219,737	18,972.07	219,737	21,226.31
Navjyoti Commodity Management Services Limited	10	1,625,292	1,114.00	1,625,292	1,337.75

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Face value	As at 31 March 2020		As at 31 March 2019	
		Number	Amount	Number	Amount
<b>7. Investments (Contd.)</b>					
<b>(f) Investment in associates (Contd.)</b>					
<b>Equity instruments, unquoted (Contd.)</b>					
(Accounted as per equity method) <b>(Contd.)</b>					
The Kishore Trading Company Limited	10	20,625	536.30	20,625	725.31
			<b>20,622.37</b>		<b>23,289.37</b>
<b>Preference instruments, unquoted</b>					
(Accounted as per equity method)					
Navjyoti Commodity Management Services Limited	100	142,860	635.05	142,860	855.47
LNB Renewable Energy Limited	100	2,000,000	2,986.67	2,000,000	3,085.68
			<b>3,621.72</b>		<b>3,941.15</b>
<b>Total investment in Associates</b>			<b>24,244.09</b>		<b>27,230.52</b>
<b>(g) Investment in preference instruments</b>					
<b>Others, Unquoted</b> (Measured at FVTOCI)					
Access Livelihood Consulting India Limited	10	50,000	5.00	50,000	5.00
Momark Services Private Limited	100	-	-	9,924	156.80
Winsome Park Private Limited	100	-	-	50,000	48.63
Smaaash Entertainment Private Limited	100	1,318,565	351.79	1,318,565	500.00
Curefit Healthcare Private Limited	1	313,927	805.82	-	-
Algiz Consultancy Services Private Limited	10	1,087	0.01	1,087	10.87
			<b>1,162.62</b>		<b>721.30</b>
<b>Investment through portfolio managers:</b>					
<b>Compulsorily convertible preference shares</b>					
<b>Unquoted</b> (Measured at FVTOCI)					
Equentia SCF Technologies Private Limited	10	482	34.55	482	33.47
Incred Financial Services Private Limited	10	87,086	47.37		
			<b>81.92</b>		<b>33.47</b>
<b>Total investment in preference instruments</b>			<b>1,244.54</b>		<b>754.77</b>
<b>Measured at FVTOCI</b>			<b>1,244.54</b>		<b>754.77</b>
<b>(h) Investments in Limited Liability Partnership ('LLP')</b>					
Sidhidata Power LLP		-	112.60	-	112.58
			<b>112.60</b>		<b>112.58</b>
<b>Total investments in LLP</b>			<b>112.60</b>		<b>112.58</b>
<b>Measured at FVTOCI</b>			<b>112.60</b>		<b>112.58</b>
			<b>As at</b>	<b>As at</b>	
			<b>31 March, 2020</b>	<b>31 March, 2019</b>	
<b>8. Other financial assets</b>					
Advance to employees			3.38	2.10	
Interest accrued on bonds and debentures			466.94	435.87	
Share of profits receivable from LLP			522.13	705.63	
Income tax refundable			25.95	26.78	
Other receivables			88.56	37.35	
			<b>1,106.96</b>	<b>1,207.73</b>	

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March, 2020	As at 31 March, 2019
<b>9. Inventories</b>		
(valued at lower of cost or net realisable value)		
Stock - in - trade:		
- Cotton bales and other items	51.00	653.67
Property for sale	1,012.92	1,003.55
	<b>1,063.92</b>	<b>1,657.22</b>
	<b>Freehold Land</b>	<b>Total</b>
<b>10. Investment property</b>		
<b>Gross block</b>		
<b>Balance as at 01 April 2018</b>	<b>585.58</b>	<b>585.58</b>
Additions	-	-
Disposals	-	-
<b>Balance as at 31 March 2019</b>	<b>585.58</b>	<b>585.58</b>
Additions	-	-
Disposals	-	-
<b>Balance as at 31 March 2020</b>	<b>585.58</b>	<b>585.58</b>
<b>Accumulated depreciation:</b>		
<b>Balance as at 01 April 2018</b>	-	-
Depreciation charge for the year	-	-
Disposals	-	-
<b>Balance as at 31 March 2019</b>	-	-
Depreciation charge for the year	-	-
Disposals	-	-
<b>Balance as at 31 March 2020</b>	-	-
<b>Carrying value</b>		
<b>As at 31 March 2019</b>	<b>585.58</b>	<b>585.58</b>
<b>As at 31 March 2020</b>	<b>585.58</b>	<b>585.58</b>
	<b>Year ended 31 March, 2020</b>	<b>Year ended 31 March, 2019</b>
<b>(a) Amount recognised in profit and loss for investment property:</b>		
Rental income	5.96	5.40
Direct operating expenses that generated rental income	-	-
Direct operating expenses that did not generate rental income	-	-
Profit from leasing of investment properties	<b>5.96</b>	<b>5.40</b>
<b>(b) Leasing arrangements:</b>		
Certain investment properties are leased to tenants under long-term operating leases with rentals payable monthly. However all the leases are cancellable at the option of lessee, hence there is no lease disclosure given, as required by Ind AS 17 "Leases".		
	As at 31 March, 2020	As at 31 March, 2019
<b>Fair value of investment property</b>		
Fair value	1,461.31	1,715.45

**Note:** The best evidence of fair value is current prices in an active market for similar properties. Market value as per the circle rate, as provided by the state authorities has been considered for the purposes of this disclosure.

### Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

#### 11. Property, plant and equipment

Particulars	Vehicles	Building	Office equipments	Freehold Land	Electric Fitting & Equipments	Computer & Peripherals	Plant and equipment	Furniture and fixtures	Total
<b>Gross block</b>									
<b>Balance as at 01 April 2018</b>	211.58	284.33	3.84	1,491.37	140.14	0.40	2,093.40	291.49	4,516.55
Additions	96.49	106.02	-	-	50.26	0.80	-	15.04	268.61
Disposals / adjustments	-	-	-	-	-	-	-	-	-
<b>Balance as at 31 March 2019</b>	308.07	390.35	3.84	1,491.37	190.40	1.20	2,093.40	306.53	4,785.16
Additions	-	-	0.39	-	0.72	-	-	5.87	6.98
Disposals / adjustments	-	-	-	-	(2.41)	-	-	(4.63)	(7.04)
<b>Balance as at 31 March 2020</b>	308.07	390.35	4.23	1,491.37	188.71	1.20	2,093.40	307.77	4,785.10
<b>Accumulated depreciation</b>									
<b>Balance as at 01 April 2018</b>	55.69	28.52	2.38	0.02	22.00	0.09	104.01	10.27	222.98
Depreciation charge for the year	49.15	29.32	0.89	0.02	24.04	0.21	104.01	10.20	217.84
Disposals / adjustments	-	-	-	-	-	-	-	-	-
<b>Balance as at 31 March 2019</b>	104.84	57.84	3.27	0.04	46.04	0.30	208.02	20.47	440.82
Depreciation charge for the year	63.39	28.70	0.36	-	21.92	0.25	104.01	9.64	228.27
Disposals / adjustments	-	-	-	-	-	-	-	-	-
<b>Balance as at 31 March 2020</b>	168.23	86.54	3.63	0.04	67.96	0.55	312.03	30.11	669.09
<b>Carrying value</b>									
<b>As at 31 March 2019</b>	203.23	332.51	0.57	1,491.33	144.36	0.90	1,885.38	286.06	4,344.34
<b>As at 31 March 2020</b>	139.84	303.81	0.60	1,491.33	120.75	0.65	1,781.37	277.66	4,116.01

	As at 31 March, 2020	As at 31 March, 2019
<b>12. Other non-financial assets</b>		
Prepaid expenses	33.61	24.10
Balances with government authorities	2.34	31.13
Capital advances	-	0.13
	<b>35.95</b>	<b>55.36</b>







**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

**16. Deferred taxes liabilities (net) (Contd.)****(a) Deferred tax liabilities, net (Contd.)**

Particulars	As at 31 March 2019	Statement of Profit or Loss	Other comprehen- sive Income	As at 31 March 2020
<b>Movement in deferred tax liabilities for year ended 31 March 2020:</b>				
<b>Deferred tax liabilities for taxable temporary differences on:</b>				
Fair valuation on investments carried at fair value through OCI	1,357.08	-	(1,229.49)	127.59
Fair valuation on investments carried at fair value through PL	1,103.75	(320.68)	-	783.07
Difference between written down value of property, plant and equipment as per books of accounts and Income Tax Act, 1961	44.56	48.52	-	93.08
<b>Total</b>	<b>2,505.39</b>	<b>(272.16)</b>	<b>(1,229.49)</b>	<b>1,003.74</b>
<b>Deferred tax assets for deductible temporary differences on:</b>				
Provision for employee benefits	22.09	(0.20)	-	21.89
Provision for impairment allowance	27.94	22.12	-	50.06
Others	108.54	(57.52)	-	51.02
<b>Total</b>	<b>158.57</b>	<b>(35.60)</b>	<b>-</b>	<b>122.97</b>
<b>Deferred tax liabilities, net</b>	<b>2,346.82</b>	<b>(236.56)</b>	<b>(1,229.49)</b>	<b>880.77</b>

**Note :** Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

	As at 31 March, 2020	As at 31 March, 2019
<b>17. Other non-financial liabilities</b>		
Statutory dues	64.54	496.00
Deferred income	19.38	31.17
	<b>83.92</b>	<b>527.17</b>

	As at 31 March 2020		As at 31 March 2019	
	Number	Amount	Number	Amount
<b>18. Equity share capital</b>				
<b>Authorized share capital</b>				
Equity shares of ₹ 10 each	51,000,000	5,100.00	51,000,000	5,100.00
	<b>51,000,000</b>	<b>5,100.00</b>	<b>51,000,000</b>	<b>5,100.00</b>
<b>Issued, subscribed and fully paid-up</b>				
Equity shares of ₹ 10 each	26,981,811	2,698.18	26,981,811	2,698.18
	<b>26,981,811</b>	<b>2,698.18</b>	<b>26,981,811</b>	<b>2,698.18</b>
<b>(a) Reconciliation of equity share capital</b>				
<b>Equity Shares</b>				
Balance at the beginning of the year	26,981,811	2,698.18	25,617,600	2,561.76
Add: Shares issued during the year	-	-	1,364,211	136.42
<b>Balance at the end of the year</b>	<b>26,981,811</b>	<b>2,698.18</b>	<b>26,981,811</b>	<b>2,698.18</b>

**Note:**

25,920,000 equity shares of ₹ 10 each were allotted for consideration other than cash pursuant to a Scheme of Arrangement sanctioned by the Hon'ble High Court at Calcutta vide its Order dated 21 August 2013 by virtue of which all assets and liabilities of the investment division of Maharaja Shree Umaid Mills Limited were transferred and vested with the Company with effect from 1 April 2012. 302,400 shares of the holding company are being held by a subsidiary (before it became a subsidiary) which have been reduced from the total paid-up share capital for consolidation.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

**18. Equity share capital (Contd.)****(b) Terms and rights attached to equity shares****Equity Shares**

The Company has only one class of equity shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, equity shareholders are eligible to receive remaining assets of the company, after distribution of all preferential amounts, in proportion to their shareholdings.

The Board of Directors at its meeting held on 15 June 2020 have recommended a payment of final dividend of ₹ 0.75 per equity share of face value of ₹ 10 each for the financial year ended 31 March 2020. The same amounts to ₹ 204.63 lacs. The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

**(c) Details of shareholders holding more than 5% shares in the Company:**

	As at 31 March 2020		As at 31 March 2019	
	Number	Percentage	Number	Percentage
<b>Equity shares of ₹ 10 each</b>				
Placid Limited	9,238,132	34.24%	8,422,420	31.22%
M. B. Commercial Co. Limited	2,820,000	10.45%	2,820,000	10.45%
Lakshmi Niwas Bangur	1,760,457	6.52%	1,760,457	6.52%
Amalgamated Development Limited	1,652,000	6.12%	1,652,000	6.12%
Amit Mehta (*)	1,364,211	5.06%	1,364,211	5.06%
	<b>16,834,800</b>	<b>62.39%</b>	<b>16,019,088</b>	<b>59.37%</b>

(\*) The shares have been issued pursuant to the Share Incentive Plan of the Company and is having a lock-in period of 1 year from the date of allotment. Refer Note 36 for details.

(d) No additional shares were allotted as fully paid up by way of bonus shares or pursuant to contract without payment being received in cash during the last five years. Further, none of the shares were bought back by the Company during the last five years.

The Company has issued Nil (31 March 2019 - 1,364,211 shares) equity shares to one of its employee, on exercise of shares offered under Kiran Vyapar Limited - Shares Incentive Plan - 2018. Refer note 36 for details.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ in lakhs, unless otherwise stated)

	As at 31 March, 2020	As at 31 March, 2019
<b>19. Other equity</b>		
<b>Attributable to the owners</b>		
General reserve	9,788.55	9,788.55
Securities premium	1,323.05	1,323.05
Statutory reserves	2,374.50	2,218.23
Share capital cancellation reserve	59.52	59.52
Retained earnings	62,640.76	64,458.41
Capital reserve	19,535.49	19,535.49
Impairment reserve	23.28	-
Other comprehensive income	(2,563.21)	7,590.15
	<b>93,181.94</b>	<b>104,973.40</b>
<b>Non-controlling interest</b>	5,220.73	6,116.67
	<b>5,220.73</b>	<b>6,116.67</b>

**Description of nature and purpose of each reserve:****General reserve**

General reserve is created from time to time by way of transfer profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

**Securities premium**

The amount received in excess of face value of the equity shares is recognised in Securities Premium.

**Statutory reserve**

The Company is required to create a reserve in accordance with the provisions of Section 45IC of the Reserve Bank of India Act, 1934. Accordingly 20% of the profits after tax for the year is transferred to this reserve at the end of every reporting period.

**Share capital cancellation reserve**

Pursuant to the scheme of arrangement sanctioned by the Hon'ble High Court of Calcutta vide order dated 21 August 2013 pertaining to the demerger of the investments division of Maharaja Shree Umaid Mills Limited, the nominal value of ₹ 59.52 lacs pertaining to 595,200 equity shares of ₹ 10 each have been cancelled and credited to Share Capital Cancellation Reserve, w.e.f. the appointed date of 1 April 2012.

**Retained earnings**

Retained earnings are the profits that the Company has earned till date, less any transfer to general reserves, dividends and other distributions made to the shareholders.

**Capital reserve**

Pertains to the difference between the cost of investment in the associates and the share of net assets at the time of acquisition of shares in the associates.

**Impairment reserve**

When impairment allowance under Ind AS 109 is lower than the provisioning required under prudential norms on Income Recognition, Asset Classification and Provisioning (IRACP) (including standard asset provisioning), difference is appropriated from net profit/loss after tax to a separate 'Impairment Reserve' in accordance with RBI guidelines.

**Other comprehensive income**

This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, under an irrevocable option, net of amounts reclassified to retained earnings when such assets are disposed off, if any. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised directly in other comprehensive income.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**20. Interest Income**

	Year Ended 31 March 2020				Year Ended 31 March 2019			
	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	On Financial Assets measured at fair value through profit or loss	Total	On Financial Assets measured at fair value through OCI	On Financial Assets measured at Amortised Cost	On Financial Assets measured at fair value through profit or loss	Total
<b>On financial assets:</b>								
Interest on loans	-	2,511.04	-	<b>2,511.04</b>	-	1,941.24	-	<b>1,941.24</b>
Interest income from investments	9.62	194.45	569.48	<b>773.55</b>	194.06	176.63	407.23	<b>777.92</b>
Interest on deposits with banks	-	1.99	-	<b>1.99</b>	-	3.47	-	<b>3.47</b>
Other interest income	-	5.89	-	<b>5.89</b>	-	-	-	<b>-</b>
	<b>9.62</b>	<b>2,713.37</b>	<b>569.48</b>	<b>3,292.47</b>	<b>194.06</b>	<b>2,121.34</b>	<b>407.23</b>	<b>2,722.63</b>

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended 31 March, 2020			Year ended 31 March, 2019		
<b>21. Dividend income</b>						
Dividend income on investments	846.88			351.30		
	<b>846.88</b>			<b>351.30</b>		
<b>22. Net gain/ (loss) on fair value changes</b>						
<b>Net gain/(loss) on financial instruments at fair value through profit or loss</b>						
<b>(i) on trading portfolio:</b>						
- equity instruments	(260.30)			971.76		
<b>(ii) on financial instruments designated at fair value through profit or loss:</b>						
- mutual funds	(1,816.37)			322.57		
- venture capital funds	1,154.79			1,392.69		
	<b>(921.88)</b>			<b>2,687.02</b>		
<b>Fair value changes:</b>						
- Realised	638.42			2,900.80		
- Unrealised	(1,560.30)			(213.78)		
	<b>(921.88)</b>			<b>2,687.02</b>		
<b>23. Sale of goods</b>						
Sale of traded goods	1,937.65			3,514.27		
	<b>1,937.65</b>			<b>3,514.27</b>		
<b>24. Sale of services</b>						
Sale of services	417.77			432.54		
	<b>417.77</b>			<b>432.54</b>		
<b>25. Sale of power</b>						
Sale of energy	333.82			333.25		
Generation based incentives	29.24			29.16		
	<b>363.06</b>			<b>362.41</b>		
<b>26. Other income</b>						
Provisions/liabilities written back	-			2.04		
Reversal of provision for expected credit loss (refer note 5)	6.93			-		
Rental income	12.53			13.73		
Interest on income tax refund	0.01			2.13		
Interest on unwinding of security deposits	2.43			11.60		
Share of profit/ (loss) from investments in LLP	(13.33)			39.95		
Other miscellaneous income	22.48			10.40		
	<b>31.05</b>			<b>79.85</b>		
	<b>Year ended 31 March 2020</b>			<b>Year ended 31 March 2019</b>		
	<b>On financial liabilities measured at fair value through profit or loss</b>	<b>On financial liabilities measured at amortised cost</b>	<b>Total</b>	<b>On financial liabilities measured at fair value through profit or loss</b>	<b>On financial liabilities measured at amortised cost</b>	<b>Total</b>
<b>27. Finance costs</b>						
- Interest on borrowings	-	385.51	<b>385.51</b>	-	250.19	<b>250.19</b>
- Other interest expense	4.43	0.21	<b>4.64</b>	1.81	17.26	<b>19.07</b>
	<b>4.43</b>	<b>385.72</b>	<b>390.15</b>	<b>1.81</b>	<b>267.45</b>	<b>269.26</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended 31 March 2020			Year ended 31 March 2019		
	On financial assets measured at fair value through OCI	On financial assets measured at amortised cost	Total	On financial assets measured at fair value through OCI	On financial assets measured at amortised cost	Total
<b>28. Impairment on financial instruments</b>						
Loans	-	66.43	<b>66.43</b>	-	(29.00)	<b>(29.00)</b>
	-	<b>66.43</b>	<b>66.43</b>	-	<b>(29.00)</b>	<b>(29.00)</b>

**Note:** The Group has categorised all its financial assets at low credit risks on account of no past trends of defaults by any parties. Therefore, the provision for expected credit loss has been made as per the Reserve Bank of India's prudential norms at 0.4% of the loan assets (which are not credit impaired).

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>29. Purchases of stock-in-trade</b>		
Cotton bales and others	1,332.48	3,110.62
	<b>1,332.48</b>	<b>3,110.62</b>
<b>30. Employee benefits expenses</b>		
Salaries and wages	820.06	630.31
Contribution to provident and other funds	24.61	42.08
Share based payments to employees (including taxes) (refer note 36)	-	1,743.40
Staff welfare expenses	13.32	9.97
	<b>857.99</b>	<b>2,425.76</b>

**(a) Defined benefits plans - Gratuity (unfunded)**

Gratuity plan is a defined benefit plan that provides for lump sum gratuity payment to employees made at the time of their exit by the way of retirement (on superannuation or otherwise), death or disability. The benefits are defined on the basis of their final salary and period of service and such benefits paid under the plan is not subject to the ceiling limit specified in the Payment of Gratuity Act, 1972. Liability as on the Balance Sheet date is provided based on actuarial valuation done by a certified actuary using projected unit credit method.

Aforesaid defined benefit plans typically expose the Company to actuarial risks such as pay as you go risk, salary risk, investment risk and longevity risk.

Pay as you go risk	For unfunded schemes, financial planning could be difficult as the benefits payable will directly affect the revenue and this could be widely fluctuating from year to year. Moreover there may be an opportunity cost of better investment returns affecting adversely the cost of the scheme.
Salary risk	The present value of the defined benefit liability is calculated by reference to the future salaries of plan participants. As such, an increase in salary of the plan participants will increase the plan's liability.
Investment risk	The present value of the defined benefit liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.
Longevity risk	The present value of the defined benefit liability is calculated by reference to the best estimate of the mortality plan of the participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

The following tables summarise the components of defined benefit expense recognised in the statement of profit or loss/OCI and amounts recognised in the Balance Sheet for the respective plans:

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>(i) Change in projected benefit obligation</b>		
Projected benefit obligation at the beginning of the year	35.30	18.74
Current service cost	12.43	8.37

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>30. Employee benefits expenses (Contd.)</b>		
<b>(a) Defined benefits plans - Gratuity (unfunded) (Contd.)</b>		
<b>(i) Change in projected benefit obligation (Contd.)</b>		
Interest cost	2.61	1.40
Actuarial (gain)/loss arising from assumption changes	5.48	0.62
Actuarial (gain)/loss arising from experience adjustments	(2.52)	7.29
Benefits paid	(1.11)	(1.12)
<b>Projected benefit obligation at the end of the year</b>	<b>52.19</b>	<b>35.30</b>
<b>(ii) Components of net cost charged to the Statement of Profit and Loss</b>		
<b>Employee benefits expense:</b>		
- Current service costs	12.43	8.37
<b>Finance costs</b>		
- Interest costs	2.61	1.40
<b>Net impact on profit before tax</b>	<b>15.04</b>	<b>9.77</b>
<b>(iii) Components of net cost charged taken to Other comprehensive income</b>		
Actuarial loss arising from assumption changes	5.48	0.62
Actuarial (gain)/loss arising from experience adjustments	(2.52)	7.29
	<b>2.96</b>	<b>7.91</b>
<b>(iv) Key actuarial assumptions</b>		
Discount rate	5.48% - 6.68%	7.50% - 8.00%
Salary growth rate	8.00%	8.00%
Retirement age	58 years	58 years
	<b>As at 31 March, 2020</b>	<b>As at 31 March, 2019</b>
<b>(v) Mortality rate:</b>		
Less than 30 years	2%	2%
31-44 years	2%	2%
45 years and above	2%	2%
	<b>Year ended 31 March, 2020</b>	<b>Year ended 31 March, 2019</b>
<b>(vi) Sensitivity analysis</b>		
A quantitative sensitivity analysis for significant assumption is as shown below:		
DBO with discount rate +1%	46.61	31.84
DBO with discount rate -1%	58.80	40.27
DBO with +1% salary escalation	58.64	40.21
DBO with -1% salary escalation	46.64	31.82
DBO with +50% withdrawal rate	51.30	35.29
DBO with -50% withdrawal rate	53.19	36.16
DBO with +10% mortality rate	52.18	35.70
DBO with -10% mortality rate	52.23	35.71

**Methods and assumptions used in preparing sensitivity analysis and their limitations:**

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the Balance Sheet.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**30. Employee benefits expenses (Contd.)****(a) Defined benefits plans - Gratuity (unfunded) (Contd.)****(vii) Maturity analysis of the benefit payments:**

Expected benefits payments for each such plans over the years is given in the table below:

Particulars	As at 31 March, 2020	As at 31 March, 2019
Year 1	5.63	0.07
2 to 5 years	8.28	5.32
6 to 10 years	9.64	5.40
More than 10 years	103.06	54.22
	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>31. Depreciation expense</b>		
Depreciation on property, plant and equipment (refer note 11)	228.27	217.84
	<b>228.27</b>	<b>217.84</b>
<b>32. Other expenses</b>		
Rent	179.21	208.04
Rates and taxes	12.79	16.28
Legal and professional	592.52	781.38
Listing and custodian fees	6.17	9.94
Repairs and maintenance		
- Others	108.42	47.30
Travelling and conveyance	47.17	46.28
Commission to directors	12.50	-
Security charges	3.43	3.08
Filing fees	2.05	19.02
Printing and stationery	4.68	4.90
Sitting fees	8.80	9.61
Insurance charges	15.30	8.68
Provision for expected credit loss (refer note 5)	-	(15.43)
Miscellaneous expenses	50.58	106.12
Corporate social responsibility (CSR) expenses	23.92	26.53
Payment to auditors	34.01	31.73
	<b>1,101.55</b>	<b>1,303.46</b>
<b>33. Tax expense</b>		
Current tax	894.96	625.21
Deferred tax	(236.56)	(216.64)
Prior period taxes	51.37	(37.55)
	<b>709.77</b>	<b>371.02</b>

The major components of income tax expense and the reconciliation of expense based on the domestic effective tax rate of 29.12% for financial year ended 31 March 2020 and 31 March 2019 respectively and the reported tax expense in statement of profit or loss are as follows:



**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>33. Tax expense (Contd.)</b>		
<b>(a) Reconciliation of income tax provision to the amount computed by applying the statutory tax rate:</b>		
<b>Profit before share of profit in associate</b>	<b>1,396.86</b>	<b>2,491.55</b>
Enacted tax rates in India (%)	29.12%	29.12%
<b>Computed tax expense</b>	<b>406.77</b>	<b>725.54</b>
Prior year taxes	51.37	(37.55)
Effect of income exempted from tax	(189.53)	(471.67)
Effect of non-deductible expenses	265.91	363.46
Effect on adjustment of unabsorbed losses	(99.65)	(303.20)
Deduction under chapter VIA	(43.67)	(50.46)
MAT credit entitlement	(49.00)	279.91
Effect of change in tax rates	152.98	-
Other adjustments	214.59	(135.01)
<b>Total income tax expense as per the Statement of profit and loss</b>	<b>709.77</b>	<b>371.02</b>
	<b>As at 31 March, 2020</b>	<b>As at 31 March, 2019</b>
<b>(b) Current tax assets (net)</b>		
Advance payment of income tax (net)	448.94	418.42
	<b>448.94</b>	<b>418.42</b>
<b>(c) Current tax liabilities (net)</b>		
Provision for income tax (net)	541.55	216.82
	<b>541.55</b>	<b>216.82</b>
<b>34. Earnings per equity share (EPS)</b>		
<b>Net profit/(loss) attributable to equity shareholders</b>		
Net profit/(loss) attributable to equity shareholders (in ₹ lacs)	(796.66)	2,370.68
Nominal value of equity share (₹)	10	10
Weighted average number of equity shares outstanding	26,981,811	25,628,813
Basic earnings per share (₹)	(2.95)	9.25
Diluted earnings per share (₹)	(2.95)	9.25
<b>35. Contingent liabilities and commitments</b>		
<b>(a) Contingent liabilities</b>		
Disputed income tax assessment pertaining to AY 2013-14	15.40	15.40
Disputed income tax assessment pertaining to AY 2014-15	1,083.69	1,083.69
Disputed income tax assessment pertaining to AY 2018-19	364.94	-
Disputed income tax assessments (refer note below)	685.00	685.00
	<b>2,149.03</b>	<b>1,784.09</b>

**Note :** Pursuant to a Scheme of Arrangement sanctioned by the Hon'ble High Court at Calcutta vide its order dated 21 August 2013, all assets and liabilities of the investment division of Maharaja Shree Umaid Mills Limited ('Demerged Company') were transferred and vested with the Company with effect from 1 April 2012. The demerged Company has informed that taxes of about ₹ 685 lacs pertaining to the Investment Division have been demanded by the income tax authorities for Assessment year 2011-2012 which is being disputed by them. In the event that the final outcome of the same is adverse and required to be paid, the Company is liable to pay the tax demanded to the Demerged Company in accordance with the Scheme of the Hon'ble High Court at Calcutta.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

	As at 31 March, 2020	As at 31 March, 2019
<b>35. Contingent liabilities and commitments (Contd.)</b>		
<b>(b) Commitments</b>		
Capital commitment towards investment in Venture Capital Funds	4,157.50	3,422.06
	<b>4,157.50</b>	<b>3,422.06</b>

**36. Share based payments**

The Board of the Directors of the Company at its meeting held on 27 February 2018 and the shareholders of the Company at their Extraordinary General Meeting held on 30 March 2018, have accorded their approvals to 'Kiran Vyapar Limited - Share Incentive Plan - 2018' ('KVL SIP 2018') in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. Pursuant to the aforesaid Share Incentive Plan, the Nomination and Remuneration Committee shall, at its sole discretion, determine the eligibility of employees to receive shares under the Plan and finalize the terms and conditions from time to time in accordance with KVL SIP 2018. The Exercise Price is determined by the Nomination and Remuneration Committee at the time of offer. Under the Plan, participants have been offered shares which will vest as follows:

Scheme	Vesting conditions, exercise price and exercise period	
Share Incentive Plan - 2018	At the discretion of Nomination and remuneration committee	
	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>(a) Employee share purchase scheme:</b>		
Number of shares offered	-	1,364,211
Number of shares exercised	-	1,364,211
Number of employee to whom such shares were offered	-	1 (One)
Date of offer of shares	-	28 March 2019
Date of exercise of offer and allotment of shares	-	29 March 2019
Vesting period	-	Immediate
<b>(b) Below is the summary of shares offered and exercised under the plan:</b>	Number of shares	
Opening balance	-	-
Offered during the year	-	1,364,211
Exercised during the year (*)	-	(1,364,211)
Lapsed during the year	-	-
Closing balance	-	-

**Note:**

The exercise price and fair value of the shares offered and exercised during the year was Nil (31 March 2019 - ₹ 10 per share) and Nil (31 March 2019 - ₹ 104.05 per share) respectively.

- (c)** The Company has recognized share based payment expense of Nil (31 March 2019: ₹ 1,283.05 lacs) during the year as the cost for issues of ESPS and a corresponding tax deducted at source (expenditure) borne by the Company amounting to Nil (31 March 2019: ₹ 460.35 lacs)

**37. Leases**

Effective 1 April 2019, the Company adopted Ind AS 116 "Leases". The leases entered into by the Company are in nature of low value and short term, hence no right of use asset or lease liability has been recognised as on 31 March 2020. The total payments made during the year pertaining to such leases amounts to ₹ 179.21 lacs.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**38. Related party disclosures**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2020

**(a) List of related parties****(i) Parties where control exists**

Name of the related party	% of holding as on	
	31 March, 2020	31 March, 2019
<b>Subsidiaries (*)</b>		
IOTA Mtech Limited	100.00%	100.00%
Shree Krishna Agency Limited	94.89%	94.89%
Samay Industries Limited	82.70%	82.70%
Anantay Greenview Private Limited	99.62%	99.62%
Sarvadeva Greenpark Private Limited	99.69%	99.69%
Sishiray Greenview Private Limited	99.72%	99.72%
Uttaray Greenpark Private Limited	99.62%	99.62%
Satyawatche Greeneries Private Limited	99.62%	99.62%
Magma Realty Private Limited	99.17%	99.17%
Soul Beauty and Wellness Center LLP	57.89%	57.89%
Basbey Greenview Private Limited	89.79%	89.79%
Sukhday Greenview Private Limited	89.01%	89.01%
<b>Associates (*)</b>		
Placid Limited	31.27%	31.27%
Navjyoti Commodity Management Services Limited	38.44%	38.44%
The Kishore Trading Company Limited	34.38%	34.38%
LNB Renewable Energy Private Limited	29.32%	29.32%
(*) All the subsidiary and associate Companies have been incorporated in India.		
<b>(ii) Enterprise controlled by subsidiary</b>		
Iota Mtech Power LLP	90.00%	90.00%
Amritpay Greenfield Private Limited	94.44%	94.44%
Divyay Greeneries Private Limited	94.89%	94.89%
Sarvay Greenhub Private Limited	94.65%	94.65%

**(iii) Key managerial personnel ('KMP')**

Name of the related party	Designation
Lakshmi Niwas Bangur	Chairman
Shreeyash Bangur	Managing Director
Sheetal Bangur	Director
Ajay Sonthalia	Chief Financial Officer
Pradip Kumar Ojha	Company Secretary
Bhaskar Banerjee	Independent Director (Non-executive)
Amitav Kothari	Independent Director (Non-executive)
Rajiv Kapasi	Independent Director (Non-executive)

**(iv) Relative of key managerial personnel ('KMP')**

Name of the related party	Nature
Alka Devi Bangur	Relative of Director
Yogesh Bangur	Relative of Director

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**38. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2020

**(a) List of related parties (Contd.)****(v) Enterprises over which KMP or relatives of KMP exercise control/significant influence:****Name of the related party**

Amalgamated Development Limited  
 Apurva Export Private Limited  
 Basbey Greenview Private Limited  
 Dakshay Greeneries Private Limited  
 Subhprada Greeneries Private Limited  
 Mahate Greenview Private Limited  
 Golden Greeneries Private Limited  
 Janardan Wind Energy Private Limited  
 LNB Solar Energy Private Limited  
 LNB Wind Energy Private Limited  
 Maharaja Shree Umaid Mills Limited  
 M. B. Commercial Company Limited  
 Manifold Agricorps Private Limited  
 Palimarwar Solar House Private Limited  
 Parmarth Wind Energy Private Limited  
 Purnay Greenfield Private Limited  
 Sidhidata Power LLP  
 Suruchaye Greeneries Private Limited  
 Winsome Park Private Limited  
 The General Investment Company Limited  
 The Peria Karamalai Tea & Produce Company Limited

**(b) Transactions with related parties**

Name of the party/Nature of transaction	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>Associate Companies</b>		
Loans given	9,073.00	6,275.00
Loan given recovered	8,668.00	7,219.00
Interest income on loans given	258.75	144.22
Loan taken	2,316.50	685.00
Loan taken repaid	2,199.87	685.00
Interest expense on loans taken	49.80	2.31
Dividend paid	241.07	241.07
Reimbursement of expenses	3.54	24.43
Rent Income	8.58	-
Rent expenses	18.96	12.56
<b>Enterprises over which KMP or relatives of KMP exercise control/ significant influence:</b>		
Loans given	17,036.00	7,968.75
Loan given recovered	21,554.72	5,749.81
Interest income on loans given	1,506.36	1,112.42
Loan taken	1,835.00	1,115.00
Loan taken repaid	1,135.00	1,190.00
Interest expense on loans taken	67.96	10.32
Rent expenses	6.84	2.20

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**38. Related party disclosures (Contd.)**

Information on related party transactions as required by Ind AS - 24 - Related Party Disclosures for the year ended 31 March 2019

**(b) Transactions with related parties (Contd.)**

Name of the party/Nature of transaction	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>Enterprises over which KMP or relatives of KMP exercise control/ significant influence: (Contd.)</b>		
Sale of Traded Goods	1,890.75	-
Withdrawal of Capital from Partnership Firm	85.50	-
Purchase/allotment of shares	31.20	-
Reimbursement of expenses	10.67	56.94
<b>Key managerial personnel</b>		
Remuneration	260.69	141.44
Reimbursement of expenses	4.68	3.64
Sitting fees	8.60	9.40
Dividend paid	69.45	69.34
Commission	12.50	-
<b>Relative of KMP</b>		
Dividend paid	32.70	32.70
Name of the party/Nature of balance	As at 31 March, 2020	As at 31 March, 2019
<b>(c) Balances of related parties</b>		
<b>Associate Companies</b>		
Loans given (including interest accrued)	1,988.00	1,400.00
Loan taken (including interest accrued)	801.00	-
Other receivables	40.70	2.26
<b>Enterprises over which KMP or relatives of KMP exercise control/ significant influence:</b>		
Loans given (including interest accrued)	13,869.22	12,693.80
Loan taken (including interest accrued)	350.00	-
Other payables	-	4.08
Other receivables	3.24	-
<b>Key managerial personnel</b>		
Other payables	13.11	0.18
<b>39. Investments in associate companies</b>		
The Group has an interest in four entities namely Navjyoti Commodity Management Services Limited, The Kishore Trading Company Limited, Placid Limited and LNB Renewable Energy Private Limited. The Group interest is accounted for using equity method in these consolidated financial statements. The below tables illustrates the summarised financial information of the Group's investments in these associate entities:		
<b>(a) Navjyoti Commodity Management Services Limited</b>		
Total assets	9,050.30	13,043.28
Total liabilities	5,159.77	8,004.92
Equity	3,890.53	5,038.36
<b>Proportion of group's ownership interest</b>	<b>38.44%</b>	<b>38.44%</b>
<b>Carrying amount of the group's interest</b>	<b>1,495.59</b>	<b>1,936.84</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**39. Investments in associate companies (Contd.)**

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>(a) Navjyoti Commodity Management Services Limited (Contd.)</b>		
Revenue from operations	5,964.21	5,687.44
Loss for the year	(1,160.27)	(397.22)
Other comprehensive income	4.84	(6.27)
Total comprehensive income	(1,155.43)	(403.49)
<b>Group's share of profits for the year</b>	<b>(446.03)</b>	<b>(152.70)</b>
<b>Group's share of other comprehensive income for the year</b>	<b>1.86</b>	<b>(2.41)</b>
<b>Group's share of total comprehensive income for the year</b>	<b>(444.17)</b>	<b>(155.11)</b>
<b>(b) The Kishore Trading Company Limited</b>		
	As at 31 March, 2020	As at 31 March, 2019
Total assets	1,782.27	2,371.79
Total liabilities	94.61	158.23
Equity	1,687.66	2,213.56
<b>Proportion of group's ownership interest</b>	<b>34.38%</b>	<b>34.38%</b>
<b>Carrying amount of the group's interest</b>	<b>580.13</b>	<b>760.91</b>
	Year ended 31 March, 2020	Year ended 31 March, 2019
Revenue from operations	2,042.04	542.04
Profit for the year	36.20	38.81
Other comprehensive income	(448.32)	(545.88)
Total comprehensive income	(412.12)	(507.07)
<b>Group's share of profits for the year</b>	<b>12.44</b>	<b>13.34</b>
<b>Group's share of other comprehensive income for the year</b>	<b>(154.11)</b>	<b>(187.65)</b>
<b>Group's share of total comprehensive income for the year</b>	<b>(141.67)</b>	<b>(174.31)</b>
<b>(c) Placid Limited</b>		
	As at 31 March, 2020	As at 31 March, 2019
Total assets	207,721.44	222,108.23
Total liabilities	70,339.61	81,098.57
Equity	137,381.83	141,009.66
<b>Proportion of group's ownership interest</b>	<b>31.27%</b>	<b>31.27%</b>
<b>Carrying amount of the group's interest</b>	<b>42,952.52</b>	<b>44,086.76</b>
	Year ended 31 March, 2020	Year ended 31 March, 2019
Revenue from operations	45,770.17	57,099.75
Profit / (loss) for the year	(3,043.28)	481.34
Other comprehensive income	(4,166.80)	(3,293.54)
Total comprehensive income	(7,210.08)	(2,812.20)
<b>Group's share of profits for the year</b>	<b>(951.48)</b>	<b>150.49</b>
<b>Group's share of other comprehensive income for the year</b>	<b>(1,302.75)</b>	<b>(1,029.73)</b>
<b>Group's share of total comprehensive income for the year</b>	<b>(2,254.23)</b>	<b>(879.24)</b>

## Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

## 39. Investments in associate companies (Contd.)

		As at 31 March, 2020	As at 31 March, 2019
<b>(d) LNB Renewable Energy Private Limited</b>			
Total assets		36,883.89	37,949.01
Total liabilities		26,183.98	26,919.50
Equity		10,699.91	11,029.51
<b>Proportion of group's ownership interest</b>		<b>29.32%</b>	<b>29.32%</b>
<b>Carrying amount of the group's interest</b>		<b>3,137.34</b>	<b>3,233.99</b>
		Year ended 31 March, 2020	Year ended 31 March, 2019
Revenue from operations		5,430.43	7,303.98
Profit / (loss) for the year		(336.53)	815.17
Other comprehensive income		(1.15)	0.26
Total comprehensive income		(337.68)	815.43
<b>Group's share of profits for the year</b>		<b>(98.67)</b>	<b>239.02</b>
<b>Group's share of other comprehensive income for the year</b>		<b>(0.34)</b>	<b>0.08</b>
<b>Group's share of total comprehensive income for the year</b>		<b>(99.01)</b>	<b>239.10</b>
Particulars	Notes	As at 31 March, 2020	As at 31 March, 2019
<b>40. Fair value measurement</b>			
<b>(a) Category wise classification of financial instruments</b>			
<b>A. Financial assets:</b>			
<b>Carried at amortised cost</b>			
Cash and cash equivalents and other bank balances	3 and 4	1,739.13	922.97
Trade receivables	5	403.53	411.08
Loans	6	26,083.80	20,994.07
Investments	7	600.00	832.43
Other financial assets	8	1,106.96	1,207.73
		<b>29,933.42</b>	<b>24,368.28</b>
<b>Others</b>			
Investments	7	24,244.09	27,230.52
		<b>24,244.09</b>	<b>27,230.52</b>
<b>Carried at FVTPL</b>			
Loans	6	45.68	50.86
Investments	7	21,575.99	23,439.84
		<b>21,621.67</b>	<b>23,490.70</b>
<b>Carried at FVTOCI</b>			
Investments	7	23,629.89	38,298.17
		<b>23,629.89</b>	<b>38,298.17</b>
		<b>99,429.07</b>	<b>113,387.67</b>
<b>B. Financial liabilities</b>			
<b>Measured at amortised cost</b>			
Borrowings		2,769.75	3,307.14
Other financial liabilities		248.00	224.67
		<b>3,017.75</b>	<b>3,531.81</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**40. Fair value measurement (Contd.)****(b) Fair value hierarchy**

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation sale. Methods and assumptions used to estimate the fair values are consistent in all the years. Fair value of financial instruments referred to in note (a) above has been classified into three categories depending on the inputs used in the valuation technique. The hierarchy gives the highest priority to quoted prices in active markets for identical assets and liabilities and lowest priority to unobservable entity specific inputs.

Particulars	As at 31 March, 2020	As at 31 March, 2019
<b>Level 1 (Quoted prices in active market)</b>		
<b>Financial assets measured at FVTOCI</b>		
Investments in quoted equity instruments	16,375.72	27,943.09
Investments in bonds and debentures	-	2,650.50
<b>Financial assets measured at FVTPL</b>		
Investments in mutual funds	4,841.03	7,814.95
<b>Level 3 (Significant unobservable inputs)</b>		
<b>Financial assets measured at FVTOCI</b>		
Investments in unquoted equity instruments	5,807.48	6,789.86
Investments in preference instruments	1,244.54	754.77
Investments in bonds and debentures	89.55	47.37
<b>Financial assets measured at FVTPL</b>		
Investments in venture capital funds	16,734.96	11,873.50
Investments in unquoted equity instruments	-	3,751.39
	<b>45,093.28</b>	<b>61,625.43</b>

**(c) Fair value of assets and liabilities measured at cost/amortised cost**

The carrying amount of financial assets and financial liabilities measured at amortised cost are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amount would be significantly different from the values that would be eventually received or settled. Management assessed that fair values of cash and cash equivalents, other bank balances, loans, other financial assets and other financial liabilities approximate their carrying amounts of these instruments, as disclosed below:

Particulars	As at 31 March 2020		As at 31 March 2019	
	Carrying value	Fair value	Carrying value	Fair value
<b>Financial assets</b>				
Cash and cash equivalents and other bank balances	1,739.13	1,739.13	922.97	922.97
Trade receivables	403.53	403.53	411.08	411.08
Loans	26,083.80	26,083.80	20,994.07	20,994.07
Investments	24,844.09	24,844.09	28,062.95	28,062.95
Other financial assets	1,106.96	1,106.96	1,207.73	1,207.73
	<b>54,177.51</b>	<b>54,177.51</b>	<b>51,598.80</b>	<b>51,598.80</b>
<b>Financial liabilities</b>				
Borrowings	2,769.75	2,769.75	3,307.14	3,307.14
Other financial liabilities	248.00	248.00	224.67	224.67
	<b>3,017.75</b>	<b>3,017.75</b>	<b>3,531.81</b>	<b>3,531.81</b>



**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**40. Fair value measurement (Contd.)****(d) Valuation process and technique used to determine fair value for investments valued using significant unobservable inputs (level 3)**

Specific valuation techniques used to value financial instruments include:

- (i) Investments in unquoted equity and preference instruments of operational entities are valued by discounting the aggregate future cash flows (both principal and interest cash flows) with risk-adjusted discounting rate.
- (ii) Investments in unquoted equity and preference instruments of non-operational entities are valued by net asset value method.
- (iii) Investments in venture capital funds are valued by use of net asset value certificates from the investee parties.

**41. Financial risk management**

The Group is exposed to various financial risks associated with financial products such as credit or default risk, market risk, interest rate risk, liquidity risk and inflationary risk. However, it has a robust financial risk management system in place to identify, evaluate, manage and mitigate various risks associated with its financial products to ensure that desired financial objectives are met. The Group's senior management is responsible for establishing and monitoring the risk management framework within its overall risk management objectives and strategies, as approved by the Board of Directors. Such risk management strategies and objectives are established to identify and analyse potential risks faced by the Group, set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and assess risk management performance. Any change in Group's risk management objectives and policies needs prior approval of its Board of Directors.

**(a) Credit risk**

This risk is common to all investors who invest in bonds and debt instruments and it refers to a situation where a particular bond issuer is unable to make the expected principal payments, interest rate payments, or both. Similarly, a lender bears the risk that the borrower may default in the payment of contractual interest or principal on its debt obligations, or both. The entity continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

**Financial instruments**

Risk concentration is minimized by investing in highly rated, investment grade bonds and debt instruments, particularly Government and PSU Bonds which has the least risk of default. The Group lends to borrowers with a good credit score and generally most of the lending is secured against assets pledged by the borrower in favour of the Group. These investments and loans are reviewed by the Board of Directors on a regular basis.

The Group has categorised all its financial assets (except for trade receivables from sale of services) at low credit risks on account of no past trends of defaults by any parties. Therefore, the provision for expected credit loss has been made as per the Reserve Bank of India's prudential norms at 0.4% of the loan assets (which are not credit impaired).

Nature	Assets covered	Basis of expected credit loss
Low credit risk	Cash and cash equivalents and other bank balances, Loans, Investments, Other financial assets, Trade receivables	Life time expected credit loss or 12 month expected credit loss
Moderate credit risk	Trade receivables	Life time expected credit loss or 12 month expected credit loss
High credit risk	-	-

**Financial assets that are exposed to credit risk (\*)**

Particulars	As at 31 March, 2020	As at 31 March, 2019
<b>Low credit risk</b>		
Cash and cash equivalents and other bank balances	1,739.13	922.97
Trade receivables	113.24	240.60
Loans	26,282.63	21,131.65
Investments	70,049.97	89,800.96
Other financial assets	1,106.96	1,207.73
<b>Moderate credit risk</b>		
Trade receivables	294.04	181.16
<b>High credit risk</b>		
	-	-
	<b>99,585.97</b>	<b>113,485.07</b>

(\*) These represent gross carrying values of financial assets, without netting off impairment loss allowance.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**41. Financial risk management (Contd.)****(a) Credit risk (Contd.)****Expected credit losses for financial assets, except for loans:**

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
<b>As at 31 March 2020:</b>			
Cash and cash equivalents and other bank balances	1,739.13	-	1,739.13
Trade receivables	407.28	3.75	403.53
Loans	26,282.63	153.15	26,129.48
Investments	70,049.97	-	70,049.97
Other financial assets	1,106.96	-	1,106.96
<b>As at 31 March 2019:</b>			
Cash and cash equivalents and other bank balances	922.97	-	922.97
Trade receivables	421.76	10.68	411.08
Loans	21,131.65	86.72	21,044.93
Investments	89,800.96	-	89,800.96
Other financial assets	1,207.73	-	1,207.73

**(b) Market risk:**

Market risk is a form of systematic risk associated with the day-to-day fluctuation in the market prices of shares and securities and such market risk affects all securities and investors in the same manner. These daily price fluctuations follows its own broad trends and cycles and are more news and transaction driven rather than fundamentals and many a times, it may affect the returns from an investment. Market risks majorly comprises of two types - interest rate risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risks include borrowings and investments.

**Interest rate risk**

Interest rate risk is a type of systematic risk that particularly affects fixed rate debt instruments like bonds and debentures. The value of the fixed-rate debt instruments generally decline due to rise in interest rates and vice versa. The rationale is that a bond is a promise of a future stream of payments; an investor will offer less for a bond that pays-out at a rate lower than the rates offered in the current market. A rising interest rate scenario also affects the Group's interest expenditure on borrowed funds.

The Group monitors the interest rate scenarios on a regular basis and accordingly takes investments decisions as whether to invest in fixed rate debt instruments, shares and securities at a particular point of time. Further, the Group's borrowings are short-term in nature and carry a fixed rate of interest and the Group is in a position to pass on the rise in interest rates to its borrowers. However, the borrowings of the Group are not significant to the financial statements.

**a. Interest bearing investments**

Particulars	As at 31 March, 2020	As at 31 March, 2019
Investments at variable interest rate	16,734.96	11,873.50
Investments at fixed interest rate	689.55	3,530.30
<b>Total interest bearing investments</b>	<b>17,424.51</b>	<b>15,403.80</b>
<b>Percentage of investments at variable interest rate</b>	<b>96%</b>	<b>77%</b>
Particulars	<b>Sensitivity analysis on total comprehensive income upon fluctuation of interest rates</b>	
	Increase by 1%	Decrease by 1%
Impact on total comprehensive income for year ended 31 March 2020	167.35	(167.35)
Impact on total comprehensive income for year ended 31 March 2019	118.74	(118.74)

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**41. Financial risk management (Contd.)****(b) Market risk: (Contd.)****b. Borrowings**

Particulars	As at 31 March, 2020	As at 31 March, 2019
Borrowings at variable interest rate	1,169.89	420.80
Borrowings at fixed interest rate	1,599.86	2,886.34
<b>Total borrowings</b>	<b>2,769.75</b>	<b>3,307.14</b>
<b>Percentage of borrowings at variable interest rate</b>	<b>42.24%</b>	<b>12.72%</b>
Particulars	<b>Sensitivity analysis on total comprehensive income upon fluctuation of interest rates</b>	
	Increase by 1%	Decrease by 1%
Impact on total comprehensive income for year ended 31 March 2020	11.70	(11.70)
Impact on total comprehensive income for year ended 31 March 2019	4.21	(4.21)

**(c) Price risk**

Price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. It arises from financial assets such as investments in equity instruments, bonds, mutual funds etc. The Group is exposed to price risk arising mainly from investments carried at fair value through FVTPL or FVOCI which are valued using quoted prices in active markets (level 1 investments). A sensitivity analysis demonstrating the impact of change in market prices of these instruments from the prices existing as at the reporting date is given below:

Particulars	<b>Carrying value as at</b>	
	31 March, 2020	31 March, 2019
Investments carried at FVTPL or FVOCI valued using quoted prices in active market	21,216.75	38,408.54
Particulars	<b>Sensitivity analysis on total comprehensive income upon fluctuation of market prices</b>	
	Increase by 10%	Decrease by 10%
Impact on total comprehensive income for year ended 31 March 2020	2,121.68	(2,121.68)
Impact on total comprehensive income for year ended 31 March 2019	3,840.85	(3,840.85)

**(d) Liquidity risk:**

Liquidity refers to the readiness of the Group to sell and realise its financial assets. Liquidity risk is one of the most critical risk factors for companies which is into the business of investments in shares and securities. It is the risk of not being able to realise the true price of a financial asset, or is not being able to sell the financial asset at all because of non-availability of buyers. Unwillingness to lend or restricted lending by Banks and Financial Institutions may also lead to liquidity concerns for the entities.

The Group maintains a well-diversified portfolio of investments in shares and securities which are saleable at any given point of time. A dedicated team of market experts are monitoring the markets on a continuous basis, which advises the management for timely purchase or sale of securities. The Group is currently having a mix of both short-term and long-term investments. The management ensures to manage its cash flows and asset liability patterns to ensure that the financial obligations are satisfied in timely manner.

The following table shows the remaining contractual maturities of financial liabilities at the reporting date. The amounts reported are on gross and undiscounted basis.

Particulars	Less than 1 year	Between 1 to 5 years	Over 5 years	Total
<b>As at 31 March 2020</b>				
Borrowings (other than debt securities)	2,722.58	47.17	-	2,769.75
Other financial liabilities	248.00	-	-	248.00
	<b>2,970.58</b>	<b>47.17</b>	<b>-</b>	<b>3,017.75</b>
<b>As at 31 March 2019</b>				
Borrowings (other than debt securities)	3,221.74	85.40	-	3,307.14
Other financial liabilities	224.67	-	-	224.67
	<b>3,446.41</b>	<b>85.40</b>	<b>-</b>	<b>3,531.81</b>

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**41. Financial risk management (Contd.)****(e) Inflationary risk:**

Inflationary or purchasing power risk refers to the variation in investor returns caused by inflation. It is the risk that results in increase of the prices of goods and services which results in decrease of purchasing power of money, and likely negatively impact the value of investments. The two important sources of inflation are rising costs of production and excess demand for goods and services in relation to their supply. Inflation and interest rate risks are closely related as interest rates generally go up with inflation.

The Group closely monitors the inflation data and analyses the reasons for wide fluctuations thereof and its effect on various sectors and businesses. The main objective is to avoid inflationary risk and accordingly invest in securities and debt instruments that provides higher returns as compared to the inflation in long-term.

**42. Capital management**

For the purpose of Group's capital management, capital includes issued equity share capital, other equity reserves and borrowed capital less cash and cash equivalents. The primary objective of capital management is to maintain an efficient capital structure to reduce the cost of capital, support corporate expansion strategies and to maximize shareholder's value.

The entity manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the entity may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The entity monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The entity's policy is to keep an optimum gearing ratio. The entity includes within net debt, interest bearing loans and borrowings less cash and cash equivalents.

Following table summarizes the capital structure of the Company.

Particulars	As at 31 March, 2020	As at 31 March, 2019
Borrowings	2,769.75	3,307.14
Less: Cash and cash equivalents (including other bank balances)	1,739.13	922.97
<b>Adjusted net debt</b>	<b>1,030.62</b>	<b>2,384.17</b>
Total equity (*)	95,880.12	107,671.58
<b>Net debt to equity ratio</b>	<b>0.01</b>	<b>0.02</b>

(\*) Equity includes capital and all reserves of the Company that are managed as capital.

**43. Dividends**

	Year ended 31 March, 2020	Year ended 31 March, 2019
<b>Dividend on equity shares paid during the year</b>		
Final dividend for the FY 2018-19 [₹ 2.50 (Previous year - ₹ 2.50) per equity share]	674.53	647.98
Dividend distribution tax on final dividend	140.21	133.62
	<b>814.74</b>	<b>781.60</b>

The Board of Directors at its meeting held on 15 June 2020 have recommended a payment of final dividend of ₹ 0.75 per equity share of face value of ₹ 10 each for the financial year ended 31 March 2020. The same amounts to ₹ 204.63 lakhs. The above is subject to shareholders' approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

#### Summary of Significant Accounting Policies and other explanatory information

(All amounts in ₹ lakhs, unless otherwise stated)

#### 44. Segment reporting

##### Basis of segmentation:

The Group has the following segments, which are its reportable segments. These segments deal in two different industries and are managed separately by the Group.

- (a) Investments - Buying and selling of various kinds of securities and providing loans.
- (b) Trading - Trading of cotton bales and other commodities

Operating segments disclosures are consistent with the information provided to and reviewed by the Chief Operating Decision Maker. The measurement principles of segments are consistent with those used in the significant accounting policies. Inter-segment transactions are determined on an arm's length basis.

Particulars	Year ended 31 March 2020			Year ended 31 March 2019		
	Financing and Investments	Trading	Unallocated	Financing and Investments	Trading	Unallocated
	Total			Total		
(a) Segment revenues						
External sales	3,126.07	1,928.98	911.95	5,324.89	3,517.73	1,307.40
(b) Segment results (Profit before share of profit in associate)						
	1,260.38	22.06	114.42	1,882.88	32.64	576.03
(c) Reconciliation of segment results with profit after tax:						
Add / (less):						
Share of profit / (loss) of associates						250.15
Tax expenses						(371.02)
Profit / (loss) after tax as per the Statement of Profit and Loss						2,370.68
Particulars	As at 31 March 2020			As at 31 March 2019		
	Investments	Trading	Unallocated	Investments	Trading	Unallocated
	Total			Total		
(d) Segment assets	96,154.57	2,181.02	7,343.88	70,075.10	2,382.89	47,990.60
(e) Segment liabilities	4,230.04	184.62	163.96	7,280.01	664.96	(1,284.63)
(f) Capital employed	91,924.53	1,996.40	7,179.92	62,795.09	1,717.93	49,275.23
						113,788.25

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**45. Disclosures pursuant to Reserve Bank of India notification no. DOR (NBFC).CC.PD.No.109/22.10.106/2019-20 dated 13 March 2020 on implementation of IndAS by Non-Banking Financial Companies****Asset Classification as per RBI norms for the year ended 31 March 2020**

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS (*)	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(A)	(B)	(C)	(D)	(E=C-D)	(F)	(G=D-F)
<b>Performing Assets</b>						
Standard	Stage 1	26,214.39	84.91	26,129.48	108.19	(23.28)
	Stage 2	-	-	-	-	-
<b>Subtotal (A)</b>		<b>26,214.39</b>	<b>84.91</b>	<b>26,129.48</b>	<b>108.19</b>	<b>(23.28)</b>
<b>Non-Performing Assets (NPA)</b>						
Sub-standard	Stage 3	-	-	-	-	-
Loss	Stage 3	68.24	68.24	-	68.24	-
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
<b>Subtotal (B)</b>		<b>68.24</b>	<b>68.24</b>	<b>-</b>	<b>68.24</b>	<b>-</b>
<b>Total (A+B)</b>	<b>Stage 1</b>	<b>26,214.39</b>	<b>84.91</b>	<b>26,129.48</b>	<b>108.19</b>	<b>(23.28)</b>
	<b>Stage 2</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Stage 3</b>	<b>68.24</b>	<b>68.24</b>	<b>-</b>	<b>68.24</b>	<b>-</b>
	<b>Total</b>	<b>26,282.63</b>	<b>153.15</b>	<b>26,129.48</b>	<b>176.43</b>	<b>(23.28)</b>

(\*) Gross carrying amount as per IndAS represents gross carrying amount including accrued interest and after netting off unamortised loan processing fees.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**46 Impact of COVID-19 pandemic**

COVID-19, a global pandemic has affected the world economy including India, leading to significant decline and volatility in financial markets and decline in economic activities. The national lockdown announced on 23 March 2020 affected activities of organizations across the economic ecosystem, impacting earning prospects and valuations of companies and creating huge volatility in the stock markets. The Parent Company, its subsidiaries and Associates ('Group') are majorly into the business of loans, investments, commodity trading, power generation and agricultural warehousing. The Group's business is expected to be impacted by lower lending opportunities, decline in carrying value of investments and reduced demand for commodities, thereby impacting profitability. The impact of COVID-19 on Group's result remain uncertain and dependent on extent of spread of the pandemic, steps taken by the Government and central bank to mitigate the economic impact, steps taken by the Group and its Investee Companies, and the time it takes for economic activities to resume at normal levels as a result of which, actual results may differ.

In accordance with the Reserve Bank of India guidelines relating to COVID-19 Regulatory Package dated 27 March 2020 and 17 April 2020, the Group granted moratorium of up to 3 months on repayment of all installments and/ or interest, as applicable, falling due between 1 March 2020 and 31 May 2020 to all the eligible borrowers as per the Group's policy, however none of the borrowers availed the moratorium. Further, the Group will be extending moratorium to its borrowers as announced by RBI vide its subsequent notification dated 22 May 2020.

The stock exchanges, banks and financial institutions were permitted to function during the national lockdown and correspondingly the lending and investment activities of the Group remained operational. Power segment operations and revenues has not been impacted by COVID-19 as generation and supply of power remains normal though there is a continuing delay in receipts of payments from distribution companies. Trading business have been impacted as business was curtailed amidst assessment of a weak and uncertain business environment. Basis the relaxations granted post the lockdown period, the Group entities' registered offices remained operational. The employees are permitted to work in accordance with the guidelines issued by the Ministry of Home Affairs (MHA) and the respective state governments. The Group's capital and liquidity position remains strong and would continue to be the focus area for the Management. There have been no significant changes to the Group's internal financial control other than providing remote access to some of its key employees during the lockdown to facilitate work from home.

Based on the current assessment of the potential impact of the COVID-19 on the Group, management is of the view that the Group is well capitalised with low leverage, widely diversified in terms of its lending and investment activities and has adequate liquidity to service its obligations, sustain its operations and also look at any appropriate investment/lending opportunities.

The Group has maintained adequate provisions on loan assets based on the information available at this point of time including economic forecasts. The extent to which the current pandemic will impact the carrying value of investments and loan receivables is dependent on the future developments, which are highly uncertain at this point in time. The Group believes that it has considered all the possible impact of known events arising out of COVID 19 pandemic in the preparation of these financial statements. The impact assessment of COVID 19 is a continuing process given its nature and duration. The Group will continue to monitor for any material changes to future economic conditions.

**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**47. Disclosure of additional information pertaining to the Parent Company, and its subsidiary per Schedule III of Companies Act, 2013.**

Name of the entity in the Group	As at 31 March 2020		Year ended 31 March 2020		Year ended 31 March 2020		Year ended 31 March 2020	
	Net Assets i.e., total assets minus total liabilities		Share in profit or loss		Share in total comprehensive income		Share in other comprehensive income	
	As % of Consolidated net assets	Amount	As % of Consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
<b>Parent Company:</b>								
Kiran Vyapar Limited	67%	67,944.98	-19%	148.09	21%	(2,258.92)	18%	(2,110.83)
<b>Subsidiary Companies (Indian):</b>								
<b>Direct Subsidiary Companies:</b>								
IOTA Mtech Limited	5%	4,818.62	7%	(52.24)	2%	(170.39)	2%	(222.63)
Samay Industries Limited	1%	601.60	6%	(48.24)	3%	(337.97)	3%	(386.21)
Anantay Greenview Private Limited	0%	(34.72)	0%	(1.21)	0%	-	0%	(1.21)
Sarvadeva Greenpark Private Limited	0%	21.30	-1%	4.87	0%	-	0%	4.87
Sishiray Greenview Private Limited	0%	14.29	0%	(1.93)	0%	-	0%	(1.93)
Uttaray Greenpark Private Limited	0%	40.65	-1%	6.71	0%	-	0%	6.71
Satyawatche Greeneries Private Limited	0%	72.70	-3%	26.57	0%	-	0%	26.57
Magma Realty Private Limited	0%	67.83	1%	(10.26)	0%	0.03	0%	(10.23)
Shree Krishna Agency Limited	5%	4,824.89	-36%	286.13	-1%	92.87	-3%	379.00
<b>Step-down Subsidiary Companies:</b>								
Amritpay Greenfield Private Limited	0%	(13.93)	0%	(2.47)	0%	-	0%	(2.47)
Divyay Greeneries Private Limited	0%	199.88	2%	(19.13)	0%	-	0%	(19.13)
Sarvay Greenhub Private Limited	0%	49.18	-1%	11.08	0%	-	0%	11.08
Soul Beauty and Wellness Center LLP	0%	-	7%	(58.47)	7%	(786.34)	7%	(844.81)
IOTA Mtech Power LLP	0%	-	-45%	358.39	48%	(5,239.36)	41%	(4,880.97)
Basbey Greenview Private Limited	0%	99.74	-3%	20.36	0%	-	0%	20.36
Sukhday Greenview Private Limited	0%	(19.92)	1%	(5.81)	0%	-	0%	(5.81)
<b>Minority interest in all subsidiaries</b>	5%	5,220.73	-3%	24.64	7%	(813.54)	7%	(788.90)
<b>Associates (Investment as per the equity method)</b>								
Navyoti Commodity Management Services Limited	-1%	(754.10)	56%	(446.03)	0%	1.86	4%	(444.17)
The Kishore Trading Company Limited	0%	(182.37)	-2%	12.44	1%	(154.11)	1%	(141.67)
Placid Limited	17%	17,642.83	119%	(951.48)	12%	(1,302.75)	19%	(2,254.23)
LNB Renewable Energy Limited	0%	486.67	12%	(98.67)	0%	(0.34)	1%	(99.01)
<b>Total</b>	<b>100%</b>	<b>101,100.85</b>	<b>100%</b>	<b>(796.66)</b>	<b>100%</b>	<b>(10,968.96)</b>	<b>100%</b>	<b>(11,765.62)</b>



**Summary of Significant Accounting Policies and other explanatory information**

(All amounts in ₹ lakhs, unless otherwise stated)

**47. Disclosure of additional information pertaining to the Parent Company, and its subsidiary per Schedule III of Companies Act, 2013. (Contd.)**

Name of the entity in the Group	As at 31 March 2019		Year ended 31 March 2019		Year ended 31 March 2019		Year ended 31 March 2019	
	Net Assets i.e., total assets minus total liabilities		Share in profit or loss		Share in total comprehensive income		Share in other comprehensive income	
	As % of Consolidated net assets	Amount	As % of Consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
<b>Parent Company:</b>								
Kiran Vyapar Limited	56%	63,340.82	27%	650.69	-28%	631.54	1075%	1,282.23
<b>Subsidiary Companies (Indian):</b>								
<b>Direct Subsidiary Companies</b>								
IOTA Mtech Limited	17%	19,294.58	0%	3.11	2%	(43.50)	-34%	(40.39)
Samay Industries Limited	1%	1,213.96	-1%	(19.77)	9%	(208.54)	-191%	(228.31)
Anantay Greenview Private Limited	0%	(23.80)	0%	(0.84)	0%	-	-1%	(0.84)
Sarvadeva Greenpark Private Limited	0%	17.77	0%	6.32	0%	-	5%	6.32
Sishiray Greenview Private Limited	0%	16.24	0%	(1.42)	0%	-	-1%	(1.42)
Uttaray Greenpark Private Limited	0%	34.06	0%	10.95	0%	-	9%	10.95
Satyawatche Greeneries Private Limited	0%	46.53	1%	15.22	0%	-	13%	15.22
Magma Realty Private Limited	0%	58.41	1%	12.47	0%	-	10%	12.47
Shree Krishna Agency Limited	3%	3,041.97	9%	213.77	19%	(424.27)	-176%	(210.50)
<b>Step-down Subsidiary Companies:</b>								
Amritpay Greenfield Private Limited	0%	(11.46)	0%	(2.20)	0%	-	-2%	(2.20)
Divyay Greeneries Private Limited	0%	(49.96)	0%	(0.99)	0%	-	-1%	(0.99)
Sarvay Greenhub Private Limited	0%	38.18	0%	9.54	0%	-	8%	9.54
Soul Beauty and Wellness Center LLP	0%	-	-3%	(62.81)	5%	(108.95)	-144%	(171.76)
IOTA Mtech Power LLP	0%	-	49%	1,168.04	32%	(715.89)	379%	452.15
Basbey Greenview Private Limited	0%	79.37	1%	15.95	0%	-	13%	15.95
Sukhday Greenview Private Limited	0%	(14.12)	0%	(4.27)	0%	-	-4%	(4.27)
<b>Non-Controlling Interests in all subsidiaries Associates (Investment as per the equity method) (Indian)</b>	6%	6,573.58	5%	106.77	7%	(162.04)	-46%	(55.27)
Navyoti Commodity Management Services Limited	0%	(309.93)	-6%	(152.70)	0%	(2.41)	-130%	(155.11)
The Kishore Trading Company Limited	0%	(40.70)	1%	13.34	8%	(187.65)	-146%	(174.31)
Placid Limited	17%	19,897.07	6%	150.49	46%	(1,029.73)	-737%	(879.24)
LNB Renewable Energy Limited	1%	585.68	10%	239.02	0%	0.08	200%	239.10
<b>Total</b>	<b>100%</b>	<b>113,788.25</b>	<b>100%</b>	<b>2,370.68</b>	<b>100%</b>	<b>(2,251.36)</b>	<b>100%</b>	<b>119.32</b>

As per our Report of even date.

**For Walker Chandiook & Co. LLP**  
**Chartered Accountants**  
**Firm's Regn. No. : 001076N/N500013**
**For and on behalf of the Board of Directors**  
**Kiran Vyapar Limited**
**Manish Gujral**  
 Partner  
**Membership No. : 105117**
**L. N. Bangur**  
 Director  
**(DIN : 00012617)**  
 Place : Kolkata

**Shreeyash Bangur**  
 Managing Director  
**(DIN : 00012825)**  
 Place : Hyderabad

**Ajay Sonthalia**  
 Chief Financial  
 Officer  
 Place : Kolkata

**Pradip Kumar Ojha**  
 Company Secretary  
 Place : Kolkata

 Place : Mumbai  
 Date : 15 June, 2020

Date : 15 June, 2020

**Summary of Significant Accounting Policies and other explanatory information**  
(All amounts in ₹ lakhs, unless otherwise stated)

**Form AOC-I (Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014 (as amended))  
Salient Features of Financial Statements of Subsidiaries as per Companies Act, 2013**

Sr. No.	Name of Subsidiary Companies	Reporting Currency	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments	Turnover/ Total Income	Profit Before Taxation	Tax Expenses	Profit After Taxation	Proposed Dividend	% of Shareholding
1	Anantay Greenview Private Limited	INR	266.00	(34.72)	338.09	106.81	13.27	1.33	(10.34)	0.01	(10.35)	-	99.62%
2	Magma Realty Private Limited	INR	1,210.00	67.83	1,279.79	1.96	0.00	22.38	14.75	5.09	9.66	-	99.17%
3	Samay Industries Limited	INR	150.33	2,376.13	2,561.62	35.16	2,876.19	(55.84)	(96.70)	(8.67)	(88.03)	-	82.70%
4	Sarvadeva Greenpark Private Ltd	INR	321.00	21.30	368.51	26.21	3.09	9.42	6.46	1.59	4.87	-	99.69%
5	Satyawatche Greeneries Private Ltd.	INR	261.00	72.70	342.47	8.77	0.00	1,732.51	34.94	8.77	26.17	-	99.62%
6	Shree Krishna Agency Limited	INR	1,094.96	12,273.03	14,986.71	1,618.72	8,709.49	546.27	262.73	(3.89)	266.62	-	94.89%
7	Amritpay Greenfield Private Limited	INR	211.00	(13.93)	197.75	0.68	6.60	0.40	(2.47)	0.00	(2.47)	-	94.44%
8	Divyay Greeneries Private Limited	INR	10.00	199.88	211.72	1.84	0.00	0.31	(19.13)	0.00	(19.13)	-	94.89%
9	Sarvay Greenhub Private Limited	INR	401.00	49.18	461.87	11.69	0.00	16.97	14.77	3.78	10.99	-	94.65%
10	Sishiray Greenview Private Limited	INR	361.00	14.29	376.01	0.72	0.00	0.42	(1.93)	0.00	(1.93)	-	99.72%
11	Uttaray Greenpark Private Limited	INR	261.00	40.65	314.76	13.11	126.32	107.44	8.00	1.38	6.61	-	99.62%
12	IOTA Mtech Limited	INR	5.00	14,609.09	14,715.93	101.84	4,791.59	411.96	270.97	0.66	270.31	-	100.00%

There are no subsidiaries which are yet to commence operations or liquidated or sold during the year.

**STATEMENT PURSUANT TO SECTION 129(3) OF THE COMPANIES ACT, 2013 RELATED TO ASSOCIATE COMPANY**

Sr. No.	Name of Associates Companies	Shares of Associates held by the Company on year end			Amount of Investment in Associates	Extent of Holding (%)	Net worth Attributable to shareholding as per latest audited Balance Sheet	Profit / Loss for the year			Reason why the associates is not considered
		Latest Audited Balance Sheet Date	Nos.	Balance				Considered in Consolidation	Not considered in Consolidation	Description of how there is significant influence	
1	Placid Limited	31.03.2020	219,737	1,329.24	31.27%	123,030.33	(2,254.24)	NA	NA	Note A	NA
2	Navyoti Commodity Management Services Ltd.	31.03.2020	1,767,860	2,503.15	38.44%	3,890.52	(444.17)	NA	NA	Note A	NA
3	The Kishore Trading Company Limited	31.03.2020	20,625	280.93	34.38%	1,687.66	(141.67)	NA	NA	Note A	NA
4	LNB Renewable Energy Private Limited	31.03.2020	2,000,000	2,500.00	29.32%	10,699.91	(99.01)	NA	NA	Note A	NA

Note A : There is a significant influence due to percentage of Share Capital.

The above statement also indicates performance and financial position of each of the Associates.

There are no Associates which are yet to commence operations or liquidated or sold during the year.

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**KIRAN VYAPAR LIMITED**

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